

**HONG KONG OUTSTANDING STUDENTS' ASSOCIATION**  
**Constitution**  
**(Amended on 7<sup>th</sup> August 2010)**

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**SECTION I – GENERAL TERMS**

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**Article 1.1 – NAME**

- 1) The name of the Association shall be “Hong Kong Outstanding Students’ Association”, hereinafter referred to as the Association.
- 2) The Chinese name of the Association shall be 香港傑出學生協會.

**Article 1.2 – REGISTERED OFFICE**

Suite B, 23/F, CMA Building, 64-66 Connaught Road Central, Hong Kong.

**Article 1.3 – OBJECTIVES**

The Association shall be a non-profit organisation aiming at:

- 1) encouraging progress, sharing and pursuit of real joy in serving the Hong Kong community;
- 2) contributing to charitable causes;
- 3) fostering student participation in social services;
- 4) promoting a closer relationship among all the members; and
- 5) providing general welfare to the members.

**Article 1.4 – SESSION**

- 1) The session of the Association shall commence fourteen days after the Annual General Meeting and terminate on the thirteenth day after the Annual General Meeting of the succeeding year.
- 2) The financial session of the Association shall commence six days before the Annual General Meeting and terminate seven days before the Annual General Meeting of the succeeding year.

**Article 1.5 – OFFICIAL LANGUAGE**

The official language of the Association is English. The working languages of the Association are English and Chinese.

**SECTION II – HONORARY ADVISORS**

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**Article 2.1 – INVITATION**

The Executive Committee shall invite individuals who could provide valuable advice on the Association as honorary advisors. The honorary advisors invited shall hold office for one sessional year. (Article 1.4)

**Article 2.2 – PRIVILEGE**

Honorary advisors have full speaking rights in all General Meetings.

**SECTION III – ADVISORS**

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**Article 3.1 – INVITATION**

At least two members of the out-going Executive Committee shall be the advisors of the Association. The advisors shall hold office for one sessional year. (Article 1.4 point 1)

**Article 3.2 – PRIVILEGE**

Advisors have full speaking rights but no voting rights in all Executive Committee Meetings.

**SECTION IV – MEMBERSHIP**

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**Article 4.1 – QUALIFICATION**

- 1) Recipients and other finalists of the Hong Kong Outstanding Students Award, which is annually organised by the Lion & Globe Educational Trust, are admitted into the Association on payment of the prescribed membership fee upon the approval of the Executive Committee. Membership will then be granted.
- 2) The amount of the membership fee shall be decided by a General Meeting, usually the Annual General Meeting.
- 3) Membership will be terminated upon the decision of the Executive Committee for the reason stated in Article 7.2 point 5.

**Article 4.2 – PRIVILEGES**

- 1) To vote in the Plebiscite;
- 2) To stand for election;
- 3) To nominate or second a candidate for election and vote in the Annual Election for the Executive Committee;
- 4) To attend all General Meetings of the Association with full speaking and voting rights;
- 5) To use all facilities provided by the Association for the general use of its members;
- 6) To participate in all activities and functions of the Association.

**Article 4.3 – OBLIGATIONS**

- 1) To abide by the Constitution and By-laws of the Association;
- 2) To abide by the resolutions of the Plebiscite and the General Meeting;
- 3) To pay the membership fee;
- 4) To vote in the Plebiscite and attend all General Meetings;
- 5) To maintain the reputation of the Association;
- 6) To inform the Executive Committee of any changes in personal information recorded in the file of the Association, for example, the telephone number and address.

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**SECTION V – PLEBISCITE**

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**Article 5.1 – AUTHORITY**

The resolution of the Plebiscite has the highest authority.

**Article 5.2 – PROCEDURE**

- 1) Under the following conditions, the Executive Committee shall hold the Plebiscite within fourteen days:
  - a) The Executive Committee receives a written request of at least twenty-five members or one-eighth of all members, whichever is larger;
  - b) The decision is made at the General Meeting to hold it;
  - c) The condition of Article 6.3 point 5;
  - d) The Executive Committee decides, with a majority vote of two-third of all the Committee members, to hold it.
- 2) The motion of the Plebiscite shall not violate the Constitution.
- 3) The Plebiscite should be conducted by one of the following two methods, namely postal mail or electronic voting at the Association's web site.
  - a) The choice of the method should be decided by the member request (in situations noted in 1a above), the General Meeting resolution (1b), or the Executive Committee (1c and 1d).
  - b) If the member request (1a) or the General Meeting resolution (1b) does not specify the method, or in situations 1c and 1d, the Executive Committee should make the choice under the principles of fairness, openness and practicality.
- 4) The Plebiscite is a vote by all the members, with their names recorded. Each member shall be represented by one vote.
- 5) The Executive Committee shall dispatch the ballots (or voting page's web address) and related information to all the members by postal or electronic mail. In electronic voting, the Executive Committee should try to contact members without email addresses on record by phone or postal mail. The voting information, including the motion and exact dates of dispatching ballots and members' voting deadline, should be posted as soon as possible on the Association's website regardless of the choice of voting method. Only the tickets returned by postal mail or electronic votes recorded at the web server within thirty days after the Executive Committee has dispatched the voting tickets/information shall be counted. This is based on the date stamp on the envelope or as recorded by the web server.
- 6) Only if the number of tickets or electronic votes received by the Executive Committee exceeds half of all the members shall the Plebiscite be valid.
- 7) Except where Article 9.1 or 10.1 is applicable, the resolution should be supported by more than half of all the tickets or electronic votes received within the period stated above.
- 8) The Executive Committee shall announce by postal mail or by electronic mail the result of the Plebiscite within seven days after the voting deadline together with the name list of those supporting and objecting the motion and those renouncing.

**SECTION VI – GENERAL MEETING (GM)**

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**Article 6.1 – AUTHORITY**

The resolution of the General Meeting has the authority next to that of the Plebiscite.

**Article 6.2 – OFFICIALS**

The President and the Internal Secretary of the Executive Committee shall be the Chairman and the Secretary of a General Meeting respectively. If any one of them is absent, the President should appoint other Executive Committee members for the corresponding posts.

**Article 6.3 – PROCEDURE**

- 1) The Executive Committee shall hold the Annual General Meeting (A.G.M.) in Mid-August.
- 2) Under the following conditions, the Executive Committee shall hold the Extra-ordinary General Meeting (E.G.M.) within fourteen days:
  - a) The Executive Committee receives a written request of at least twenty members or one-tenth of all the members, whichever is larger;
  - b) The Executive Committee decides, with a majority vote of two-third of all the Committee members, to hold it.
- 3) The agenda and related information of the General Meeting shall be sent to all the members and advisors at least seven calendar days before the meeting.
- 4) Thirty members shall form the quorum of the A.G.M and that of the E.G.M.
- 5) If the General Meeting is abortive, then another General Meeting shall be called within twenty-one days. If the meeting is again abortive, the agenda, except the election of the Executive Committee, shall be handled by the Plebiscite.
- 6) Each member shall be represented by one vote.
- 7) Each motion shall be proposed by one member and seconded by another. It should not violate the Constitution.
- 8) The decision of the General Meeting shall be based on a simple majority of votes of the members present except where Article 9.1 or 10.1 is applicable. Under no circumstances shall any decision be passed with a majority vote of less than half the quorum. The Chairman shall cast a final decision vote if the voting comes to a draw.
- 9) During the meeting, if the attendance falls below the quorum, the meeting shall continue. If a member objects the continuation of the meeting, a vote shall be held and only if the continuation is supported by votes at least half of the quorum shall the meeting continue. If the attendance falls below half of the quorum, the Chairman shall adjourn the General Meeting. The agenda left untouched shall be handled in another General Meeting, or in a Plebiscite if the next General Meeting is abortive.
- 10) The Annual General Meeting shall:
  - a) receive and adopt the annual report and the annual financial report from the President and the Financial Secretary respectively;
  - b) receive and adopt the annual reports and annual financial reports of the subcommittees, if any;

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- c) elect Executive Committee members for the new session; and
  - d) discuss any other business and vote for any other motions other than the amendment of the Constitution, except under the condition stated in Article 9.1 point 1.
- 11) If the A.G.M. is abortive, and one more attempt to hold the A.G.M. is also abortive, then the out-going Executive Committee becomes the Interim Executive Committee. Other agenda shall be handled by the Plebiscite as stated in Article 6.3 point 5 above.

#### **SECTION VII – EXECUTIVE COMMITTEE (EXCO)**

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##### **Article 7.1 – AUTHORITY**

The resolution of the Executive Committee has the authority next to those of the Plebiscite and the General Meeting.

##### **Article 7.2 – FUNCTIONS AND PRIVILEGES**

The Executive Committee shall:

- 1) execute the resolutions of the Plebiscite and the General Meeting;
- 2) formulate policies of the Association in accordance with its objectives;
- 3) represent the members of the Association in matters affecting their interests;
- 4) terminate the office of any Committee member due to violation of the Constitution;
- 5) terminate the membership of any member due to violation of the Constitution;
- 6) set up and delegate authority to sub-committees to carry out plans formulated by the Committee, or by any member or advisor and approved by the Committee. Each sub-committee shall include at least one member of the Executive Committee;
- 7) invite individuals as advisors; and
- 8) review the Constitution and By-laws, if any, and, if necessary, formulate amendment and put it forward to be passed by either a Plebiscite or a General Meeting.

##### **Article 7.3 – OFFICIALS AND THEIR DUTIES**

- 1) The Executive Committee shall consist of nine members:
  - i) **President:**
    - a) preside at all Executive Committee Meetings and General Meetings;
    - b) prepare agenda for all Executive Committee Meetings and General Meetings;
    - c) present the annual report at the Annual General Meeting; and
    - d) represent the Association in all its affairs.
  - ii) **Vice President:**
    - a) assist the President in all his/her duties; and
    - b) act as Ex-officio President in the absence of the President;
  - iii) **Internal Secretary:**
    - a) prepare and keep minutes of the Executive Committee meeting, and keep record of all AGM reports, minutes and other essential documents of the Association.

- iv) **External Secretary:**
  - a) deal with and keep record of all external correspondence on behalf of the Association; and
  - b) invite sponsorship for the Association in collaboration with the Financial Secretary.
- v) **Financial Secretary:**
  - a) deal with all financial work;
  - b) draft the budget of the financial session for approval of the Executive Committee;
  - c) preside at all meetings of the sub-committees concerning funding raising;
  - d) keep accounts and records of the Association;
  - e) present the annual financial report at the Annual General Meeting. The report shall cover the period stated in Article 1.4 point 2; and
  - f) invite sponsorship for the Association in collaboration with the External Secretary.
- vi) **Public Relations Officer:**
  - a) promote the Association and its functions in the form of publication, etc. to the general public; and
  - b) handle media relations.
- vii) **Social Services Officer:**
  - a) organise social services.
- viii) **Internal Relations Officer:**
  - a) organise social functions to promote friendship among the members;
  - b) promote members' welfare;
  - c) promote communication between the members and the Executive Committee;
  - d) update members on activities of the Association at least once quarterly, for example, through the publication of periodic newsletter;
  - e) issue membership cards; and
  - f) update members' information.
- ix) **Administrative Officer:**
  - a) manage the Association's official website and other online information; and
  - b) manage the assets list of the Association.

- 2) The last four posts (Article 7.3 points 6 to 9) for a particular sessional year are subject to change if amendments are proposed then passed by simple majority at the Annual General Meeting or an Extra-ordinary General Meeting or a Plebiscite if a General Meeting fails to be held for this purpose.

##### **Article 7.4 – ELECTION**

- 1) The Annual Election of the Executive Committee shall be held in the Annual General Meeting.
- 2) All members are eligible to stand for nomination.
- 3) The nine members of the Committee are elected by taking a ballot. The various posts

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within the Committee are then settled by the Committee members themselves within seven days after the election.

- 4) Except where Article 6.3 point 11 and Article 7.5 are applicable, the Committee members elected shall hold office for one sessional year only (Article 1.4 point 1) unless they are again elected in the next Annual Election.

**Article 7.5 – INTERIM EXECUTIVE COMMITTEE**

- 1) The Interim Executive Committee consists of the out-going Executive Committee members.
- 2) The Interim Executive Committee shall try to hold another General Meeting to carry out the election of the Executive Committee as soon as possible.
- 3) The Interim Executive Committee shall be dissolved after the election of the Executive Committee.
- 4) The Interim Executive Committee shall be responsible for the basic operation of the Association.
- 5) The authority of the Interim Executive Committee shall be the same as that of the Executive Committee.

**Article 7.6 – VACANCY**

Any vacancy is replaced by a member nominated and approved at an Extra-ordinary General Meeting. If the Extra-ordinary General Meeting fails to be held, then the nomination to fill the vacancy should be approved by a Plebiscite. If the replacement candidate fails to be approved, then the vacancy may be left unfilled, or further nominations may occur.

**Article 7.7 – MEETING**

- 1) The Executive Committee Meeting shall be called upon by the President or upon the request of at least three Executive Committee members.
- 2) Two-third of the Executive Committee members shall form the quorum.
- 3) During the meeting, if the attendance falls to below half of the quorum, the President shall adjourn the meeting.
- 4) Each Committee member shall be represented by one vote.
- 5) The decision of the Executive Committee Meeting shall be based on a simple majority vote except where Article 5.1, 6.3, 7.6, or 8.4 is applicable. The President shall cast a final decision vote if the voting comes to a draw.
- 6) Under no circumstances shall any decision be passed with a majority vote of less than half of the quorum.
- 7) If a Committee member fails to attend any Executive Committee Meeting, a written explanation should be submitted to the President by this Committee member within fourteen days after the meeting is held.

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**SECTION VIII – FINANCES**

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**Article 8.1 – SOURCE**

The source of the Association's finances shall come from the membership fees, credit balance of the fund-raising campaigns of the Association and the donations from members or outside bodies.

**Article 8.2 – USE**

The finances of the Association shall be used only on the Association's activities which comply with the objectives of the Association.

**Article 8.3 – ACCOUNT**

- 1) Current account or savings account shall be in the name of the Association.
- 2) Except when insufficient members of the Executive Committee are eligible to handle the Association's account, the authorised signature(s) shall be any two of the Financial Secretary or the President or the Vice President or any other member of the Executive Committee appointed by the Executive Committee.
- 3) When insufficient members of the Executive Committee are eligible to handle the Association's account, the authorised signature shall include the signature(s) of the previous Executive Committee member(s) on approval of the Executive Committee.

**Article 8.4 – FUND**

At least ten per cent of the net proceeds of the fund-raising programmes shall be appropriated in the Fund. If the financial balance of a financial session exceeds HK\$2,000, at least eighty per cent of the amount above HK\$2,000 shall go to the Fund of the Association. Money shall be drawn from the Fund only by the common assent of the whole Executive Committee.

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**SECTION IX – CONSTITUTION AND BY-LAWS**

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**Article 9.1 – AMENDMENT OF THE CONSTITUTION**

- 1) Under the following conditions, the amendment of the Constitution shall be proposed:
  - a) The Executive Committee receives a written request of at least twenty-five members, which should be handed in to the Executive Committee at least fourteen days before the Annual General Meeting.
  - b) The Executive Committee decides, with a majority vote of two-third of all the Committee members, to propose the amendments.
- 2) The amendment of constitution should be voted either in a General Meeting or a Plebiscite:
  - a) The choice of the method should be decided by the member request (in situations noted in 1a above), or the Executive Committee (1b).
  - b) If the member request (1a) does not specify the method, the Executive Committee should make the choice.
- 3) If the General Meeting is held, the proposed amendment of the Constitution and related

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information of the General Meeting shall be sent to all the members and advisors at least seven days before the meeting. The Executive Committee shall announce by postal mail or by electronic mail the result of the amendments within seven days after the meeting.

- 4) If the Plebiscite is held, the Executive Committee shall announce the result as in Article 5.2 point 8.
- 5) The amendment of the Constitution shall be approved by an absolute majority of all the members in a Plebiscite or by a two-third majority of the members present in a General Meeting.
- 6) The amended Constitution shall come into effect immediately.
- 7) The amended Constitution should be posted to the Association's website within seven days after it is approved.

**Article 9.2 – BY-LAW**

- 1) The Executive Committee shall, if necessary, draft By-laws to facilitate the operation of the Association.
- 2) The By-laws shall come into effect after the approval of a Plebiscite or a General Meeting.
- 3) In cases where the By-laws violate the Constitution, the latter shall be referred to.

**Article 9.3 – INTERPRETATION**

Interpretation of the Constitution and By-laws shall rest upon the General Meeting and then upon the Executive Committee.

**SECTION X – DISSOLUTION**

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**Article 10.1 – PROCEDURE**

- 1) The Association shall be dissolved when a decision to dissolve the Association is passed with the approval of a two-third majority of all the members in a Plebiscite or a General Meeting.
- 2) If the Association is going to be dissolved, the financial balance and assets, if any, of the Association shall be donated to any charitable organisation(s) in Hong Kong. The eligible organisation(s) shall be decided by the Executive Committee. If there are any debts or liabilities of the Association, this shall be the sole responsibilities of the Executive Committee of the session (Article 1.4 point 1) during which the debts or liabilities were incurred. The amount of debts or liabilities shall be shared equally among Executive Committee members, unless there is unanimous consent among Executive Committee members that the amount of debts or liabilities shall be appropriated in a ratio set by the Executive Committee.

**END**



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❧ **CONSTITUTION** ❧

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