

**Amended**

**CONSTITUTION**

(Adopted at the EGM on November 21, 2012)

**OF**

**THE UNIVERSITY OF HONG KONG**

**NURSING ALUMNI ASSOCIATION**

香港大學護理學校友會

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**NAME**

1. The name of the Association is “**THE UNIVERSITY OF HONG KONG – NURSING ALUMNI ASSOCIATION** 香港大學護理學校友會, hereinafter referred to as ‘the Association’.”

**MISSION**

2. While providing opportunities for alumni to maintain and build on their relationship with the University of Hong Kong School of Nursing (“School”), the mission and objects for which the Association is established are:
  - (a) To promote and enhance the ethical, academic and professional standards of its members regarding the nursing profession;
  - (b) To serve as a platform and resource for its members by providing organized support for individual and group endeavors which promote the professional and social bond and networking both within and outside of the Association.

## **MEMBERSHIP**

3. For the purpose of registration, the number of members of the Association is unlimited.
4. Members of the Association shall be divided into the following classes:-
  - (a) Active Members, who shall either be
    - i. Life Members – Any ordinary member who makes a single payment to the Association and is exempt from the annual payments of membership fee thereafter; or
    - ii. Ordinary Members – All graduates of the school upon payment of the requisite fees as determined by the Association from time to time.
  - (b) Student Members – All undergraduates of the School who are not required to pay any membership fee.

## **ADMISSION TO MEMBERSHIP**

5. Application for membership, regardless of the class, shall be made in writing to the Honorary Secretary with the duly completed membership application form.
6. Each membership application shall be considered by the Committee, which shall have full discretion for approval or rejection.
7. All new members with approved admission shall pay the appropriate Membership Fee as set out in clause 4 of this Constitution (the “Membership Fee”) on an annual basis.
8. Membership Fee for each class of membership shall be decided at a General Meeting as per the recommendation of the Committee (as defined herein below).
9. Admitted members shall abide the Constitution of the Association and shall be granted rights as stipulated in this Constitution.
10. Failure to pay the annual Membership Fee being due on the 1<sup>st</sup> April in each year

shall cause automatic withdrawal of membership.

### **THE COMMITTEE**

11. There shall be a Committee which shall be the executive body of the Association.
12. The Committee shall consist of a President, a Vice-President, an Honorary Secretary, an Honorary Treasurer, two Alumni Engagement Officers, an Academic Convenor, a Publication Convenor, an Internal Affairs Officer and an External Affairs Officer.
13. Roles and responsibilities of respective members of the Committee aforementioned are stipulated as follows:
  - (a) The President shall
    - i. direct and lead various offices under the Committee;
    - ii. conduct and make decisions in all affairs, aiming for the benefits of both the Committee and the Association;
    - iii. preside at all meetings of the Committee;
    - iv. sign all other documents as the President of the Association, save that in his/ her discretion he/ she may direct the Vice-President or the Honorary Secretary to sign on his/ her behalf; and
    - v. superintend in conjunction with the Vice-President, the Honorary Secretary and the Honorary Treasurer the general administration of any affairs of the Association and shall endeavor to secure the observance of the rules of the Association by all its members.
  - (b) The Vice-President shall
    - i. assist the President in conducting all affairs of the Association; and
    - ii. deputize for the President in his/ her leave or when he/ she has vacated his/ her post.

(c) The Honorary Secretary shall

- i. prepare agenda for all Committee meetings;
- ii. attend all Committee meetings and shall record the proceedings, provided in his/ her absence the President or the Vice-President may appoint a Secretary ad hoc from among its Committee members to perform such duties; and
- iii. keep an up-to-date membership register of the Association.

(d) The Honorary Treasurer shall

- i. hold responsible for the safety of all monies belonging to the Association and shall keep full and accurate accounts thereof;
- ii. attend to all financial matters, receipts and payments of the Association;
- iii. disburse funds under the order of the Association; and
- iv. prepare an up-to-date financial status of the Association in the form of an annual financial statement of accounts for audit and for presentation to the Annual General Meeting.

(e) The Alumni Engagement Officers shall

- i. attend to affairs related to the welfare of all members; and
- ii. plan and lead in all social activities organized for members of the Association.

(f) The Academic Convenor shall

- i. explore local and overseas conferences/ seminars and shall hold responsible for the dissemination of promotional messages/ reminders to members of the Association as appropriate; and
- ii. organize activities in enhancing the academic and professional standards for members of the Association.

(g) The Publication Convenor shall

- i. Take charge in printing, publishing and circulating among the members of the Association all circulars, newsletters, books and other papers;
- ii. be the Chief Editor of any official publications of the Association; and
- iii. hold responsible for the management of the Association's official website and all other publicity means for the Association.

(h) The Internal Affairs Officer shall

- i. hold responsible for enhancing members' understanding and awareness towards the news of the Association.

(i) The External Affairs Officer shall

- i. hold responsible for all external affairs including but not limited to the correspondence with the general public and networking with associations having objects similar in whole or in part to those of the Association.

14. The Committee SHALL NOT consist of more than FOUR members who are officers, teachers or other staff members or service providers in receipt of any salary, stipend, fee or any other form of remunerations from the University or any of its subsidiaries or other legal entities in which the University has management control or majority equity stakes.

