

ST. FRANCIS' CANOSSIAN COLLEGE
PAST STUDENTS' ASSOCIATION

CONSTITUTION

Chapter I – General Stipulations

1. Name The Name of the Association shall be “St. Francis’ Canossian College Past Students’ Association” (hereafter refer to as the PSA).
2. Address c/o St. Francis’ Canossian College, 9-13 Kennedy Road, Hong Kong.
3. Objectives The aims of the Association are:
 - a. to promote friendship and co-operation among past students of St. Francis’ Canossian College (hereafter refer to as the SFCC), and a closer link between these past students and the College itself;
 - b. to organize charitable works or other undertakings for the benefit of SFCC or any other cause considered worthy by the PSA; and
 - c. to foster activities of a social, cultural, educational, civic or religious nature in the interests of the members of the PSA and of the community at large.

Chapter II – Membership

4. Membership
 - A. Ordinary membership
 - (i) Any past student of SFCC who has completed S5, S6 or S7 (formerly known as Form V, Form VI or Form VII) in this College will become an Ordinary member upon payment of registration fee which is determined by the Chairman of PSA and approval by the Committee.

- (ii) Any student who leaves SFCC before completion of S.5, 6, or 7 (formerly known as Form V, VI or VII) due to legitimate reasons, except under school expulsion, will become an Ordinary member upon payment of registration fee and approval by the Committee.

B. Premium membership

- (i) Any alumni member of SFCC eligible for ordinary membership may apply to be admitted as Premium member upon payment of a one-off life membership fee which is determined by the Chairman of PSA. Her Premium membership will be confirmed upon being approved by the Committee.

5. Fees

The Committee will determine the respective amount of registration fee and membership fee of ordinary membership and premium membership on a biennial basis.

6. Members' Rights and Privileges

A. Premium members and Ordinary members shall have the right:

- (i) to elect and be elected;
- (ii) to propose, vote and recall office-bearers from office; and
- (iii) to participate in all activities sponsored by Association as stipulated under the objectives of the Constitution.

B. Premium members shall have the priority in joining activities organized by PSA.

7. Obligations

A. Every member shall uphold the PSA Constitution.

- B. Every member shall pay registration fee to be Ordinary member or membership fee to be Premium member as determined by the Committee.
- C. Every member shall update PSA in written notice if their correspondence address, e-mail address or contact phone numbers have been changed. Before the Committee received such changes, it is assumed that members have received all correspondence from PSA.

8. Patrons and Honorary Vice-Presidents

The Committee may invite members or non-members to be patrons or Honorary Vice-Presidents of the Association from year to year. If a non-member is invited to be the above, he or she shall have no right to vote or be voted for.

CHAPTER III – Organization

9. Organization

The supreme authority of the Association shall rest in the General Meeting during the recess of which the Committee shall be the supreme executive body.

- A. The Committee shall be composed of at least 6 but not more than 15 Committee Members who are elected from among the Premium Members and Ordinary Members at the general meeting held in the election year. The Committee Members shall elect from among themselves a Chairman, a Vice-Chairman, a Hon. Secretary, a Hon. Treasurer, a Publication Secretary, a Program Secretary and other directors.
- B. The Headmistress of SFCC currently in office shall be the President and the Hon. Auditor, ex-officio of the Association. She shall not be required to pay any membership fee.
- C. The immediate outgoing Chairman shall be a member of the newly elected Committee, ex-officio, for one term of office.
- D. All office-bearers of the Association shall serve without remuneration. Their term of office shall be two years or until the following election at Biennial General Meeting of the PSA.

- E. The Committee Members who retired from office are eligible for re-election to hold the same post or other posts. However, no Committee Members shall hold the post of Chairman for more than 2 consecutive terms and no Committee Members shall hold post other than Chairman for more than 3 consecutive terms.

10. Vacancy of the Committee

- A. The office of a member of the Committee shall be vacated if that member:
 - (i) ceases to be a member in good standing, infringes the PSA Constitution or resolute or uses the PSA's name in corruptive acts and thereby impairing its good reputation;
 - (ii) is absent from three consecutive meetings of the Committee without the consent of the Committee;
 - (iii) dies, or is found to be unsound mind: or
 - (iv) by notice in writing to the Committee resigns her office, in which event she shall be vacated upon acceptance by the Committee.
- B. If any Committee member vacates her office, the Committee may appoint any Premium Member or Ordinary Member to fill any vacancy occurring until the next Biennial General Meeting of the PSA.

