



**Senior
Staff
Alumni
Association**



Constitution

of

Senior Staff Alumni Association

高級公務員同學會

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of
Senior Staff Alumni Association

1 st amendment at EGM-1 on 23. 3.1986
2 nd amendment at EGM-2 on 5. 6.1987
3 rd amendment at EGM-3 on 23.10.1989
4 th amendment at EGM-5 on 31. 7.1991
5 th amendment at EGM-6 on 14.11.1991
6 th amendment at AGM-13 on 25. 9.1997
7 th amendment at AGM-17 on 30. 5.2002

TITLE

1. The name of the Association is "Senior Staff Alumni Association" and here-in after called "SSAA". The name in Chinese is "高級公務員同學會"

DEFINITIONS

2. In these rules, unless there be something in the subject or context inconsistent therewith : -

"Association"	means SSAA
"Members"	means members of SSAA
"Council"	means the Council of SSAA for the time being constituted under these rules.
"Government"	means the Government of the Hong Kong Special Administrative Region
"Graduates"	means graduates of the Senior Staff Course, the Senior Staff Development Programme and the Leadership in Public Sector Programme (Amended AGM of 2002)

REGISTERED ADDRESS

3. The registered address of the Association shall be 5/F., North Point Government Offices, 333, Java Road, Hong Kong.

OBJECTS

4. The objects of the Association are as follows : -
 - (1) To foster understanding and friendship among graduates.
 - (2) To maintain graduates' awareness in the on-going development changes of Hong Kong.
 - (3) To promote graduates' interest in International affairs.
 - (4) To update graduates' knowledge on administration / management skills.
 - (5) To undertake, promote, sponsor, maintain, execute, manage and carry into effect educational, cultural and charitable activities or projects.
 - (6) To undertake, execute and manage any fund-raising programmes for the aforesaid projects.
 - (7) To make charitable donations, guarantee money for charitable causes and generally to disburse the charitable funds of the Company in Hong Kong or elsewhere for charitable purposes.
 - (8) To do all such other lawful things as are incidental or conducive to the attainment of the objects or any of them.

MEMBERSHIP

5. Membership is open to all Graduates.
6. Where any qualified person desires to be admitted to membership of the Association, he must sign and deliver to the Secretary of the Association an application for admission in such terms as the Council shall require.
7. The annual subscription payable by a members shall be the sum of HK\$100 or any other sum decided on by any general meeting. All annual subscription shall become due and payable in advance on the 1st day of April in each year, the financial year of the Association being the first day of April of each year to the 31st day of March of the following year. Notwithstanding the aforesaid, Graduates whose date of joining is after the 1st day of October and before the 31st day of March of the following year needs only pay half of the current annual subscription for the financial year embracing their date of joining. They shall, however, pay the full annual subscription thereafter.
8. Alternatively, members or graduates may elect to pay a life subscription of HK\$500, or any other sum decided by any general meeting, and be exempt from payment of any further annual subscription.
9. Every member shall be entitled to all the rights and privileges and be subject to all the duties and obligations of a member of the Association, including the right to be elected a member of the Council and to attend and vote at any general meeting of the Association. Provided that any member whose subscription has been unpaid by the first day of July in any year shall cease ipso facto to be a member of the Association but he may be reinstated at the discretion of the Council on payment of all arrears.
10. Any member wishing to resign from the Association shall give one month's notice in writing of the intention to do so and send it to the Secretary. Upon expiration of such notice he shall cease to be a member.

**ANNUAL GENERAL MEETING AND
EXTRAORDINARY GENERAL MEETING**

11. The Association shall in each year hold a general meeting as its annual general meeting in addition to any other meetings in that year, and shall specify the meeting as such in the notices calling it, and not more than 15 months shall elapse between the date of one annual general meeting and the next. The annual general meetings shall be held at such time and place as the Council shall appoint. All other general meetings shall be called extraordinary general meetings.

