

Extracted from HTCPSA Constitution (Last updated 28 April 2018)

32. Executive Committee

32.1 The Association shall have an Executive Committee of not less than 8 members holding the following offices or positions:-

- 32.1.1 President
- 32.1.2 Vice President(s)
- 32.1.3 Honorary Secretary(ies)
- 32.1.4 Honorary Treasurer(s)
- 32.1.5 Membership Officer(s)
- 32.1.6 Public Relations Officer(s)
- 32.1.7 Community Work Officer(s)
- 32.1.8 Fund-Raising Officer

32.2 The committee members particularized under Clause 32.1 hereof shall be elected every two (2) years at the Annual General Meeting. Subject to Clauses 33.5, 33.6 and 35 hereof, all committee members shall hold office from September of the year of election for twenty-four (24) calendar months.

32.3 Retiring committee members shall be eligible for re-election.

33. Functions and Powers of the Executive Committee

33.1 The Executive Committee shall enforce resolutions passed and adopted at the General Meetings.

33.2 The management of the Association shall be vested in the Executive Committee who shall have the power to administer and operate the affairs, business and activities of the Association and do all acts and deeds incidental or conducive thereto and to the attainment of the Objects and execute all documents for that intent and purpose, including but not limited to properly apply the funds, property and assets of the Association for the Objects, pay off all the expenses necessarily incurred by and discharge all liabilities of the Association.

33.3 The Executive Committee may from time to time make rules, regulations, directives or guidelines for the administration and operation of the affairs, business and activities of the Association.

- 33.4 The Executive Committee may from time to time make rules, regulations, directives or guidelines for the exercise of powers and discharge of duties by the Alumni Manager of the Association.
- 33.5 In the event that any vacancy shall occur in any office of the Executive Committee by reason of the matters set out under Clause 35 hereof, the Executive Committee shall have the power to appoint person(s) as they deem fit and proper from the Ordinary Members or the Life Members of the Association to fill the office or position so vacated until the next election at the Annual General Meeting.
- 33.6 Subject to Clause 33.7 hereof, the Executive Committee shall have the power to appoint person(s) from the Ordinary Members or the Life Members of the Association to such other office or position or sub-committee as they deem fit and proper at any time and shall determine the functions, duties and powers of these offices or positions or subcommittees so appointed.
- 33.7 In the event that a sub-committee is appointed pursuant to Clause 33.6 hereof, the Executive Committee shall appoint one of its members to be the Head of each and every sub-committee so appointed.
- 33.8 All additional offices, positions and sub-committees appointed pursuant to Clause 33.6 hereof shall be regarded as members or constituent parts of the Executive Committee for all intents and purposes.
34. Meetings and Duties of the Executive Committee
- 34.1 The Executive Committee may meet together for the dispatch of business, adjourn or otherwise regulate their meetings for that intent and purpose as they may think fit and proper. The quorum of all meetings of the Executive Committee shall be four (4).
- 34.2 The President shall be the Head of the Executive Committee. She shall be in charge of the management and operations of the Executive Committee and the Association, and shall preside at all meetings of the Executive Committee.
- 34.3 The Vice President shall assist the President in undertaking the management and operations of the Executive Committee and the Association. In the event that the President is absent, on leave, or has vacated her office or position or is otherwise

unable to carry out her duties and obligations, the Vice President shall be the Acting President and shall carry out the duties of the President. In the event that both the President and the Vice President are absent, on leave, or have vacated their offices or positions or are otherwise unable to carry out their respective duties and obligations, one of the committee members shall be the Acting President and shall carry out the duties of the President. In the absence of any volunteer, the committee members shall be entitled to vote and appoint one of them to be the Acting President.

- 34.4 The Honorary Secretary shall be responsible for all secretarial work of the Association. Save as otherwise specified, she shall attend to all correspondence of the Association generally and shall record the minutes of all meetings which shall properly be kept in books.
- 34.5 The Honorary Treasurer shall be responsible for all financial matters of the Association generally. Without limitation to the generality of the foregoing, the Honorary Treasurer shall:-
- 34.5.1 approve and certify or otherwise deal with any submission by any of the committee members for payment out of the funds of the Association;
 - 34.5.2 sign all cheques jointly with either the President or the Vice President or any other signatory duly authorised by the Executive Committee, or otherwise make payments with the due approval of the Executive Committee;
 - 34.5.3 properly keep a set of books of account on all sums of money received and expended by the Association and such books of accounts shall be kept at the registered office of the Association;
 - 34.5.4 promptly produce upon request a detailed account with all relevant explanations and supporting vouchers duly signed by any committee members and approved by the Treasurer;
 - 34.5.5 draft and prepare the annual budget for adoption or otherwise by the Executive Committee; and
 - 34.5.6 prepare and present the annual financial report to the Executive Committee at its meeting

