

# **The Past Students' Association of St. Mary's Canossian College and St. Mary's Canossian School**

## **Constitution**

*(Amended in accordance with the decision made at the SMPSA  
Extraordinary General Meeting on 22 June 2013)*

1. The past students of St. Mary's Canossian College and St. Mary's Canossian School shall form an association which shall be known as the "The Past Students' Association of St. Mary's Canossian College and St. Mary's Canossian School" (long form), or "St. Mary's Past Students' Association" (short form) (hereinafter referred to as the "**Association**").
2. The Association's address shall be:  
  
c/o St. Mary's Canossian College  
162 Austin Road  
Kowloon  
Hong Kong
3. The objectives of the Association are:
  - 3.1 To cultivate and promote friendship among past students of St. Mary's Canossian College (hereinafter referred to as the "**College**") and St. Mary's Canossian School (hereinafter referred to as the "**School**").
  - 3.2 To foster and promote close relationship and better understanding between past and current students of the College and the School.
  - 3.3 To promote and provide recreational, social, educational and cultural activities and pastimes for members of the Association.

- 3.4 To organize programmes and activities in support or for the benefit of the College and/or the School.
- 3.5 To grant scholarships and prizes for the benefit of the College and/or the School.
- 3.6 To organize charitable activities for any other cause considered sufficiently worthy by the Association.
- 3.7 To carry out all such other lawful activities, including raising funds and accepting gifts and donations, for the purpose of achieving all or any of the above objectives.
- 3.8 To arrange for the election of the Alumni Managers for the College and the School.

#### 4. Membership

The Association shall have two types of members (hereinafter referred to as “**Members**”) as follows:

- 4.1 Life Member – Any person who has been a student of the College or the School, and has paid the membership fee, may become a Life Member.
- 4.2 Associate Member – Any full-time staff, past or present, who has served the College or the School for not less than one academic year, may become an Associate Member.

#### 5. Members’ Rights and Privileges

5.1 Each Life Member shall be entitled to:

- (a) receive newsletters and notices, propose agenda items and attend the Annual General Meeting or Extraordinary General Meeting;

- (b) form quorum and have one vote at the Annual General Meeting or Extraordinary General Meeting upon reaching the age of eighteen (18) years old; and
- (c) participate in the activities of the Association at a fee to be determined by the Council(s) (as defined in clause 8) or the Executive Committee (as defined in clause 9).

5.2 Any Life member who is a past student of the College shall be entitled to:

- (a) elect and be elected to the Council (College) upon reaching the age of eighteen (18) years old; and
- (b) nominate and second candidates for the Council (College) upon reaching the age of eighteen (18) years old.

5.3 Any Life Member who is a past student of the School shall be entitled to:

- (a) elect and be elected to the Council (School) upon reaching the age of eighteen (18) years old; and
- (b) nominate and second candidates for the Council (School) upon reaching the age of eighteen (18) years old.

5.4 Each Associate Member shall be entitled to participate in the activities organized by the Association at a fee to be determined by the Council(s) or the Executive Committee.

## 6. Members' Obligations

6.1 All Members are obliged to abide by this Constitution and all resolutions of the Association.

6.2 All Members are obliged not to carry out acts that may embarrass, defame or cause disrespect to the Association, the College or the School, or bring the Association, the College or the School into disrepute.

6.3 The Association may, through a resolution at any Annual General Meeting or any Extraordinary General Meeting, expel a Member from the Association if he/she has contravened clause 6.1 or 6.2 above.

## 7. Patron

7.1 The principal of the College and the headmistress/headmaster of the School from time to time shall, ipso facto, be the Patrons of the Association.

7.2 The Patrons shall provide input to the Association in regard to policies, developments or other matters of the College and the School; facilitate communication between the Association and the College or the School; as well as give advice and comments to the Association on the latter's deliberations.

7.3 The Patrons may appoint members of the teaching staff of the College and the School to be teacher liaison officers. The maximum number of such teacher liaison officers shall be two (2) for the College and two (2) for the School.

7.4 The principal of the College may appoint one of the teacher liaison officers appointed pursuant to clause 7.3 to attend the Council (College) meetings. The headmistress/headmaster of the School may appoint one of the teacher liaison officers appointed pursuant to clause 7.3 to attend the Council (School) meetings.

## 8. The Councils

8.1 The Association shall have two (2) Councils, one being the Council (College) and the other being the Council (School).

8.2 The Council (College) shall comprise not more than nine (9)

members.

