

# HONG KONG TEXAS EXES

## CONSTITUTION

(Last amended March 3, 2012)

### 1. Name

The association shall be called Hong Kong Texas Exes (hereinafter referred to as the HKTX). The Chinese name of the association shall be called "德薩斯州大學香港校友會", and may be abbreviated as "德州大學校友會" in non-legal uses.

### 2. Aims and Objectives

HKTX is a non-profit making organization whose overall aim is to unite, inform and involve alumni and friends from and in Hong Kong for the purpose of promoting, protecting and preserving the history and traditions of the University of Texas at Austin (hereinafter referred to as the UT).

HKTX's main objectives shall be to:

2.1 Keep all alumni from and in Hong Kong connected to UT through communication and involvement.

2.2 Enhance the Hong Kong general public's understanding of and interest in UT.

2.3 Enhance the experience of students from Hong Kong through scholarships and involvement.

2.4 Preserve and enrich the history and traditions of UT in Hong Kong.

### 3. Membership

3.1 Ordinary Membership shall be open to all alumni who attended UT and are eligible to be a member of Texas Exes. Membership of Texas Exes is not a prerequisite for such alumni to join HKTX as members.

3.2 Ordinary Members may choose to pay membership fees, as determined by the Executive Committee and may be changed from time to time, to support HKTX financially. Ordinary Members who have paid membership fees may have priorities to participate in HKTX's activities or receive discounts when participating in such activities while their membership fee is in effect, but have the same voting rights as other Ordinary Members.

3.3 Friends are individual who are not eligible to join Texas Exes as members and have joined HKTX as members in the past. Friends have no voting right. HKTX will not accept any more applications to join as members in this category.

3.4 Ordinary Members are eligible to vote after joining HKTX for six (6) months.

3.5 Ordinary Members are eligible to stand for election as a committee member after joining HKTX for one (1) year.

## 4. Management

4.1 The Executive Committee shall be elected or confirmed at the Annual General Meeting and shall comprise a President, a Vice President, a Treasurer, and other offices as the President sees fit. The Executive Committee shall comprise Ordinary Members of HKTX whose membership fees are in effect and have joined HKTX for one (1) year or longer. Subject to the discretion of the President, representatives of Friends and Ordinary Members who have no membership fees in effect or have joined HKTX for less than one (1) year may serve in the Executive Committee but have no voting rights in Committee Meetings.

4.2 The Executive Committee shall meet as often as required to make and execute such decisions as are necessary in implementing the aims and objectives of HKTX. The Executive Committee shall report its activities to the Annual General Meeting and shall present annual accounts to the Annual General Meeting in accordance with section 6.4.

### 4.3 Removal of a Committee Member

4.3.1 Removal of a Committee Member shall require affirmative votes from two-thirds or more of all those present and eligible to vote at a General Meeting.

4.3.2 Notice shall be given to all voting members of any General Meeting as specified in section 5.3 and then any proposal to remove a Committee Member shall be submitted in writing to the President or a Vice President at least 15 days prior to the meeting.

4.3.3 All proposals for removal of a Committee Member shall be signed by two members eligible to vote at a General Meeting.

4.3.4 Committee Members may resign by giving seven (7) days' notice to the President. The President may resign by giving seven (7) days' notice to every Committee Member. If the resigning Committee Member is the only Vice President or is the Treasurer, the President shall appoint a Committee Member, or any Ordinary Member if the number of Committee Members falls to two (2) or lower, to fill the vacancy. If the resigning Committee Member holds the office of President, the only Vice President will be the President. If there are more than one (1) Vice Presidents, a simple majority of votes from the remaining Committee Members will decide which Vice President will become President. If the offices of Vice President or Treasurer becomes vacant consequently, the President shall appoint a Committee Member, or any Ordinary Member if the number of Committee Members falls to two (2) to lower, to fill the vacancy.

## 5. Rules of Procedure at Meetings

### 5.1 Annual General Meeting

5.1.1 Annual General Meetings (hereinafter referred to as the AGM) of HKTX shall be held annually between two weeks before March 2 and two weeks after March 2 (Texas Independence Day), i.e., between February 15 (or February 16 for a leap year) and March 16, but may not be held on the last 2 days or the first 4 days of the Chinese lunar calendar.

5.1.2 Agenda of the AGM should include:

- Receiving a report from the President
- Receiving a report from the Treasurer and approving the annual accounts

- Electing or confirming the Executive Committee
- Considering changes to the Constitution
- Dealing with relevant business

## 5.2 Extraordinary General Meetings

An Extraordinary General Meeting shall be called by an application in writing by an Ordinary Member to any member of the Executive Committee, signed or otherwise confirmed by at least two-thirds of HKTX's paid member. The Executive Committee shall also have the power to call an Extraordinary General Meeting by decision of a simple majority of its members.

## 5.3 Notices

At least fifteen days' notice shall be given to all members of any General Meeting. Such notice should include the date, time, venue, and agenda of the meeting. A member is considered informed if he/she receives the abovementioned information by any means or if an email has been sent to the any of his/her email addresses currently registered with HKTX.

## 5.4 Voting

5.4.1 Each Ordinary Member who has joined HKTX for six (6) months shall have one vote, which may be given in person or by proxy appointed in writing.

5.4.2 With the exception of changes to the Constitution and removal of Committee Members, decisions put to the vote shall be resolved by a simple majority of votes at General Meetings.

5.4.3 The President shall have a casting vote in cases of equality.

## 5.5 Election

5.5.1 The Executive Committee is elected or confirmed as a cabinet. Each cabinet candidate should consist of a President candidate, a Vice-President candidate, a Treasurer candidate, and candidates of other offices as the President candidate sees fit. The maximum number of candidates in a cabinet candidate is eight (8).

5.5.2 Subject to section 4.1, all candidates must be Ordinary Members of HKTX whose membership fees are in effect at the time of election and have joined HKTX for one (1) year or more at the time of election or as at March 2 of that year.

5.5.3 If there is one (1) cabinet candidate running for election, the cabinet candidate has to be confirmed by a simple majority of votes.

5.5.4 If there are two (2) cabinet candidates running for election, the cabinet candidate with more votes is elected.

5.5.5 If there are more than two (2) cabinet candidates running for election, the exhaustive ballot system should be used, and the whole election should be finished within the same meeting.

5.5.6 If for any reason no candidate is elected or confirmed, an Extraordinary General Meeting shall be held within one (1) month to resolve the issue. The outgoing Executive Committee shall continue to be the Executive Committee until the Extraordinary General Meeting is held.

5.5.7 The out-going Executive Committee should appoint an Election Officer at least eight (8) weeks before an AGM to handle all election matters. The Election Officer must be a Member who is eligible to vote at the time of appointment, and may not stand for election in the election that he is responsible for. Announcement about the appointment should be sent out to the membership at least six (6) weeks before the election.

## 5.6 Quora

The quorum at General Meetings is two (2). The quorum of Executive Committee Meetings is 50% of the Executive Members with voting rights. For General Meetings, the notice requirement as mentioned in section 5.3 must be met before any decisions made during the meetings are considered binding.

## 5.7 Changes to the Constitution

5.7.1 Any change to the Constitution shall require a two-third's majority of all those present and eligible to vote at a General Meeting.

5.7.2 Notice shall be given to all voting members of any General Meeting as specified in section 5.3 and then any proposal to change the Constitution shall be submitted in writing to any member of the Executive Committee at least 15 days prior to the meeting.

5.7.3 All proposals for changes to the Constitution shall be signed by two members eligible to vote at a General Meeting.

## 5.8 Official Language

The official language of HKTX is English. All meetings must be conducted in English. Exception is allowed where all members attending a meeting unanimously agree to conduct the meeting in another language. All documents must be written in English. Proper nouns of other languages may be used in the documents if necessary.

## 6. Finance

6.1 Members may pay, but are not required to pay, an annual subscription or lifetime subscription to HKTX at any time. The amounts will be decided by Executive Committee and may be changed from time to time. An annual membership fee is in effect from the day the fee is paid if the paying Ordinary Member has no annual membership fee in effect, or the first day after the expiry of the annual membership fee paid in the previous year. An annual membership fee expires one calendar year after the fee becomes in effect.

6.2 All money raised on behalf of HKTX shall be paid into one or more savings accounts or current accounts at HSBC, or such other bank as shall from time to time be determined by the Executive Committee.

6.3 All checks shall be signed by the President, the Treasurer, or any Committee Member appointed by the Executive Committee.

6.4 The Treasurer will be responsible for the preparation of the annual accounts of HKTX which shall be presented by the Executive Committee at the Annual General Meeting.

6.5 Each financial year starts on January 1 and ends on December 31 of the same calendar year.

#### 7. Bye-laws

By simple majority vote, the Executive Committee shall have the power to adopt and enforce such bye-laws as it feels necessary to govern the activities of HKTX.

#### 8. Liability

Unless personally liable otherwise under the laws of Hong Kong, the maximum liability of each Member for the liability of HKTX shall be one Hong Kong dollar.

#### 9. Dissolution

HKTX may be dissolved if two-thirds or more of the Members with voting rights so desire, by their giving three months' notice in writing to the President. In this event the liabilities of HKTX shall be discharged and the residuary assets distributed to Texas Exes.