

HONG KONG COMPUTER SOCIETY
(the "Society")
(registered under the Societies Ordinance, Chapter 151, Laws of Hong Kong)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that The Annual General Meeting of Hong Kong Computer Society will be held at the Mr & Mrs David T F Chow Lecture Theatre (LT-4), 4/F, Yeung Kin Man Academic Building, City University of Hong Kong, 83 Tat Chee Avenue, Kowloon Tong, Hong Kong on Thursday, 9th May 2019 at 6:30 p.m., to transact the following agenda items:-

1. To approve the minutes of the Annual General Meeting held on 3rd May 2018;
2. To consider and accept last fiscal year's audited accounts as approved by the Council;
3. To consider and, if approved, accept the report on the activities of the Society during the past year;
4. To elect and re-elect the members of the Council for the ensuing year;
5. To appoint the Honorary Auditor and Honorary Legal Advisor of the Society for the ensuing year;
6. To appoint the auditor of the Society and to authorize the Council to fix their remuneration;
7. To consider, and if thought fit, pass the following resolution:-

The Constitution of the Society^{*Note 1} be amended as follows:

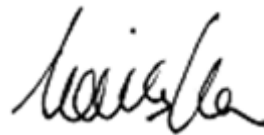
- (1) Deleting Clause 5a (vi) and substituting thereof by the following as new Clause 5a (vi):
"has gained experience in positions of increasing responsibility in ICT over a period of at least fifteen years or has attained a position demonstrating a level of competence as recognised by the Council."
- (2) Deleting second paragraph of Clause 5h and substituting thereof by the following paragraph:
"A Corporate Member may nominate up to three (3) of its employees or directors for admission to individual membership, subject to the applicable membership requirements. Such members shall be free of admission and annual subscription fees. Nomination or change of such membership is subject to the approval of the Membership Committee."
- (3) Deleting second paragraph of Clause 12 and substituting thereof by the following paragraph:
"Candidate for the position of President must be a Full Member of two years or more standing, having served as a Council Member for at least two years with one year as Vice President immediately before the date of election, and must be holding responsible position directly related to the IT industry during the five years immediately before the date of election. In the case of dispute regarding the qualification of the President, the adjudication by the Election Review Panel of HKCS shall be final. Such Election Review Panel shall be appointed by the Council within two weeks from date of dispute arising, which shall consist of 3 but not more than 5 persons who individually shall be Members of HKCS."
- (4) Deleting second paragraph of Clause 13 and substituting thereof by the following paragraph:
"The President shall hold office for a term of not more than two (2) years and shall retire at the Annual General Meeting. A retiring President shall be eligible for re-election but no President shall be allowed to hold more than two (2) consecutive terms."

- (5) Inserting “A person who is not a member of the Society may not attend Council meetings of the Society unless approved by the Council” to Clause 19 which should then be read as:
“Any member of the Council absent from three meetings consecutively without satisfactory explanations may be subject to expulsion from the Council, and a successor may be co-opted by the Council to serve until the next Annual General Meeting. A person who is not a member of the Society may not attend Council meetings of the Society unless approved by the Council.”
- (6) Inserting “A person who is not a member of the Society may not attend General Meetings of the Society unless approved by the Council” to Clause 28 which should then be read as:
“Associate Members, Corporate Members, Honorary Members, General Members and Student Members are entitled to membership privileges with the exception of voting at General Meetings and election to the Council. Full Members, Distinguished Fellow Members and Fellow Members have the right to vote, receive notice and attend the General Meetings of the Society. A person who is not a member of the Society may not attend General Meetings of the Society unless approved by the Council.”
- (7) Deleting Clause 30 and 30a
30. A person who is not a member of the Society may not attend Council meetings and General Meetings of the Society unless approved by the Council. SIG Chairman is entitled to attend Council Meetings as an observer.
30a. SIG is also called Specialists Group
- (8) Deleting Clause 34 and substituting thereof by the following as new Clause 34:
“No alteration or amendment to this Constitution shall be made unless such alteration or amendment is approved by the majority vote of the Full Members present either in person or by proxy at a General Meeting.”

8. Appreciation and closing remark.

Date: 17th April 2019

By order of the Council



Ir. Dr. Louis Ma
Vice President (Professional and Career
Development) and Honorary Secretary
Hong Kong Computer Society

*Note 1 Please refer to the HKCS Constitution at

http://www.hkcs.org.hk/wp-content/uploads/General_Doc/Constitution/HKCS_Constitution_2017_Final_v2.pdf

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Notes:

1. The following Council Members shall retire from office, those marked with an asterisk (*) are eligible to be re-elected:

Mr. Ted Suen*	President
Mr. Andy Bien	Vice President (External Engagement)
Dr. Gabriel Leung*	Vice President (Branding & Communications)
Ms. Christine Yau*	Vice President (Membership)
Mr. Horace Chu*	Director of External Engagement
Ms. Kylie Fung*	Director of Talent Cultivation
Mr. Richard Leung*	Vice President (Talent Cultivation)
Mr. John Li*	Director of Membership
Ir Dr. Louis Ma*	Vice President (Professional & Career Development) and Honorary Secretary
Mr. Fred Sheu*	Director of Branding & Communications
Mr. Rocky Cheng*	Vice President (Greater China Affairs)
Mr. Argon Ho*	Director of Branding & Communications

2. In accordance with clause 24 of the HKCS Constitution, only DISTINGUISHED FELLOW, FELLOW and FULL members of the Society, who have been awarded Full membership for a minimum of one month as at the date of the AGM, are eligible to vote at the AGM. Eligible Distinguished Fellow, Fellow and Full members are required to bring along their membership cards, without which they will not be able to cast their vote.
3. In accordance with clause 28 of the HKCS Constitution, Associate, Corporate, Honorary, General and Student members are ineligible to vote at the AGM.
4. The following documents are enclosed with this notice:
- Nomination Form for Election of the Council Members / President
 - Proxy Form

In the interest of saving resources, hardcopy of the minutes of the AGM held on 9th May 2019 can be provided to members for collection in person from HKCS office or request a copy by phone (+852 2834-2228). Extra hardcopies will be made available at the AGM.

5. Only originals or photocopies of the enclosed HKCS Nomination Form which bear the signatures of the nominator, seconder and candidate will be accepted.
6. Any Distinguished Fellow, Fellow and Full member who is entitled to attend and vote at the Meeting may appoint a proxy to attend and on a poll to vote for and on his/her behalf. A proxy or a representative must be a member of the Society.
7. Only originals or photocopies of the enclosed HKCS Proxy Form which bear the signatures of the Distinguished Fellow, Fellow and Full member, who satisfy the aforementioned requirement in Note 2 with legibly written membership number will be accepted.
8. An instrument of appointment of proxy, to be valid, must be deposited at the Registered Address of the Society not less than 48 hours before the time fixed for the Meeting (i.e. on or before 7th May 2019 6:30pm).
9. Election of the HKCS Council Members shall be in accordance with clauses 12 and 13 of the HKCS Constitution.
10. The AGM shall be considered in quorum if the attendance is greater than or equal to 10% of the total number of Distinguished Fellow, Fellow and Full membership count. If a quorum is not achieved on 9th May 2019, the meeting shall be adjourned and reconvened at 6:30 p.m. on Monday, 16th May 2019 at Hong Kong Computer Society at 5/F, 78 Tat Chee Avenue, Kowloon Tong, Kowloon. Members unable to attend may call the HKCS office at 2834-2228 or email to membership@hkcs.org.hk for arrangement.