

**GREATER NEW YORK ALUMNI ASSOCIATION OF
ST. PAUL'S CO-EDUCATIONAL COLLEGE**

This by-law is granted by the authority of the St. Paul's Co-educational College Alumni Association Limited, Hong Kong (the "SPCCAA"). It remains in force while the requirements set out herein are being met.

NAME

The name of this association shall be "Greater New York Alumni Association of St. Paul's Co-educational College", hereinafter referred to as the "Chapter".

OBJECTIVES

The Chapter is a non-political, non-profit organization in the Greater New York area of the United States of America.

The objectives of the Chapter are:

- a) To promote, support and represent the common interests of members of the Chapter;
- b) To organize social and intellectual activities for members of the Chapter;
- c) To encourage co-operation between its members and SPCCAA and St. Paul's Co-educational College, Hong Kong and support activities and initiatives of both these organizations whenever the Chapter sees fit; and
- d) To facilitate dialogue between other overseas chapters of the SPCCAA and the Chapter.

MEMBERSHIP

Membership of the Chapter shall include all former students who have completed at least one school year in St. Paul's Co-educational College and/or its Primary School in Hong Kong (the "Alumni Members"), and members of the teaching and administrative staff and close associates of St. Paul's Co-educational College and its Primary School in Hong Kong.

EXECUTIVE COMMITTEE

The Executive Committee is responsible for the management of the affairs of the Chapter. Elections will be held at the Biennial General Meeting of the Chapter in even-numbered years. Each Executive Committee member shall be an Alumni Member of the Chapter and he shall hold office for a period of two years. The terms of all Executive Committee members shall begin on April 1. No member of the Executive Committee shall serve more than three (3) consecutive terms.

The Executive Committee shall consist of a minimum of six (6) but no more than twelve

(12) Alumni Members of the Chapter elected at the first General Meeting of the Chapter and at subsequent Biennial General Meetings in even-numbered years. All members of the Executive Committee shall be eligible for re-election, so long as his tenure does not exceed three (3) consecutive terms.

Any vacancy in the membership of the Executive Committee may be filled in a manner to be determined by the Executive Committee for the period up to the next biennial election to those positions.

The Executive Committee shall consist of the following positions:

- (a) a Chairman who shall be Chairman of the Chapter and Chairman of the Executive Committee;
- (b) a Vice-Chairman who shall be Vice-Chairman of the Chapter and Vice-Chairman of the Executive Committee;
- (c) a Secretary;
- (d) a Treasurer;
- (e) such other officers as the Executive Committee may determine.

The names of the members of the Executive Committee and of its officers and the name of the Executive Officer, if any, shall be reported to the SPCCAA.

QUORUM AND MEETINGS: EXECUTIVE COMMITTEE

Meetings of the Executive Committee must have a quorum of four (4) directors. Each director is authorized to exercise one (1) vote for each motion. The Executive Committee shall make its decisions by a majority vote of those directors present in person.

In case of an equality of votes, the Chairman, in addition to his vote, shall have a second or casting vote.

REMUNERATION OF DIRECTORS

The directors shall receive no remuneration for acting as such, except directors may be reimbursed for reasonable expenses incurred during performance of their duties.

GENERAL MEETING OF MEMBERS

Biennial General Meeting of Members shall be held once every two (2) years in even-numbered year within the Greater New York area on a date to be determined by the Executive Committee.

All General Meetings other than the Biennial General Meetings shall be called Extraordinary General Meetings. The Executive Committee may, whenever they think fit, convene an Extraordinary General Meeting.

A minimum of three (3) weeks' notice to members, **by email**, must be provided before any General Meeting of Members is held.

VOTING OF MEMBERS

No member shall be entitled to vote at meetings of Members of the Chapter unless he has paid all dues or fees.

Each motion shall be decided by a majority of votes of the members present in person unless otherwise required by the by-laws of the Chapter. Each member is entitled to one (1) vote for each motion. A quorum shall be six (6) members personally present.

FISCAL YEAR

Unless otherwise stated, the Fiscal Year of the Chapter shall terminate on the 31st day of March in each year.

MEMBERSHIP FEES

Membership fees shall be recommended by the Executive Committee and voted by the Members at a General Meeting of Members.

All monies which are received from members shall be managed directly by the Executive Committee. Participants of gatherings might also be expected to share expenses.

Upon dissolution of the Chapter, any monies remaining in the Chapter's accounts shall be transferred to the SPCCAA.

AMENDMENTS

This by-law may be amended by resolution passed at any General Meeting of Members, provided that such amendment shall:

- a) Be approved by the SPCCAA;
- b) Be included in the notice of the meeting; and
- c) Be approved by at least two-thirds of all votes casted at the General Meeting of Members, either by a show of hands or by proxy.

INTERPRETATION

In this by-law and in all other by-laws of the Chapter hereafter passed unless the context otherwise requires, words purporting the singular number or the masculine gender shall include the plural number or feminine gender as the case may be, and vice versa, and references to persons shall include firms and corporations, and any other entity recognized by the Chapter.

ENACTED on the day of and CONFIRMED by all the members at a General Meeting of Members of the Chapter, duly held on the day of .

Date:

Chairman:

Secretary: