

**Notice of Annual General Meeting**  
**St. Stephen's College Alumni Association Limited**

To: All members of St. Stephen's College Alumni Association Limited, all alumni of St. Stephen's College and all alumni of St. Stephen's College Preparatory School.

NOTICE is hereby given THAT Annual General Meeting of St. Stephen's College Alumni Association Limited will be held on FRIDAY 28 October 2016 at 7:30pm (registration from 7:00 pm to 7:30 pm) at King's Cuisine Restaurant, 6/F, Windsor House, 311 Gloucester Road, Causeway Bay, Hong Kong for the purpose of transacting the following business :

1. To approve the minutes of Annual General Meeting of St. Stephen's College Alumni Association Limited held on 25 September 2015 (at Appendix I);
2. To receive the President's report of St. Stephen's College Alumni Association Limited for 2015 to 2016;
3. To receive the audited accounts of St. Stephen's College Alumni Association Limited for the period from 1 July 2015 to 30 June 2016;
4. To approve the proposed amendments to the Article of Associations of St. Stephen's College Alumni Association Limited by the Executive Committee for 2015 to 2016 (at Appendix I) to :
  - (a) change the terms of office of the President, Vice Presidents, Honourary Treasurer and Honourary Secretary (i.e. office bearers) from the Annual General Meeting from which they were elected to the next Annual General Meeting (existing provision) to the second Annual General Meeting thereafter (proposed amendments) (at Appendix II); and
  - (b) make other textual amendments to align its text with the enactment of the new Companies Ordinance (Cap. 622);
5. To elect the President, Vice-Presidents, Honorary Secretary and Honorary Treasurer for the year 2016 to 2018 (if item no. 4(a) is passed, or 2016 to 2017 if item no. 4(a) is not passed) and Members of the Executive Committee for 2016 to 2017;
6. To appoint auditor of St. Stephen's College Alumni Association Limited for the period from 1 July 2016 to 30 June 2017; and
7. Any other business.

Kelvin Ka-yun LEE  
Honorary Secretary of St. Stephen's College Alumni Association Limited  
Dated this the 6<sup>th</sup> day of October 2016

**Notes :**

1. Clauses 35, 36, 37 and 44 of the existing Articles of Association state as follows: -
  35. The management of the affairs of the Association shall be vested in the Executive Committee which consists of the President, Two Vice Presidents, Honorary Secretary, Honorary Treasurer, Immediate Past President and not more than (10) members. All members of the Executive Committee shall be Voting Members of the Association.
  36. The term of office of the Executive Committee shall be from the Annual General Meeting at which the Executive Committee was elected until the next Annual General Meeting thereafter. A retiring Executive Committee Member shall be eligible for re-election but no members of the office bearers (President, Vice Presidents, Honorary Secretary, Honorary Treasurer and Immediate Past President) shall remain in the same office for more than four consecutive terms.
  37. Notwithstanding Clause 36 above:
    - (a) The President shall not remain in the same office for more than 2 consecutive terms;
    - (b) The President to be elected must have served as an Executive Committee Member for not less than one term (one year) immediately prior to being elected as President of the Association, or have previously served as President or Vice-President of the Association or the unincorporated association known as St. Stephen's College Alumni Association.
  44. All members of the Executive Committee shall retire at every Annual General Meeting and, save as otherwise provided herein, shall be eligible for re-election.
2. The Members of the Executive Committee elected at the AGM on 25 September 2015 are as follows: -

Ms. Mimi Yuen (President), Ms. Yvonne Au (Vice President), Mr. David Fong (Vice President), Mr. Kelvin Lee (Honorary Secretary), Mr. Ronald Yu (Honorary Treasurer), Mr. Augusto King (Immediate Past President), Ms. Margaret Ho (Member), Mr. Mackenzie Law (Member), Mr. Foster Lee (Member), Mr. Dickson Leung (Member), Mr. Danny Ng (Member), Ms. Yannie Ng (Member), Mr. George Tam (Member), Mr. Derek Tse (Member), Mr. Alan Wu (Member) and Mr. Gordon Yen (Member).
3. The positions on the Executive Committee are open to all Voting Members. Voting Members who would like to stand for election to the Executive Committee should submit their names and personal particulars to the current Honorary Secretary Kelvin LEE by e-mail at [kelvinkayunlee@gmail.com](mailto:kelvinkayunlee@gmail.com) before 14 October 2016 who will then pass the same to Members for their consideration.
4. A Member who is entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote for and on his/her behalf. Only Ordinary Members who have paid up their Membership Subscriptions or Life Members are entitled to vote. Expired memberships can be renewed on the spot before the AGM.
5. A form of proxy for use at the AGM is attached hereto as Appendix III.
6. Proxy forms must be lodged within 30 minutes prior to the meeting.
7. The Memorandum and Articles of Association of St. Stephen's College Alumni Association Limited are available on our website [www.sscAA.org](http://www.sscAA.org) . If any member requires a hard-copy version, please contact Kelvin LEE by e-mail at [kelvinkayunlee@gmail.com](mailto:kelvinkayunlee@gmail.com) .
8. Please note that registration is essential for the purpose of confirming attendees' status as Voting Members.
9. A dinner will be held at the restaurant after the AGM. Please contact Kelvin LEE as above if you would like to stay for dinner. (Costs of dinner will be shared by the participants.)

**MINUTES OF ANNUAL GENERAL MEETING**

**OF ST. STEPHEN'S COLLEGE ALUMNI ASSOCIATION LIMITED**

Date : 25 September 2015  
Time : 7:30 to 8:00 p.m.  
Venue : King's Cuisine Restaurant, 6/F, Windsor House, 311 Gloucester Road, Causeway Bay, Hong Kong

1. The minutes of Annual General Meeting of St. Stephen's College Alumni Association Limited held on 26 September 2014 were approved.
2. The President Mr. Augusto King presented his report of St. Stephen's College Alumni Association Limited for 2014-2015.
3. The audited accounts of St. Stephen's College Alumni Association Limited for the period from 1 July 2014 to 30 June 2015 were adopted.
4. The following members were elected to the Executive Committee of St. Stephen's College Alumni Association Limited for 2015-2016:

Ms. Mimi Yuen (President), Ms. Yvonne Au (Vice President), Mr. David Fong (Vice President), Mr. Kelvin Lee (Honorary Secretary), Mr. Ronald Yu (Honorary Treasurer), Mr. Augusto King (Immediate Past President), Ms. Margaret Ho (Member), Mr. Mackenzie Law (Member), Mr. Foster Lee (Member), Mr. Dickson Leung (Member), Mr. Danny Ng (Member), Ms. Yannie Ng (Member), Mr. George Tam (Member), Mr. Derek Tse (Member), Mr. Alan Wu (Member) and Mr. Gordon Yen (Member).

5. It was approved that the newly elected Executive Committee should carry out a study on the proposed amendments to the constitution of St. Stephen's College Alumni Association Limited.
6. Messrs. Chan Chee Cheng & Co., Certified Public Accountants, was appointed auditors of St. Stephen's College Alumni Association Limited for the period from 1 July 2015 to 30 June 2016.
7. A.O.B. – There was no other business.

**Original version – clause 36**

36. The term of office of the Executive Committee shall be from the Annual General Meeting at which the Executive Committee was elected until the next Annual General Meeting thereafter. A retiring Executive Committee Member shall be eligible for re-election but no member of the office bearers (President, Vice Presidents, Honorary Secretary, Honorary Treasurer and Immediate Past President) shall remain in the same office for more than four consecutive terms.

**Proposed amendments to clause 36**

36.1 Subject to Clause 36.2, the term of office of the Executive Committee shall be from the Annual General Meeting at which the Executive Committee was elected until the next Annual General Meeting thereafter. A retiring Executive Committee Member shall be eligible for re-election but no member of the office bearers (President, Vice Presidents, Honorary Secretary, Honorary Treasurer and Immediate Past President) shall remain in the same office for more than two consecutive terms.

36.2. The term of office of the office bearers shall be from the Annual General Meeting at which they were elected to the second Annual General Meeting thereafter.

**Original clause 44**

44. All members of the Executive Committee shall retire at every Annual General Meeting and, save as otherwise provided herein, shall be eligible for re-election.

**Proposed amendments to clause 44**

44. All members of the Executive Committee shall retire at the expiry of the term of the Executive Committee as provided under paragraph 36 and, save as otherwise provided herein, shall be eligible for re-election.

Explanatory memorandum on the amendments

The amendments to clause 36 aim at extending the term of office bearers from normally one year to two years so that the office bearers would have more flexibility to implement long term policy for the benefit of SSCAA. The maximum years of service of office bearers remain unchanged (i.e. four years). There is no change in relation to the term of office of other members of the Executive Committee. The amendments to clause 44 are the corresponding changes arising from the proposed amendments to clause 36.

**ST. STEPHEN'S COLLEGE ALUMNI ASSOCIATION LIMITED**

***FORM OF PROXY***

**For use at the Annual General Meeting to be held on 28 October 2016.**

I, \_\_\_\_\_, (name) of \_\_\_\_\_,  
(address), being a Voting Member of St. Stephen's College Alumni Association Limited,  
hereby appoint \_\_\_\_\_ (name) of \_\_\_\_\_  
\_\_\_\_\_ (address), also a Voting Member of St. Stephen's  
College Alumni Association Limited, as my proxy to vote for me and on my behalf as he or  
she thinks proper.

Signature : \_\_\_\_\_

Membership No.: \_\_\_\_\_

Date : \_\_\_\_\_