8.3 The Council (School) shall comprise not more than six (6) members.

8.4 All members of the Councils shall serve without remuneration.

8.5 The term of office of the Councils shall be two (2) years.

8.6 Only life members who are the alumni of the College may elect or become office-bearers of the Council (College), and only life members who are the alumni of the School may elect or become office-bearers of the Council (School).

8.7 Nominations for election into the Councils shall be submitted in writing to the Secretary not less than seven (7) calendar days before the Annual General Meeting.

8.8 The alumni status of all nominees running for the Councils shall be validated by the College and the School before the Annual General Meeting.

8.9 Life Members that are eighteen (18) years of age or over on the date of the nomination shall be eligible to stand for elections into the Councils, in accordance with the eligibility requirements stipulated in clauses 5.2 and 5.3 above.

## 9. The Executive Committee

9.1 The Council (College), together with the Council (School), shall ipso facto become the Executive Committee, which will manage all affairs of the Association.

9.2 The Executive Committee shall comprise a Chairperson, two (2) Vice-Chairpersons, one (1) Secretary, one (1) Treasurer, one (1) Legal Secretary, two (2) Publication Secretaries, one

(1) Social Convenor, one (1) Membership Secretary and a maximum of five (5) Executive Committee members.

- 9.3 The Chairperson of the Executive Committee shall automatically be the Chairperson of the Association.
- 9.4 The Executive Committee shall meet at least three (3) times a year.
- 9.5 Five (5) members of the Executive Committee shall constitute a quorum for any meeting of the Executive Committee.
- 9.6 The Executive Committee may form sub-committees or ad hoc committees to carry out one or more specific tasks that are conducive to meeting the objectives of the Association as set out in this Constitution.
- 9.7 The Executive Committee may co-opt Members to its sub-committees or ad hoc committees.
- 9.8 The Executive Committee may nominate any Members to represent the Association in any committees of the College or the School, any other committees, advisory bodies or organizations, provided that participation in those committees, advisory bodies or other organizations would be conducive to meeting the objectives of the Association as set out in this Constitution.
- 9.9 The Executive Committee shall pass resolutions by a simple majority of those attending and voting at any Executive Committee meeting. In the event of an equality of votes, the Chairperson shall have a casting vote.
- 9.10 The Executive Committee shall keep proper minutes of its meetings.

## 10. Annual General Meeting

- 10.1 The Association shall hold an annual general meeting of its Members preferably between 1 January and 31 March at such venue as the Executive Committee shall determine (hereinafter referred to as the “Annual General Meeting”).
- 10.2 The Executive Committee shall send written notice and agenda of any Annual General Meeting to all Members by mail, or facsimile, or email or other means at least fourteen (14) calendar days prior to the Meeting.
- 10.3 The following businesses shall be conducted at each Annual General Meeting:
- (a) To adopt the minutes of the last Annual General Meeting;
  - (b) To receive the Executive Committee’s Annual Report;
  - (c) To receive the Annual Statement of Accounts for the last fiscal year duly approved by the Executive Committee;
  - (d) To consider proposals from the Executive Committee in relation to the investment strategy of the Association; and
  - (e) To conduct any other business.
- 10.4 Twenty (20) Members shall form a quorum for any Annual General Meeting.
- 10.5 The Chairperson of the Association shall take up the chairmanship of an Annual General Meeting. In case the Chairperson is not able to attend the Annual General Meeting, either one of the Vice-Chairpersons shall take up the chairmanship of such meeting.
- 10.6 All resolutions of any Annual General Meeting shall be

passed by a simple majority of the Members present and voting at the Annual General Meeting.

- 10.7 Every Member present at the Annual General Meeting and eligible to vote shall be entitled to one (1) vote. In the event of an equality of votes, the Chairperson shall have a casting vote.
- 10.8 Any other business may be conducted at the Annual General Meeting if at least ten (10) Members serve a written notice with details of such business to the Executive Committee no less than five (5) calendar days prior to the meeting.
- 10.9 A Member who is unable to attend the Annual General Meeting may, through signing a proxy form prior to the Meeting, authorize another Member to be her proxy to attend and vote at the Annual General Meeting.

## 11. Extraordinary General Meeting

- 11.1 The Executive Committee may, at any time convene an extraordinary general meeting of the Association (hereinafter referred to as the “Extraordinary General Meeting”).
- 11.2 Without prejudice to clause 11.1, the Executive Committee shall, upon receipt of a request in writing by not less than ten (10) Members, convene an Extraordinary General Meeting, within thirty (30) days from the date of receipt of the request.
- 11.3 In the event of the Executive Committee failing to convene the Annual General Meeting as set out in clause 10 above, or an Extraordinary General Meeting notwithstanding its receipt of such a request from not less than ten (10) Members as set out in clause 11.2 above, twenty (20) Members may, with the written consent of the two Patrons,

convene an Extraordinary General Meeting.

- 11.4 An Extraordinary General Meeting may be held for one or more of the following purposes:
- (a) to consider, sanction or deal with any proposed alterations or revisions to the Constitution;
  - (b) to deal with any matters raised by the Executive Committee;
  - (c) to consider any proposal for the expulsion of a Member;
  - (d) to remove any Member from the Council(s);
  - (e) to fill any vacant seats of the Council(s); or
  - (f) to deal with any other matters deemed urgent and necessary.
- 11.5 Notice convening an Extraordinary General Meeting shall be sent to Members no less than five (5) calendar days before such Meeting and shall specify the date, time and place of such Meeting and the purpose for which such Meeting is convened.
- 11.6 Twenty (20) Members shall form a quorum for any Extraordinary General Meeting.
- 11.7 The Chairperson of the Association shall take up the chairmanship of the Extraordinary General Meeting. In case the Chairperson is not able to attend the Extraordinary General Meeting, either one of the Vice-Chairpersons shall take up the chairmanship of such meeting. In an Extraordinary General Meeting convened under clause 11.3, the Members present at the meeting shall elect a Member to take up the chairmanship of the meeting.
- 11.8 All resolutions shall be passed by a simple majority of the members present and voting at any Extraordinary General Meeting.

11.9 Every Member eligible to vote shall be entitled to one (1) vote at any Extraordinary General Meeting. In the event of an equality of votes, the Chairperson shall have a casting vote.

11.10 A Member who is unable to attend the Extraordinary General Meeting may, through signing a proxy form prior to the Meeting, authorize another Member to be her proxy to attend and vote at the Extraordinary General Meeting.

## 12. Financial Management

12.1 The Financial Year of the Association shall be from 1 September of each year to 31 August of the following year.

12.2 The income of the Association, however derived, shall be applied solely towards the objectives of the Association as set out in this Constitution.

12.3 All expenditure and payments from the Association's accounts shall be approved by at least two (2) Members of the Executive Committee.

12.4 The Executive Committee shall determine the four signatories for the Association's cheques and accounts.

12.5 All payments exceeding HK\$100 or its equivalent shall be paid by crossed cheques signed by any two of the four signatories.

12.6 The Executive Committee shall keep proper accounts in respect of:

- (a) all monies received and spent by the Association and the matters in respect of which such receipts and expenditure take place; and
- (b) the assets and liabilities of the Association.

- 12.7 The Executive Committee shall approve the Annual Statement of Accounts prepared by the Treasurer as required by clause 10.3(c).
- 12.8 The Executive Committee shall decide whether there needs to be an investment strategy, and if so, the details of such an investment strategy or the appointment of investment advisers to advise on such an investment strategy.

### 13. Amendments to the Constitution

- 13.1 Notice of proposed amendments to the Constitution shall be given to the Executive Committee in writing and shall be signed by not less than five (5) Members.
- 13.2 Amendments to the Constitution shall be passed only at an Annual General Meeting or at an Extraordinary General Meeting. Amendments in relation to the Regulations for the Election of the Alumni Manager shall be processed in accordance with the Constitution of the Incorporated Management Committee of the College or the School.
- 13.3 Upon receiving notice of the proposed amendment of the Constitution, the Secretary shall give notice to all Members at least five (5) calendar days before the relevant meeting.
- 13.4 No amendment to the Constitution shall be valid unless passed by a two-third majority of all those present and voting at the relevant meeting.

### 14. Dissolution

- 14.1 The Association shall not be dissolved except with the consent of a two-third majority of its Life Members.

14.2 The dissolution of the Association must secure the written consent of the Patrons of the Association.

14.3 In the event of the Association being dissolved, any balance remaining to the credit of the Association after providing for outstanding liabilities shall be donated to the College and the School in equal shares.

## 15. Fees

15.1 The Executive Committee shall determine the level of membership fees payable by a Life Member.

## 16. Alumni Manager

16.1 In accordance with section 40AP of the Education Ordinance, the Association may under clause 3.8 and through election, nominate one (1) person from amongst all past students of St. Mary's Canossian College for registration as Alumni Manager of the College, and one (1) person from amongst all past students of St. Mary's Canossian School for registration as Alumni Manager of the School.

16.2 The system of election held for the purpose of making nomination under clause 16.1 shall be fair and transparent.

16.3 If no person is nominated under clause 16.1, the relevant Incorporated Management Committee may nominate an alumna / alumnus of the College or the School for registration as Alumni Manager of the College or the School, as the case may be.

- END -