

Past Students Association of Good Hope School

Minutes of the Extraordinary General Meeting
held at 7:30 pm on 9 January 2014
at Caritas Community & Higher Education Service, Hong Kong

Members present: 37 members (see Attendance List attached)

Proxies carried: 4 (see Attendance List attached)

In attendance: Ms Brenda Mau (Acting Principal and Vice Principal of Secondary Section of Good Hope School)
Mrs Angela Lee (Acting Vice Principal of Secondary Section of Good Hope School)

Calling the meeting to order

June Teng, Chairperson of the Past Students Association of Good Hope School ("the Association", called the meeting to order at 7:30 pm. June explained that according to the Constitution of the Association, the required quorum for holding the Extraordinary General Meeting ("EGM") should be 20% of the total Life Membership. At 7:15 pm, which was 15 minutes after the appointed time of the EGM, a quorum was not present, so the meeting was adjourned for 15 minutes. The quorum required for the EGM after adjournment was 25 Life Members present. Since there were 37 Life Members present, she declared that there was a quorum and the meeting should commence.

1. Confirmation of the minutes of the Extraordinary General Meeting held on 15th November 2012

1.1 June pointed out that there was a mistake in the minutes of the EGM of 15th November 2012. The required quorum should be corrected to become 20% instead of 10%. Proposed by Winnie Ho, seconded by Pauline Ng, the proposal was endorsed by a vote of 37 voting for and no vote against the motion. June declared the minutes confirmed.

2. Consideration of special resolution/resolutions

2.1 June invited the members present to consider and if thought fit, to pass the resolutions set

out in the notice of meeting.

Special Resolution – Resolved that all members on the current Executive Committee of the Association will continue to serve up to 31st July 2014 or the date on which the Association is dissolved, whichever is the earlier, and thereby no election is required for compliance with Clause 17(a) of the Constitution.

2.2 June explained that the Good Hope School Past Students Association Limited ("GHSPSA Ltd") had been incorporated and had held its first meeting on 18th December 2013, but it would take some time for GHSPSA Ltd to open its account and arrange to transfer the funds in the Association to the new account. However under Clause 17(a) of the Constitution of the Association, there was a need to elect the members of the Executive Committee at the upcoming Annual General Meeting (also scheduled on the same date of the EGM). As the Association would soon be dissolved, it might not be worthwhile to conduct the election of the Executive Committee for another term. The special resolution was required as it sought to waive a requirement in the Constitution. The purpose of the special resolution was to allow the current Executive Committee to continue to serve until 31st July 2014 or the date on which the Association was dissolved, whichever the earlier. The votes required would be two-thirds of the votes present. Proposed by Lorraine Cheng, seconded by Virginia Chi, the proposed special resolution was passed by a vote of 37 voting for and no vote against the motion. June declared the special resolution passed.

Resolution – Resolved that the directory of members, with names, year of graduation / study in Good Hope School and contact addresses, can be provided to GOOD HOPE SCHOOL PAST STUDENTS ASSOCIATION LIMITED subject to the issue of a letter addressed individually to all members to seek their agreement by way of the no-objection arrangement, i.e. where no objection is raised before a certain date, consent is deemed to have been given, for inviting the members to become members of the company and for communication on activities of the company.

2.3 June explained that for continuity of the work of the Association, it would be necessary for GHSPSA Ltd to start recruiting its members. The resolution sought to allow the Association to provide GHSPSA Ltd with the directory of its members (including names, year of graduation/study and contact addresses) so that GHSPSA Ltd could contact them direct. However, to address the privacy requirement under the law, it would be necessary for the Association to issue a personal letter to its members to notify them of such provision of personal data to GHSPSA Ltd subject to the no-objection arrangement. Proposed by Lorna Yuen, seconded by Kelly Wong, the proposed resolution was passed by a vote of 37 voting for

and no voter against the motion. June declared the resolution passed.

Resolution – Resolved that the resolution passed at the Extraordinary General Meeting on 15th November 2012 to appoint auditors to prepare a final audit of books and accounts of the Association before dissolution of the Association be rescinded.

2.4 June explained that this resolution to rescind an earlier decision made at the EGM on 15th November 2012 as the earlier decision was to appoint auditors to prepare a final audit of books and accounts of the Association. However, as the current Executive Committee had no access to the books and account before its time, this final audit would not be viable. Under the circumstances, we will appoint Morris & Co to validate income and expenses on the books and accounts from the time when the current Executive Committee took over the account balance from the previous Executive Committee in November 2011. To be able to do so, it was necessary to rescind the decision of the decision made at the EGM on 15th November 2012 before proposing the new arrangement. Proposed by Eva Wong, seconded by Pauline Ng, the proposed resolution was passed by a vote with 37 voting for and no vote against the motion. June declared the resolution passed.

Resolution – Resolved that Morris & Co. be appointed to validate income and expenses of the Association for the period from the date of the opening of bank accounts of the Association after the assumption of office of 2011-2013 Executive Committee, until 28th February 2014.

2.5 June advised that the auditing period proposed in this resolution would be up to 28th February 2014. From then onwards, it was expected that the new GHSPSA Ltd would be able to take over all functions of the Association. Morris & Co was proposed as it offered a very reasonable rate for the auditing work. Proposed by Margaret Lau, seconded by Jenny Liu, the proposed resolution was passed by a vote with 37 votes voting for and no vote against the motion. June declared the resolution passed.

3. Adjournment

There being no other business, the Chairperson declared the meeting adjourned at 7:45 pm.

June Teng
Chairperson of the Meeting