

THE CONSTITUTION OF TAK OI SECONDARY SCHOOL ALUMNI ASSOCIATION

Chapter 1 – General Stipulation

1. The full name of the Association shall be ‘Tak Oi Secondary School Alumni Association’ and is abbreviated as ‘TOSSAA’ (hereafter referred to as the “**Association**”). The name in Chinese shall be ‘德愛中學校友會’.
2. The address of the Association is ‘8 Tsz Wan Shan Road, Tsz Wan Shan, Kowloon’. The correspondence address of the Association is subject to change.
3. The objects of the Association are:-
 - (a) to uphold the spirit of Tak Oi Secondary School (the “**School**”) – ‘Truth and Love’
 - (b) to cultivate friendship among members of the Association
 - (c) to enhance communication between members and the School
 - (d) to promote mutual assistance and support among past and current students of the School
4. The official language of the Association shall be Chinese and/or English.
5. The current Principal of the School shall be the Honorary Adviser of the Association.

Chapter 2 – Membership

6. Registration:-
 - (a) Any past student of the School is eligible to be a member of the Association (the “**Member**”).
 - (b) Past students who register with the Association and upon approval by the executive committee (the “**Executive Committee**”) shall become a member of the Association.
 - (c) Executive Committee may determine to collect a membership fee from the members, when deemed necessary to maintain the operation of the Association.
7. Rights of the Members:-
 - (a) Members are entitled to elect, be elected, propose and vote at the annual general meeting (the “**Annual General Meeting**”) and extraordinary general meeting (the “**Extraordinary General Meeting**”) (the Annual General Meeting and the Extraordinary General Meeting are herein collectively referred to as the “**General Meeting**”). All Members have equal voting rights.
 - (b) All Members are entitled to share the benefits as set forth in Article 3 of this Constitution.

8. Obligations of the Members:-

To abide by this Constitution of the Association and the resolutions passed by the General Meeting.

Chapter 3 – Organisation, Functions and Powers

9. The supreme authority of the Association shall be vested in the General Meeting, and the Executive Committee shall be the executive organ of the Association.
10. The Executive Committee shall be formed by six (6) to nine (9) office-bearers who shall be elected at the Annual General Meeting. Only Members may become office-bearers of the Association. The office-bearers of the Executive Committee (the “**Executive Committee Members**”) shall elect from among themselves a Chairperson, a Vice-Chairperson, a General Secretary, a Financial Secretary, a Social Secretary, and a Liaison Secretary.
11. All the Executive Committee Members of the Association shall serve gratis. The Executive Committee Members shall not become salaried staff of the Association nor shall they receive from it any remuneration. Subject to removal, resignation and re-election in accordance with this Constitution, each Executive Committee Member shall hold office from the date of his/her election/appointment until the term of service expires.
12. If the Chairperson vacates his/her office, he/she shall be replaced by the Vice-Chairperson while the Vice-Chairpersonship shall be taken over by one of the other Executive Committee Members elected among themselves. If the Executive Committee Member other than the Chairperson and the Vice-Chairperson vacates his/her office, the Executive Committee shall appoint a person from the general body of Members as a temporary Executive Committee Member until the vacancy is filled by an authorized person who has been formally elected in accordance with the provisions of Article 25.
13. If necessary, the Association may take on employees, whose employment, discharge and salaries shall be decided by the Executive Committee.
14. Business of the Annual General Meeting:-
 - (a) to consider and pass resolutions in relation to all affairs, directions and strategies of the Association
 - (b) to pass amendments to this Constitution of the Association
 - (c) to elect Executive Committee Members
 - (d) to consider and adopt the report of affairs and financial reports of the Association
 - (e) to decide on any motion which the Association may require and on the expulsion of derelict office-bearers
15. Functions and powers of the Executive Committee:-
 - (a) to implement the resolutions passed at the General Meeting
 - (b) to prepare the budget and statements of accounts of the Association.

- (c) to attend to the daily affairs of the Association
- (d) to decide on the employment, discharge and salaries of employees
- (e) to make recommendations to the General Meeting

16. Functions and powers of the Executive Committee Members:-

- (a) Duties of the Chairperson include the following:-
 - (i) to be the chief executive and representative of the Association
 - (ii) to direct various secretaries of the Executive Committee in their work
 - (iii) to preside over all meetings
- (b) Duties of the Vice-Chairperson include the following:-
 - (i) to assist the Chairperson in all affairs of the Association
 - (ii) to foster co-ordination of the Executive Committee and the Association
 - (iii) to be the ex-officio Chairperson of the Executive Committee in the absence of the Chairperson
- (c) Duties of the General Secretary include the following:-
 - (i) to be responsible for all correspondences, agenda and the Association's meeting records
 - (ii) to keep the seals and documents under safe custody
 - (iii) to prepare agenda and minutes of all meetings
- (d) Duties of the Financial Secretary include the following:-
 - (i) to prepare the annual budget for the current Association session.
 - (ii) to pay bills of the Association
 - (iii) to sign bills and cheques in conjunction with one of the Executive Committee Members
 - (iv) to keep accounting records of the Association
 - (v) to be responsible for the collection of fees
 - (vi) to prepare financial reports of the Association for presentation in Annual General Meeting
- (e) Duties of the Social Secretary include the following:-
 - (i) to be responsible for organising and making arrangements for social activities of the Association
- (f) Duties of the Liaison Secretary include the following:-
 - (i) to be responsible for liaison work with Members of the Association
 - (ii) to be responsible for publications and publicity affairs of the Association

17. The Executive Committee may appoint a sub-committee or sub-committees for the execution of its responsibilities at any time either from among the Executive Committee Members or from the general body of Members.

18. Dismissal may be moved against any Executive Committee Members for infringement on this Constitution, neglect of duties or unbecoming conduct. Any

such decision shall be made at an Extraordinary General Meeting held specifically for the purpose. In the case of dismissal being directed against the Chairperson, any meeting held for such purpose shall be presided by the Vice-Chairperson.

19. Any Executive Committee Member who wishes to resign from office should submit a formal letter to the Executive Committee, which on approving the resignation, should notify all Members of the Association. Where the resigning Executive Committee Member is not the Chairperson or the Vice-Chairperson, the Executive Committee shall appoint a person from the general body of Members as a temporary Executive Committee Member until the vacancy is filled by an authorized person who has been elected in accordance with the provisions of Article 26.

Chapter 4 – Meeting

20. (a) The Annual General Meeting shall be held annually and it shall be convened by the Chairperson. Members of the Association shall be notified of the Annual General Meeting at least 2 weeks in advance in writing by post or by email. The quorum of the Annual General Meeting shall consist of [twenty (20)] Members.
- (b) In the absence of a quorum, the Meeting shall be adjourned and be convened again within 6 weeks. For this adjourned Meeting, Members of the Association shall be notified at least 1 week in advance in writing by post or by email. At this adjourned Meeting, the quorum shall be ten (10) Members.
21. (a) If necessary, an Extraordinary General Meeting may be held upon the request of a simple majority vote of the Executive Committee or in accordance with a written requisition submitted to the Executive Committee signed by not less than twenty (20) Members of the Association.
- (b) Upon the receipt of a request mentioned above, the Chairperson shall cause the Extraordinary General Meeting to be held within 6 weeks. However, discussions held and resolutions passed at the Meeting shall be confined to only those points listed in the request. The quorum of the Meeting and the way of notifying the Members of the Meeting shall be the same as that of the Annual General Meeting.
22. The Executive Committee shall meet regularly as the Executive Committee deems necessary. The quorum of an Executive Committee meeting shall consist of three (3) Executive Committee Members.
23. Resolutions proposed at the meetings of the Executive Committee shall be approved by a simple majority of votes of the Executive Committee Members who are present and voting at the relevant meeting. If a tie occurs in voting, the Chairperson shall have a casting vote.

24. If both the Chairperson and Vice-Chairperson are absent from a Meeting, the Executive Committee Members present shall elect among themselves a temporary Chairperson to preside over the meeting.

Chapter 5 – Elections

Chapter 5A – Election of Executive Committee

25. (a) **Nomination and Primary Elections:** Primary elections of Executive Committee Members shall be carried out biennially at the Annual General Meeting of every term. The Executive Committee shall, at least 6 weeks in advance of the Annual General Meeting, issue the nomination form to all Members of the Association. A member may nominate oneself or another eligible candidate to stand for the election by submitting the duly completed nomination form, with the endorsement of 2 nominators and a brief introductory statement, within 2 weeks of the issue of the form to the Association. The nominator must be a valid member of the Association. The list of candidates, accompanied by the introductory statements, shall be sent to all Members together with the notice of the Annual General Meeting at least 2 weeks before the Election. The Executive Committee shall issue ballot forms (which shall not provide the name or other information of the voting Member to be disclosed) to all Members of the Association present at the Annual General Meeting. The ballot box shall be opened only at the Annual General Meeting where the votes shall be counted and voting results will be announced after the counting. The candidates who receive the highest number of votes shall become the Executive Committee Members. In the event of a tie in vote, the decision shall be made by drawing lots. In case there are only six (6) candidates, they would be automatically elected.
- (b) **Secondary Elections:** The Executive Committee Members newly elected at the primary election shall cause a meeting among themselves to be held as soon as practicable thereafter so that they may elect one another to fill the various offices in the Executive Committee. A list of the new office-bearers shall be submitted to the Societies Office of Hong Kong Police Force for information.

Chapter 5B – Election of Alumni Manager

26. (a) The Alumni Manager shall be elected biennially and one (1) Alumni Manager shall be elected and registered with the Tak Oi Secondary School Incorporated Management Committee (the “**IMC**”). A candidate must be an alumnus of the school. Candidates should also note the registration requirements of managers set out in the Education Ordinance (the “**Ordinance**”).
- (b) In accordance with the Ordinance, an alumnus shall not be nominated if he/she is a serving teacher of the school.

- (c) As stipulated in the Ordinance, no manager shall serve in an IMC in more than one capacity, for example, no one can serve as an alumni manager and a parent manager at the same time. Thus, if there are two elections under different categories to be conducted concurrently in a school, no one should stand as candidate in more than one election.
- (d) The date for the Election shall be decided and announced by the Executive Committee. The Executive Committee shall, at least 6 weeks in advance of the election, make announcement of the commencement of the nomination on the media accessible by the public, such as local newspapers and the school website, and issue the nomination form to all Members of the Association. An alumnus may nominate oneself or another eligible candidate to stand for the election by submitting the duly completed nomination form, with the endorsement of 2 nominators and a brief introductory statement, within 2 weeks of the issue of the form to the Association. The list of candidates, accompanied by the introductory statements, shall be sent to all Members together with the notice of the Election at least 2 weeks in advance. The nominator must be a valid member of the Association. For the avoidance of doubt, the same person may be nominated, elected and hold office as both the Alumni Manager and a member of the Executive Committee. If the Alumni Manager duly elected or nominated in accordance with this Article 26 or the constitution of IMC of the School is not a member of the Executive Committee, the Alumni Manager shall be entitled to attend meetings of the Executive Committee as an observer and may address the meeting but shall not have any voting rights and shall not be counted for the quorum purposes.
- e) If no one stands for candidature in the election within the period specified in (d) above, the deadline of nomination shall be extended for such period as the Executive Committee considers appropriate and the Executive Committee shall notify the Members of the extended deadline in writing by post or email. If no person is nominated after the expiry of the extended deadline, the IMC of the School may nominate an alumnus of the School for registration as Alumni Manager as may be provided in its constitution.
- (f) The Executive Committee shall issue ballot forms (which shall not provide for the name or other information of the voting Member to be disclosed) to all Members of the Association present on the Election Day. The ballot box shall be opened only when the voting period ends. The votes shall be counted and the voting result will be announced after the counting. The nominated candidate who receives the highest number of votes shall become the Alumni Manager. In the event of a tie in vote, the decision shall be made by drawing lots. In case there is only one candidate, he/she would be automatically elected.(g) Unsuccessful candidates may, within seven (7) days of the announcement of the result of the election, appeal to the Executive Committee in writing together with reasons. The Executive Committee shall consider and handle the appeal in a fair manner as it deems appropriate.
- (h) The Executive Committee shall nominate the Member elected as the Alumni Manager to the IMC of the School for registration as the Alumni

Manager. The Alumni Manager may be re-nominated for registration for one consecutive term only after which a period of not less than two years shall have elapsed before he/she may be nominated again.

- (i) Subject to sub-clauses (j) and (k) below, the term of office of the Alumni Manager shall commence on the date on which such Alumni Manager is registered as a manager (the “**Manager**”) until the term of service expires.
- (j) If an Alumni Manager vacancy arises as a result of an Alumni Manager resigning during his/her term of office or his/her registration as a Manager has been cancelled by the Permanent Secretary for Education of the Hong Kong Special Administrative Region Government in accordance with the Ordinance or he/she ceases to be a Manager in the event of one or more of the situations as set out in sub-clause (k) below, the Association shall conduct a by-election in the same manner as in (d) above to elect another Alumni Manager to fill the vacancy within two (2) months for the remaining of the term.
- (k) The Alumni Manager ceases to be a Manager in the event of one or more of the following situations:
 - (i) the Association resolves in accordance with the Education Ordinance that he/she is not suitable to continue to hold office as Manager and has so notified the IMC of the School in writing, such cessation to take effect from the date as specified in the notice given by the Association;
 - (ii) he/she has been found by the IMC of the School to be non-conforming to the vision and mission as stated in the Constitution of the IMC of the School, and the School Sponsoring Body, through the supervisor of the School (the “**Supervisor**”) appointed under the Ordinance, has requested the Association to withdraw his/her nomination and to nominate a replacement, and that the Association has passed a resolution as provided in sub-clause (k)(i) above;
 - (iii) when he/she has passed away;
 - (iv) he/she has been adjudged bankrupt by a court of competent jurisdiction or has made any arrangement or composition with her creditors generally;
 - (v) his/her physical or mental health has rendered him/her unfit to perform his/her duties as Manager; or
 - (vi) he/she has been convicted for an offence for which a sentence of imprisonment is passed (including a suspended sentence).

Chapter 6 – Financial Year

- 27. The financial year of each session of the Association shall commence on the first of October and end on the thirtieth of September of the succeeding year. At the

end of each session, the Financial Secretary shall prepare the annual Financial Report which is to be presented in the Annual General Meeting. The Financial Report shall be certified by a third party other than the Executive Committee Members.

Chapter 7 – Awards and Penalties

28. The Executive Committee may present a letter of recommendation to those who have offered meritorious services to the Association.
29. Subject to the approval of the General Meeting, members who have made false use of the name of the Association in unlawful acts, thereby impairing its reputation, may be warned or expelled from the Association by the Executive Committee.
30. Fees already paid or donations made by Members who withdraw voluntarily or are expelled from the Association shall not be recoverable. If the Members concerned are office-bearers, they shall have their offices forfeited automatically.

Chapter 8 – Use of Funds

31. Funds of the Association shall be applied solely to meet its expenditures and for the upholding of the objects stipulated in Article 3 of this Constitution and shall not be used for any other purposes.

Chapter 9 – Debts and Liabilities

32. Any debts of the Association shall be borne by the Association.

Chapter 10 – Dissolution

33. In case the Association should dissolve, the decision shall be made at the General Meeting and be assented to by over three-fourths of the Members who are present and voting at the relevant Meeting.
34. Any remaining assets of the Association upon its dissolution shall be donated to the School.

Chapter 11 – Constitution

35. Any amendment to this Constitution shall be passed by a simple majority vote of the Members who are present and voting at the General Meeting and filed with the Societies Office of Hong Kong Police Force thereafter.