

Preemie's Parents Support Group

Constitution

(I) Name of Organization

The Chinese name of this organization is : 早產嬰兒家長互助會

The English name of this organization is : Preemie's Parents Support Group (the "Group")

(II) Organization Address

Neonatal Intensive Care Unit, K10N, 10/F, Block K, Queen Mary Hospital, 102 Pokfulam Road, Hong Kong

(III) Objective

To share parents' knowledge about preemies and to encourage their mutual support and assistance.

(IV) Membership

(1) Honorary Member : All persons introduced and approved by the members of the Executive Committee can be an Honorary Member and Honorary Membership shall be regularly reviewed and updated by the Executive Committee. Honorary Members are exempted from payment of membership fees.

(2) Ordinary Member : All parents whose babies have been born within the Hong Kong Special Administrative Region with 34 weeks of gestation or less may become an ordinary

member. A membership fee of HKD50 covering membership for 5 years shall be payable by each ordinary member. Thereafter, each ordinary member is required to pay a membership fee once every 5 years failing which the membership shall automatically be deemed to be cancelled. Where a member surrenders his/her membership before the expiry of the same, no membership fee already paid out shall be refunded.

- (3) Rights : The rights to propose motion, vote in the Members' Meeting, elect and to run for election shall be vested in ordinary members only.
- (4) Responsibilities : All members of this Group shall abide by this Constitution and all the resolutions duly passed by the Members' Meeting.

(V) Management of the Group

- (1) All businesses and affairs of the Group shall be managed by the Executive Committee, who may exercise all the powers of the Group, save for the issues in relation to following matters :-
- a. matters mentioned under paragraph (V)(2)(d) and (VI) relating to election of the Executive Committee Members;
 - b. matters mentioned under paragraph (V)(2)(f) relating to removal of the Executive Committee Members;
 - c. matters mentioned under paragraph (IX) relating to election of auditor; and
 - d. matters mentioned under paragraph (X) relating to the amendment of this Constitution and the dissolution of this Group.

(2) Composition of the Executive Committee

- a. The Executive Committee shall be comprised of 7-9 members at all times, including the following persons :-
 - i. 1 Chairperson
 - ii. 1 Vice Chairperson
 - iii. 1 Secretary
 - iv. 1 Assistant Secretary
 - v. 1 Treasurer
 - vi. 2 - 4 general Executive Committee Members
- b. All members of the Executive Committee shall serve the group on a voluntary basis and shall not be entitled to any monetary remuneration.
- c. The term of service for all members of the Executive Committee shall be 2 years, subject to re-election in accordance with the provisions herein.
- d. Members of the Executive Committee shall be nominated by all members of the Group and be chosen through the election procedures provided for under part (VI) herein.
- e. If any member of the Executive Committee resigns or is vacated from office during his/her term of service, the vacancy shall be replaced by election among the members of the Executive Committee and the result of such election shall be reported to all members of the Group in writing within 30 days of the date of the said result.
- f. A member of the Executive Committee shall be vacated from office by a majority of votes at a duly convened Members' Meeting if he/she :-
 - i. becomes bankrupt or makes any arrangement or composition with his creditors generally; or
 - ii. becomes of unsound mind; or
 - iii. shall for more than 6 months have been absent without permission of the Executive Committee from meetings

of the Executive Members held during that period; or

- iv. have been convicted of an offence of or involving dishonesty.

(3) Executive Committee meetings

- a. A newly elected term of Executive Committee shall convene the first Executive Committee meeting within 21 days after the annual Members' Meeting to decide on the appointment of offices in the Executive Committee and to plan for the affairs of the Group for the coming year.
- b. Thereafter during the term of the Executive Committee's office, a member of the Executive Committee may convene an executive committee meeting for the dispatch of business, adjourn, and otherwise regulate their meetings, as he/she thinks fit, provided that the members of the Executive Committee must be notified of the time, date, venue and agenda for the meeting in writing 7 days before the day of the proposed meeting.
- c. The quorum for the Executive Committee meeting shall be not less than half of the number of the members of the Executive Committee in person or by proxy. Where quorum is not reached within 1.5 hour of the time scheduled for the meeting to be convened, the Executive Committee meeting shall be deemed to be cancelled, and the Executive Committee must thereafter notify all members of the Executive Committee in writing of the time, date, venue and agenda for the postponed meeting 7 days before the meeting day. Quorum shall be deemed to be satisfied in the postponed meeting irrespective of the number of attending members of the Executive Committee.
- d. Questions arising at Executive Committee meetings shall be decided by a simple majority of votes. In case of an equality of votes, the Chairperson shall have a casting vote.
- e. Each Committee member has one vote which may be given either personally or by proxy.
- f. No resolution passed in any Executive Committee meeting shall contradict the aims and objectives of this Group.

(4) Annual Members' Meeting & Special Members' Meeting

- a. The Executive Committee shall be responsible for convening the Annual Members' Meeting or Special Members' Meeting.
- b. The Annual Members' Meeting shall be held in July each year at such time and place as the Executive Committee shall appoint, in addition to any other meetings in that year which may be held in accordance with the provisions herein.
- c. Upon receipt of a written motion jointly proposed by not less than 50 members or 20% of all the Members of the Group whichever is less, the Executive Committee must convene a Special Members' Meeting within 21 days. Notification of the Special Members' Meeting must be given to all members of the Group in writing 10 days before the meeting.
- d. The quorum for the Annual Members' Meeting and the Special Members' Meeting shall be 15 persons or 5 % of the total number of members of the Group in person or by proxy, whichever is higher.
- e. Where quorum is not reached within 1.5 hour of the scheduled time for the meeting to start, the meeting shall be deemed to be cancelled, and within 21 days therefrom a postponed Members' Meeting or Special Members' Meeting shall be convened. The Executive Committee must notify all members in writing of the time, date, venue and agenda for the postponed meeting 14 days before the day on which the said meeting is scheduled to be convened. Quorum shall be deemed to be satisfied in the postponed meeting irrespective of the number of attending voting members.
- f. Each member has one vote which can either be given either personally or by proxy. Questions arising at the meetings shall be decided by a simple majority of votes. In case of an equality of votes, the Executive Committee Chairperson shall have a casting vote.
- g. No resolution passed in any Members' meeting shall contradict the aims and objectives of this Group.

(VI) Election

- (1) Members of the Executive Committee must be chosen by election which shall take place every 2 years in July.
- (2) The procedures of election for the members of the Executive Committee are as follows :-
 - a. The Executive Committee shall invite in writing (including invitations made by electronic devices such as electronic mails) all ordinary members to nominate or run for election 2 months before the election is scheduled to take place. Each ordinary member can nominate a maximum of 3 Members whose status as a nominee shall be confirmed only with consent of the same.
 - b. The Executive Committee shall distribute voting materials and information to all voting members not less than 14 days before the election is scheduled to take place.
 - c. The Executive Committee shall state in the voting materials mentioned in paragraph (VI)(2)(a) above the number of the members of the Executive Committee to be elected for the particular election.
- (3) The 7-9 nominees as the case may be with the highest count of votes shall constitute the Executive Committee for the new term and the offices within the Executive Committee shall be filled by election among the members of the Executive Committee.

(VII) The special duties of members of the Executive Committee include :-

(1) Chairperson

- a. Convening and conducting the Members' Meeting and the Executive Committee meeting.
- b. Reporting to the Members' Meeting the affairs conducted by the Group in the past year.
- c. Carrying out of the decisions made in Members' Meetings and Executive Committee meetings.

- d. Promoting the Group's affairs, executing documents and representing the Group to participate in relevant external activities.
- e. To give suggestions to relevant bodies, institutions or organizations on behalf of the Group in accordance with the aims and objectives of the Group.
- f. To exercise the casting vote in case of an equality of votes in meetings.

(2) Vice Chairperson

To assist the Chairperson in promoting the affairs of the Group, and to act in place of the Chairperson during the duration when he/she is out of office.

(3) Secretary

To produce and keep all minutes of the Executive Committee meetings and conduct all secretarial work.

(4) Assistant Secretary

To assist in the duties of the Secretary and to act in place of the Secretary during the duration when the same is out of office.

(5) Treasurer

To maintain all items of expenditure of the Group and submit audited financial reports at annual Member's meeting.

(6) Committee Member

To assist the promotion of all affairs of the Group and the planning of all social and recreational activities of the Group.

(VIII) Finances

- (1) The funds of the Group must be applied towards the maintenance and development of the affairs of the Group for the benefit of all members of the Group.
- (2) The treasurer shall report the Group's financial status at the annual Members' Meeting and the Executive Committee's meeting.

- (3) The financial year for the Group shall commence from on 1st April each year to 31st March the next year.
- (4) The Executive Committee has the responsibility to ensure that the income and expenditure of the Group are balanced.
- (5) The Executive Committee should deposit all moneys received by the Group to a designated bank account. No withdrawal by cheques therefrom shall be effective unless they are signed by the Chairperson or the Vice Chairperson jointly with the Treasurer. No more than HKD500 shall be kept as petty cash by the Treasurer.
- (6) This Group shall accept donations from all sectors of the society.

(IX) Audit

An auditor shall be elected at the Members' Meeting who shall be deemed to be serving the Group on a voluntary basis, and he/she shall be responsible for the auditing and submission of the financial report at the annual Members' Meeting.

(X) Amendment of the Constitution and Dissolution

- (1) Resolutions to amend the Constitution shall not be effective unless they are passed by not less than half of the members present at a duly convened Members' Meeting or Special Members' Meeting.
- (2) Resolutions to dissolve the Group shall be ineffective unless they are passed by two thirds of the quorum present at a duly convened Members' Meeting or Special Members' Meeting. Any remaining assets of the Group shall be donated to legally established charities for the benefit of children at the decision of the Members' Meeting.

- (XI)** The English version of this Constitution shall take precedence in case of discrepancies between the Chinese version.

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