15. Any member of the Committee who is absent from THREE consecutive Committee meetings shall be deemed to relinquish his/ her Committee membership unless otherwise ruled by the Committee by 2/3 majority on application of that member.

16. Each member of the Committee shall hold office for a term of 2 years, commencing from the close of the meeting in which he/ she is elected, and is eligible for re-election on retirement for AT MOST two consecutive times.

17. Any member of the Committee shall not be personally liable for any acts performed in good faith or within the authority of the Committee nor shall he or she be personally liable for unintentional omission to do any acts provided that he or she verily believes that such acts or omission to do such acts is to the benefit of the Association.
18. The office of any member of the Committee shall be vacated, if the member
- (a) ceases to be a member of Association;
  - (b) is found lunatic or becomes of unsound mind;
  - (c) resigns his office by written notice to the Committee; or
  - (d) is decided by the Committee to have been invalidly elected.

### **VOTES**

19. Every Active Member shall have 1 vote. For sake of clarity, student members shall have no vote in the Association.
20. A register of the members of the Association kept by the Honorary Secretary shall be a conclusive evidence that any person whose name appears therein at the time of claiming to vote is entitled to a vote and that any person whose name does not appear therein is not so entitled. Any reference to 'members entitled to vote' in the Constitution and rules shall be construed accordingly.
21. Except for elections, votes may be given by members or by proxies. Where election of the Committee members is to take place by the time of Annual General Meeting, the instruments of proxy may contain the votes of the appointors on the candidates standing for the election. Whether or not an appointor has so cast his/her votes on the candidate cabinet(s) standing in the election, the appointor's proxy cannot cast the votes in the election on behalf of the appointor.

## **ELECTION**

22. ALL elections shall be by ballot.
23. Except the very first Committee, all subsequent Committee members shall be elected from Active Members who are willing to serve.
24. One month before holding the Annual General Meeting for each year, the Committee shall send to all Active Members the names of the Committee then serving together with a list of candidate cabinet(s) with names for election. All ballots shall be returned to the Secretary of the Association not later than the date on which the Annual General Meeting for that year is held.
25. The Committee shall at the Annual General Meeting count the ballots so returned and the candidate cabinet with the largest number of votes shall be the newly elected Committee. In the case of two or more candidate cabinets obtaining an equality of votes, the candidate cabinet to be elected shall be determined by voting amongst members present at the Annual General Meeting.
26. At the first meeting of the newly elected Committee, the respective offices shall be elected from or assigned by the President among the Committee members. All members of the Association shall be notified of the new office-bearers by mail or else means of publicity. Retiring Committee members shall hand over their offices within 21 days after the Annual General Meeting in which the new Committee is elected.
27. In any cases, causal vacancy occurring in the Committee may be filled up functionally, for the rest of Term, by another member of the Committee as per the President's appointment. Whenever the number of such vacancies exceeds one-third of all the Committee members, the Committee shall be instantly dismissed with the Election process deployed within 10 calendar days.

## **HONORARY ADVISERS**

The Committee shall have the power of inviting the Head of School of Nursing, HKU, and any other persons of distinction in the School to be Honorary Advisers of the Association.

## **GENERAL MEETINGS**

28. A general meeting shall be held in every calendar year at such time and place as may be prescribed by the Association in General Meeting and/or the Committee.
29. The above-mentioned General Meeting shall be named “Annual General Meeting” and other General Meetings shall be named “Extraordinary Meeting”.

## **NOTICE**

30. Twenty-one days notice at the least of all general meetings (exclusive of the day on which the notice is served or deemed to be served, but inclusive of the day for which notice is given) specifying the place, the day and the hour of meeting and the business (including special business) to be conducted at the meeting shall be given to all members entitled to vote by:
- (a) post to last known address as appeared in the Association record;
  - (b) electronic mail to electronic mail address as appeared in the Association record;
  - (c) an advertisement placed in the HKU School of Nursing Newsletter; and/or
  - (d) further or alternatively, the Association website.

## **PROCEEDINGS AT GENERAL MEETINGS**

31. The special business to be transacted at general meetings shall include the presentation of an financial report of the preceding fiscal year.
32. The ordinary business to be done at an annual general meeting shall be as follows:



- (a) to confirm the minutes of the previous annual general meeting and any extraordinary meeting held since the previous annual general meeting;
  - (b) to receive and consider the report of the Committee and the financial report for the preceding financial year; and
  - (c) to confirm a president of the Association nominated by the committee.
33. No business shall be transacted at any general meeting unless a quorum is present at the time when the meeting proceeds to business.
34. Ten members entitled to vote in person or by proxies shall form a quorum.
35. Minutes of every general meeting shall be signed by the President or a person acting in his place which shall be conclusive evidence of the proceedings at such meeting.

#### **ALTERATION IN CONSTITUTION OF HKUNAA**

36. Any amendment of the Constitution shall be made in the general meeting or other general meeting, save by a resolution adopted by 50% of the ordinary members of the Association present at a general meeting.
37. One month notice of the intention to propose and move a resolution for the adoption of the new Constitution shall be given to the secretary, who shall forthwith notify the Committee and send a copy of such notice by electronic mail to each member of the Association at the electronic address of each member appearing in the Association record.