11. Functions and Powers of the Committee

- A. To enforce resolutions adopted at the General and Extraordinary General Meetings.
- B. To prepare the budget.
- C. To decide the time and place for the General and Extraordinary General Meeting.
- D. To propose amendments to the Constitutions, if necessary. However, any amendments of the constitution of the PSA must be submitted to the General Meeting for adoption.
- E. The Committee may do all things that they may consider conducive to the interests of good management of the PSA or the promotion of its objective

including the making and subsequent variation of regulations and Constitution.

- F. The Committee shall, subject to the control of the General Meetings (but not so as to render invalid any act done by the Committee before the resolution of a General Meeting) govern all the business and affairs of the PSA, exercise all the powers, authorities and discretion of the PSA, obtain all such concessions, grants and legislative acts and discretion of the PSA, obtain all such concessions, grants and legislative acts and authorizations from any government or authority, enter into such contracts and to do all such things as may be necessary for carrying on the business of the PSA, except are expressly directed to be exercised by General Meetings, and without in any way prejudicing or limiting the extent of such general powers.
- G. Committee Meetings shall be held once every quarter of a year and whenever the Chairman deems it necessary.
- H. With the endorsement of the President, an honorary advisor can be appointed to provide advice to the Committee on specific or general issues as and when required. The honorary advisor must be a Premium Member or Ordinary Member and each term of service shall last for one year subject to review or renewal from year to year.

12. Functions and Powers of the Committee Members

- A. The President is the Chief Officer and shall supervise the other officers in the execution of their duties.
- B. The Chairman shall represent the PSA to conduct all its affairs and preside at all meetings.
- C. The Vice-Chairman shall assist the Chairman in undertaking the affairs of the PSA and carry out the duties of the Chairman during her absence.
- D. The Hon. Secretary shall conduct the correspondence, issue notices of meetings and keep minutes of all meetings.
- E. The Hon. Auditor shall audit the final financial statement of the PSA.

- F. All payments must be jointly signed by the Chairman or the Vice-Chairman during the Chairman's absence and the Hon. Treasurer.
- G. Publication Secretary shall be responsible for all publication for the PSA including press release, posters, printing and other public relations.
- H. Programme Secretary and Programme Director shall be responsible for planning and executing all programmes approved by the Committee.

CHAPTER IV – Meeting of Members

- 13. General Meetings shall be held at the time and place, in Hong Kong, that the Committee decides. Elections shall take place on a biennial basis at a General Meeting.
 - A. Notice of a general meeting shall be provided, by mail, e-mail, by posting notice on the official web-site of PSA, or by hand, at least fourteen days prior to the meeting, specifying the place, date and time of the meeting, and in case of special business, the general nature of that business.
 - B. The accidental omission to give notice of a meeting to, or the non-receipt of a notice by, any of the members entitled to receive notice, does not invalidate proceedings at that meeting.
- 14. Functions and Powers of the General Meeting
 - A. To adopt the minutes of the previous General Meeting or Biennial General Meeting.
 - B. To pass amendments to the Constitution of the PSA.
 - C. To review and adopt the Committee's report.
 - D. To consider and adopt the progress and financial reports of the PSA and the auditor report, if any.
 - E. To decide on any innovation which the Association may require and the recall of derelict office bearers.

F. To elect Committee Members (only at the Biennial General Meeting).

15. Quorum and Motions

A. A quorum is the presence of at least 30 members. If within 30 minutes from the time appointed for a General Meeting, a quorum is not present, the meeting shall be automatically adjourned for half an hour at which adjournment any number of members present shall form a quorum.

B. Motions shall be carried by the approval of over half of the members present, in person or by proxy, who are entitled to vote. In case of an equality of votes, the Chairman shall have a casting or second vote in addition to the vote to which she may be entitled as a member.

16. Chairman at Meeting

A. The Chairman of the PSA must preside over all meetings. In case of absence, the Vice-Chairman shall act for her.

B. In case of absence of both the Chairman and the Vice-Chairman at a general meeting, one of the other Committee Members present shall preside as Chairman.

C. If all Committee Members present are unwilling to act as Chairman, the members present shall choose one of their members to be Chairman.

17. Election

Nomination shall be opened to all Premium Members and Ordinary Members present at the Biennial General Meeting. The names of the candidates, nominators and seconders must be clearly written.

18. Extraordinary General Meeting

An Extraordinary General Meeting may be held upon the request of over half of the Committee Members, or 10 Premium Members or Ordinary Members of the PSA who shall raise such a request in written form, bearing their signatures, to the

Chairman. Upon receipt, the Chairman shall cause the meeting to be held within 30 days. 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 shall be the same as for the General Meeting.