12. The Council may, whenever it thinks fit, and it shall upon a requisition in writing by any fifteen or more members addressed to the Secretary convene an extraordinary general meeting. If the Council does not within 21 days after the receipt of the said requisition proceed duly to convene any such meeting, the members making the requisition may themselves convene an extraordinary general meeting. Any requisition made by the members shall express the object or objects of the meeting proposed to be called and shall be sent to the registered address of the Association.
13. At least twenty-one days before every meeting notice thereof specifying the place, the day, and the hour of the meeting, and in case of special business the general nature of such business shall be given to the members hereinafter mentioned, or in such other manner, but the accidental omission to give such notice to or the non-receipt of such notice by any member shall not invalidate the proceedings at any general meeting.
14. All business shall be deemed special that is transacted at any extraordinary general meeting, and all that is transacted at any annual general meeting, with the exception of the accounts, balance sheet, and the report of the Auditors thereon, and the annual report of the Council, the election of members of the Council in place of those retiring and the appointment of the Auditors.
15. No business shall be transacted at any general meeting, whether annual or extraordinary, unless a quorum of not less than ten members is present at any such meeting.
16. If within half an hour from the time appointed for the meeting a quorum is not present, the meeting if convened upon the requisition of members, shall be dissolved, in any other case, it shall stand adjourned to the same day in the following week, at the same time and place, and it at such adjourned meeting a quorum is not present, it shall be adjourned sine die.
17. The Chairman, or in his absence, the Vice-chairman of the Council, shall preside at every general meeting of the Association. If neither the Chairman nor the Vice-chairman of the Council is present within half an hour of the time appointed for holding the meeting the members present shall choose one of their members to be Chairman of such meeting.
18. The Chairman may with the consent of the meeting adjourn any meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

19. At any general meeting, a declaration by the Chairman that a resolution has been carried or lost, and an entry to that effect in the book of proceedings of the Association shall be conclusive evidence of the fact.
20. Every member who has paid his annual subscription as provided in these rules shall be entitled to attend and vote at all general meetings of the Association and every member shall be entitled to one vote. Votes may be given personally only and no votes shall be given by proxy. No person other than a member shall be entitled to be present or vote on any question at any meeting. In the case of an equality of votes the Chairman of the meeting at which the voting take place shall be entitled to a second or casting vote.
21. Voting in respect of any or all of the following matters shall be by means of secret ballot : -
- (i) The election of members of the Council.
 - (ii) The change of name of the Association.
 - (iii) The amalgamation of the Association with any other association.
 - (iv) The federation of the Association with any other association or with other federation.

COUNCIL

22. (1) There shall be a Council consisting of not less than six nor more than eight members, who shall be elected in the manner prescribed in Rule 22, provided that not more than two such members shall be of the same government department or of the same company. Provided further that notwithstanding the aforesaid restrictions, the Immediate Past Chairman shall, ex officio, be a voting member of the Council.
- (2) Where the simple counting of votes at an election held for the purpose would have resulted in three or more members of the same Government department or of the same company being elected to the Council, only those two who have received the highest number of votes amongst such three or more members shall be deemed to have been elected.
- (3) For the purpose of this Rule, a member belonging to any General Grades shall not be deemed to be a member of the Government department to which he is attached for the time being.
23. The election of the members of the Council shall take place at the annual general meeting and shall be conducted in the following manners:
- (a) Any two members of the Association shall be at liberty to nominate any other member to serve as a member of the Council.

- (b) Nomination for election to the Council shall be in writing signed by the Candidate and one proposer and one seconder who shall be members of the Association and shall reach the Secretary at least seven days before the date set for the annual general meeting.
- (c) Any nominations shall be open for inspection at the annual general meeting and the declaration of the Chairman of the number of nominations received shall be deemed final.
- (d) If two or more candidates obtain an equal number or votes, the Chairman of the meeting shall be entitled to a second or casting vote.

24. Subject to Rule 21, a casual vacancy arising from among the members of the Council (who have not been elected officers of the Association) shall be filled by the unsuccessful candidate who secured the next highest number of votes at the last Annual General Meeting and the person so chosen to fill the vacancy shall retain his office only for the same period as the vacating member would have retained the same as if no vacancy had occurred.

25. The Council shall carry into effect the objects for which the Association is constituted as hereinbefore set forth in such manner and by such means as it may determine subject nevertheless to these rules and as prescribed by the association in general meeting. Contracts made by the Council on behalf of the Association shall bear the signature of the Chairman and Secretary (or of such members who for the time being and under the rules of the Association act as Chairman and Secretary) and such other member or members appointed by the Council for such purpose.

26. The Council may from time to time delegate any of their powers to such committee or committees consisting of two or more members of the Association, and not necessarily members of the Council, as they shall think fit to appoint, and may recall or revoke any such delegation or appointment. Any such committee shall in the exercise of the power so delegated, conform to any regulations that may be prescribed by the Council.

27. The Council shall give instructions to the Secretary and other officers of the Association for the conduct of the business of the Association. It may suspend or dismiss any officer of the Association for neglect of duty, dishonesty, incompetence, refusing to carry out the decisions of the Council or for any other reason which it deems good and sufficient in the interests of the Association. Any officer suspended or dismissed from his post shall have a right of appeal to the annual general meeting or extraordinary general meeting. It shall give instructions to the Treasurer for the investment of the funds of the Association.

28. The office of a member of the Council shall be vacated:
- (a) if he ceases to be a member of the Association;
 - (b) if by notice in writing he resigns his office;
 - (c) if he is removed by a resolution of the Association in general meeting passed by three-fourths of the members present thereat and entitled to vote;
 - (d) if he absents himself from meetings of the Council continuously for a period of six months without leave of absence from the Council.
29. The continuing members of the Council may act notwithstanding any vacancy in their body provided that in case the number of members of the Council shall at any time be reduced below that provided in Rule 21 hereof, such remaining members of the Council may act only for the purpose of filling vacancies.
30. The members of the Council may hold meeting, adjourn or otherwise regulate their meeting as they think fit. Members of the Council shall constitute a quorum at any meeting of the Council. Questions arising at any meeting shall be decided by a majority of votes but in the case of an equality of votes the Chairman of the meeting shall have a second or casting vote. Meetings of the Council shall be held at least once in every three months.
31. The Members of the Council shall cause proper minutes to be made of all the proceedings of all meeting of the Association and of the Council and of all committees and of all business transacted at such meetings, and any such minutes of any meeting if purporting to be signed by the Chairman of such meeting or by the Chairman of next succeeding meeting shall be sufficient evidence, without further proof, of the facts therein stated.
32. The officers of the Association, that is to say, the Chairman, the Vice-Chairman, the Secretary, the Treasurer and the Social Convenor, shall be elected from amongst the members of the Council themselves at a meeting of the Council convened for that purpose to be held within two weeks after the holding of the annual general meeting of the Association. All the above-named officers shall hold office from their election or appointment, as the case may be, until the election or appointment of officers at the corresponding meeting of the Council in the next following. No member of the Council shall hold office as Chairman for more than three consecutive terms: Provided however that notwithstanding the aforesaid rule, any member of the Council so affected may be re-appointed Chairman by a resolution passed by at least two-thirds of the members presents and entitled to vote at the annual general meeting at which such resolution is to be proposed: AND Provided further that notice of such resolution together with the written consent of the candidate and the names of

the proposer and seconded thereof shall be forwarded to the Secretary at least two weeks before the date of the said meeting. Any casual vacancy arising from amongst the officers of the Association shall be filled from amongst the members of the Council.

(Amended EGM of 1989)

33. (1) The Chairman of the Association shall preside at all annual and extraordinary general meeting and Council meeting and shall be responsible for the proper conduct of the business at all such meetings. He shall sign all other documents as the Chairman of the Association, save that in his discretion he may direct the Vice-Chairman or the Secretary of the Association to sign on his behalf. He shall in conjunction with the Secretary and Treasurer superintend the general administration of the affairs of the Association and shall endeavor to secure the observance of these rules by all the members.
(2) Upon relinquishing his office the Chairman shall be accorded the style and title of Immediate Past Chairman and shall retain the same until there is a subsequent change in Chairmanship.
34. The duties of the Vice-Chairman shall be defined by the Council. In the absence of the Chairman or in the event of his inability to perform his duties, the Vice-Chairman shall act for him.
(Amended EGM of 1989)
35. The Secretary shall conduct the business of the Association in accordance with these rules, and carry out the instructions of the Association in general meeting and of the Council. He shall attend all meetings of the Council and shall record the proceedings, provided that in his absence the Council may appoint a Secretary ad hoc from among its members to perform his duties. The Secretary shall have the right to address Council meetings and to vote thereat.
36. The Treasurer of the Association shall be responsible for the safety of all monies belonging to the Association and shall keep full and accurate accounts thereof. He shall prepare a financial statement for each meeting of the Council and for the general meetings. He shall give the Auditors all necessary assistance and documents for the audit of the accounts of the Association. He shall have the right to speak and vote on all members at all meetings of the Association and of the Council, except upon financial matters pertaining to the Association. He shall in conjunction with the Secretary or Chairman, sign all cheques on behalf of the Association.
37. (1) The Treasurer shall provide facilities for the inspection of the account books of the Association by any member of the Association upon a notice in writing addressed to him.

(2) The Treasurer, on the authority of the Council, may disburse funds of the Association as and when necessary.

38. The Social Convenor shall be responsible for initiating and making arrangements for all social activities of the Association. (Amended EGM of 1989)

AUDITORS

39. (1) Two auditors, who need not be members of the Association shall be appointed at the annual general meeting.
- (2) They shall audit the general accounts of the Association as soon after the close of each financial year as possible. They shall examine all books and accounts of the Association, and shall certify as to their correctness or otherwise. They shall prepare a report to the annual general meeting.
- (3) A copy of the Auditors' report shall be conspicuously displayed in such place as the Council may decide.

BOARD OF ADVISERS

40. (1) The Association may have a Board of Advisers consisting of not more than ten members. They may be elected by the Council at any Council meeting and shall hold office until the next annual general meeting.
- (2) Members of the Board of Advisers may attend any meetings of the Association and to give advice as they so wish.
- (3) The Council shall not be obliged to accept the advice of the Board of Advisers.

USE OF FUNDS

41. The general funds of the Association may be used by the Council for any lawful purpose approved by the annual general meeting including:
- (1) The payment of salaries, allowances and expenses to officers and employees of the Association;
- (2) The payment of expenses for the administration of the Association, including the audit of the accounts of the funds of the Association;
- (3) The promotion of all the objects of the Association;
- (4) The prosecution or defence of any legal proceedings to which the Association or any member thereof is a party, when such prosecution or defence is undertaken for the purpose of security or protecting any rights of the Association as such or any rights arising out of the relations any member with the Government as employer;

- (5) The formation of a Limited Company or Companies or a Corporation or Corporations, a Body or Bodies, or the creation of a Trust or Trusts, to undertake, promote, sponsor, maintain, execute, manage and carry into effect educational, cultural and charitable activities or projects.

(Amended EGM of 1987, Sub-clause 5)

The current Council Members and Members will automatically be Directors of Trustees as the case may be and Members of the aforesaid purposes. The accounts of the aforesaid organizations will be kept separate from the accounts of the Association.

42. The funds of the Association which are not required for current expenses may, on the direction of the Council, be deposited in a bank or invested in such public stock, Government securities or other funds as the Council may deem it.
43. In case debts are occurred, the debts will be settled by the general funds of the Association. If the general funds of the Association are insufficient to meet the debts, the deficient amount will be equally shared by all members of the Association.

LEGAL ASSISTANCE

44. The Council shall be empowered to provide legal advice and assistance to any member of the Association in accordance with the Constitution, provided that the Council is satisfied that such legal advice or assistance is advisable in the interests of the Association.

INSPECTION OF BOOKS

45. The minute books, registered rules and the register of members of the Association shall be open to the inspection of the members, provided that prior application shall be made to the Secretary to have the said books, registered rules and register of members made available for inspection.

AMENDMENT OF CONSTITUTION AND RULES

46. The constitution and rules may be altered, rescinded or added to by a resolution passed by at least two-thirds of the members present and entitled to vote at any extraordinary general meeting of the Association held for that purpose. Provided that the notice calling any such meeting shall specify the proposed alteration, rescission or addition to the constitution and rules.

NOTICES

47. A notice may be given by the Association to any member either personally or by sending it by post to him at his registered address. Where a notice is sent by post, service of the notice shall be deemed to be effected by properly addressing, prepaying and posting a letter containing the said notice, and shall be deemed to have been effected at the time at which the letter would be delivered in the ordinary course of post.

DISSOLUTION

48. The Association shall be wound up if at a general meeting of the Association held for that purpose, a resolution to that effect is passed by at least three-fourths of the members of the Association who are present and entitled to vote thereat.
49. If the Association shall be wound up and dissolved, any surplus assets remaining after the satisfaction of all of its liabilities shall not be paid out or distributed to the members, but shall be given to the Community Chest or to such charity/charities as the members shall by resolution direct.