- 34.6 The Membership Officer shall be responsible for all matters relating to membership, including but not limited to collecting the membership fees from the successful applicants for the respective membership, inviting eligible persons to join the Association, and properly keep and bring up to date records of all members of the Association together with their correspondence address and contact numbers.
- 34.7 The Public Relations Officer shall be responsible for all matters concerning public relations, both external and internal, of the Association.
- 34.8 The Community Work Officer shall be responsible for organising and promoting all recreational, social, cultural, educational, civic or religious functions and activities of the Association.
- 34.9 The Fund-Raising Officer shall be responsible for organizing all functions and activities of the Association for the purposes of raising funds for the attainment of the Objects.
- 34.10 Questions and matters arising at any meeting of the Executive Committee shall be decided by a majority on a show of hands and in case of an equality of votes, the chairman of the meeting shall have a second or casting vote. For the avoidance of doubt, subject to Clause 34.11 hereof, every committee member who is present in person at the meeting and entitled to vote shall have one (1) vote.
- 34.11 A committee member shall not be entitled to sit as a member thereof in any of its meetings where her own interest and/or conduct is concerned. For the avoidance of doubt, the committee member shall not be entitled to exercise her voting rights in any resolutions relating thereto.

35. Vacation of Office / Disqualification of Committee Members

Any office of the Executive Committee shall be vacated or any committee member shall be disqualified from holding her office or position at the Executive Committee if, during the term of her office, she:-

- 35.1 is convicted of any criminal offence involving dishonesty by any court of competent jurisdiction;
- 35.2 resigns her office by giving a written notice to that effect to the Association; or

35.3 without just cause or excuse has been absent for a period of three (3) months from meetings of the Executive Committee held during that period and no prior permission for such absence have been obtained from the Executive Committee.

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IX. ELECTION OF MEMBERS OF EXECUTIVE COMMITTEE

40. Nomination and Election

The offices or members of the Executive Committee shall be elected and appointed every two (2) years at the Annual General Meeting by a simple majority vote in either one of the following manners, namely, "Election to Office" or "Election to Committee":-

Election to Office

40.1 All candidates for election to a specified office or position set out under Clause 32.1 hereof must fulfill the following requirements:-

40.1.1 she must be an Ordinary Member or a Life Member of the Association;

40.1.2 she must be nominated as a candidate by one (1) member (Ordinary or Life),
Honorary President or Patron of the Association;

40.1.3 her nomination must be seconded by at least two (2) members (Ordinary or
Life) of the Association; and

40.1.4 she must have indicated her consent to accept the office or position if
elected.

40.2 The offices and positions set out under Clause 32.1 hereof shall be elected by ballot or a show of hands by the Ordinary Members and Life Members of the Association present in person at the Annual General Meeting.

Election to Committee

40.3 All candidates for election to be members of the Executive Committee must fulfill the following requirements:-

40.3.1 she must be an Ordinary Member or a Life Member of the Association;

40.3.2 she must be nominated as a candidate by one (1) member (Ordinary or Life),
Honorary President or Patron of the Association;

40.3.3 her nomination must be seconded by at least two (2) members (Ordinary or
Life) of the Association; and

40.3.4 she must have indicated her consent to be a member of the Executive Committee if elected.

40.4 In the absence of any objection to the appointment from any members who are present in person at the Annual General Meeting and entitled to vote thereat, the candidates shall be appointed as members of the Executive Committee.

40.5 Within 14 days after the appointment pursuant to Clause 40.4 hereof, the new members of the Executive Committee shall meet and elect amongst themselves for the purpose of assigning the specified offices and positions set out in Clause 32.1 hereof to the new members. All nominations for a specified office or position must have given their consent to accept the same if elected.

General

40.6 All candidates for election must be present in person at the meetings for elections or have indicated in writing their willingness to accept their respective offices or positions if elected.

40.7 All nominators and seconds must be present in person at the meetings for elections or must reduce their nominations and secondings in writing.

40.8 For the avoidance of doubt, subject to Clauses 26.2 and 40.9 hereof, every member of the Association who is present in person at the meetings for election and entitled to vote shall have one (1) vote.

40.9 No member of the Association is entitled to exercise her voting rights in any election for which she stands as a candidate.

40.10 The outgoing office-bearers shall hand over their respective offices to the new office-bearers within 10 days after election, and shall, if necessary, render full assistance to the new office-bearers over matters that happen during their term of office.

XI. ELECTION OF ALUMNI MANAGER

41. Nomination and Election

The office or position of the Alumni Manager as prescribed by the Education Ordinance (Chapter 279 of the laws of Hong Kong) shall be elected and appointed at the Annual General Meeting once per year by a simple majority vote in the following manners:-

- 41.1 All candidates for election to the office or position of the Alumni Manager must fulfill the following requirements:-
- 41.1.1 she has fulfilled all requirements for acting as an Alumni Manager as prescribed by the Education Ordinance;
 - 41.1.2 she must be an Ordinary Member or a Life Member of the Association;
 - 41.1.3 she must be a graduate of HTC;
 - 41.1.4 she must be nominated as a candidate by two (2) members (Ordinary or Life) of the Association;
 - 41.1.5 her nomination must be seconded by at least three (3) members (Ordinary or Life) of the Association;
 - 41.1.6 she does not have any personal interest in the affairs, business and operations of HTC in that she is not connected with any current student or serving staff of HTC. For the avoidance of doubt, a student or serving staff is connected with a candidate if he/she is a child, grandchild, parent, grandparent, brother, sister or spouse or any person living with the candidate as her partner; and
 - 41.1.7 she must have indicated her consent to accept the office or position if elected.
- 41.2 The office or position of the Alumni Manager shall be elected by ballot or a show of hands by the Ordinary Members and Life Members of the Association present in person at the Annual General Meeting.
- 41.3 In the case of an equality of votes amongst candidates having the greatest number of votes, the office or position of the Alumni Manager shall then be elected by drawing lots from these candidates by the chairman of the meeting.
- 41.4 All candidates for election must be present in person at the meetings for elections or have indicated in writing their willingness to accept the office or position if elected.
- 41.5 All nominators and seconds must be present in person at the meetings for elections or must reduce their nominations and secondings in writing.

- 41.6 For the avoidance of doubt, subject to Clauses 26.2 and 41.7 hereof, every member of the Association who is present in person at the meetings for election and entitled to vote shall have one (1) vote.
- 41.7 No member of the Association is entitled to exercise her voting rights in any election for which she stands as a candidate.
- 41.8 Subject to Clause 42 hereof, an Alumni Manager shall hold office from September of the year of election for twelve (12) calendar months.
- 41.9 Retiring Alumni Manager or past Alumni Manager shall be eligible for re-election as the Alumni Manager subject to a maximum aggregate period of 6 years for each individual, whether the terms of service be consecutive or otherwise.

42. Vacation of Office / Disqualification of Alumni Managers

- 42.1 The office of Alumni Manager shall be vacated and an Alumni Manager shall be disqualified from holding her office or position as the Alumni Manager if any of the following circumstances arises during the term of her office:-
- 42.1.1 Contravention of the Constitution or any resolution of the Association;
- 42.1.2 Contravention of any rules or regulations enacted pursuant to Clause 33.4 hereof;
- 42.1.3 Conviction of any criminal offence involving dishonesty by any court of competent jurisdiction;
- 42.1.4 Resignation of her office by giving a written notice to that effect to the Association;
- 42.1.5 A conflict of interest or a possible conflict of interest has arisen in that she has become connected with any current student or serving staff of HTC; or
- 42.1.6 She is otherwise found unfit and inappropriate to act as the Alumni Manager of the Association.
- 42.2 In the event that any vacancy shall occur in the office of Alumni Manager by reason of the matters set out under Clause 42.1 hereof, the Executive Committee shall have the power to appoint person as they deem fit and proper from the Ordinary Members or the Life Members of the Association who has fulfilled the requirements for acting as an Alumni Manager as prescribed by the Education

Ordinance and is a graduate of HTC to fill the office or position so vacated until commencement of office of the next elected Alumni Manager.

- 42.3 Notice of the disqualification of the Alumni Manager and vacation of the office shall be sent to all members of the Association within fourteen (14) days after disqualification.
- 42.4 Any Alumni Manager being disqualified pursuant to Clause 42.1 hereof may, within 7 days after notification of her disqualification, request the Executive Committee in writing to convene an Extraordinary General Meeting to re-consider and decide on the resolution for her disqualification by a majority of not less than three-fourths (3/4) of the members present in person at the meeting and entitled to vote thereat, and an Extraordinary General Meeting shall be convened by the Executive Committee for that purpose.
- 42.5 At the Extraordinary General Meeting convened pursuant to Clause 42.4 hereof, the Alumni Manager being disqualified shall have the right to be heard on the matter(s) leading to her disqualification.