19. Voting at General Meeting

- A. One form of proxy shall be sent by the Committee to each member together with the Notice convening any General Meeting for use by such member for the purpose of authorizing another member to vote on her behalf at such General Meeting.
- B. The Committee shall determine the contents of the proxy form.
- C. Each member may only give one proxy form for any one meeting at which she wishes to be represented provided that such proxy form is duly signed by such member and her proxy holder is another member entitled to attend such meeting.
- D. A Member wishing to act as proxy holder for other members shall lodge all proxies held by her with any Committee members for verifying such proxies within 48 hours prior to the time of the Meeting as specified in the notice of meeting.

CHAPTER V – Alumni Manager Election

20. Nomination of Alumni Manager candidates

- A. One Alumni Manager is to be elected to represent alumni in the Incorporated Management Committee (“IMC”) of SFCC. All alumni of SFCC shall be eligible to be elected as the Alumni Manager of the Incorporated Management Committee (“IMC”) of SFCC provided that she meets the registration requirements of managers set out in section 30 of the Education Ordinance (Cap.279) and is not a serving teacher of SFCC. The term of service is for a period of 2 years commencing from the date of Alumni Manager Certificate issuance. In case the Alumni Manager cannot perform her duty during the term

of service, IMC will elect another alumni member to perform the role of the absent Alumni Manager for her remaining term of office.

- B. In this Constitution an alumnus means a person who has been a pupil of the school but is no longer such a pupil. This meaning is provided under section 40AP of the Education Ordinance (Cap. 279).
- C. The President of the Association will assign a responsible teacher as Returning Officer to monitor the nominations and supervise the issue of ballot papers and counting of votes. The Returning Officer must not be a candidate for the Alumni Manager election.

21. Election Procedures

- A. The election of the Alumni Manager shall be conducted at a General Meeting under one vote per voter system. Each registered voter is entitled to cast one vote only.
- B. The election procedures shall be determined by the Committee in consultation with the President of the Association and be carried out by the Returning Officer.
- C. The details of election procedures and guidelines shall be found in the Appendix of the Constitution.

22. Term of appointment of Alumni Manager

- A. In the event that:
 - No valid registration for election is received on or before the expiration of the registration period, the IMC will nominate an alumni who satisfies the above-mentioned eligibility requirements to become the Alumni Manager; or

- if only one valid registration for election is received on or before the expiration of the registration period, that candidate will automatically be elected as the Alumni Manager.
- B. The vacancy of Alumni Manager to be filled in the IMC is determined in accordance with the constitution of the IMC.
- C. The elected Alumni Manager will serve a term of 2 years commencing from the date of Alumni Manager Certificate issuance.

CHAPTER VI – Financial Administration

23. The financial year runs from 1st April through 31st March of the following year.
24. Any payment of HK\$2,000.00 or above must be approved by the Committee.
25. The income and property of the Association shall be applied solely towards the promotion of its objectives as set forth in the Constitution of the Association and no portion thereof shall be paid or transferred directly by way of dividend, bonus or otherwise howsoever by way of profit, to members of the Association.
26. All fees paid and donation made to the Association shall not be refundable to any member or Committee member who voluntarily withdraw or expel from the Association.
27. The Committee may invest all funds not immediately required for any purpose of the Association in foreign currency, bonds, securities, investments and may realize or vary such investments from time to time.
28. All debts of the Association must be the responsibility of all the Committee Members of the Association for the term in which the debts are incurred. Expenditure must be met by receipts from functions, donations received for any purpose specified by Association, interest/investment income from bank accounts and membership fees. However, funding from the premium membership fees received should be the last resort, as it should be used to generate interest/investment income. In case the circumstance of using premium membership fees does occur, not more than one-fifth of the total premium membership fees are allowed to be drawn to meet the expenditure in each term.

29. In case of dissolution of the Association, all surplus fund of the PSA shall be donated to SFCC.

CHAPTER VII – Winding Up

30. In the event that the Association should dissolve, the decision shall be made at the Biennial General or Extraordinary Meeting and assented to be at least 50% of the total attendants of the Biennial General or Extraordinary Meeting.

CHAPTER VIII – Appendix

31. The above-amended constitution had been approved and passed at the Bi-annual General Meeting on 20 October 2012 held right before the Annual Dinner 2012 at Royale Cuisine, 7/F, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong.