

The Hong Kong Ergonomics Society

CONSTITUTION

1. Name

The name of the organisation (referred to below as “the Society”) shall be The Hong Kong Ergonomics Society. The Chinese name shall be “香港人類工效學學會”.

2. Registered Address

The registered address shall be “c/o Department of Manufacturing Engineering and Engineering Management, The City University of Hong Kong, Tat Chee Avenue, Kowloon, Hong Kong” or such other address as may be notified from time to time to the Societies Officer pursuant to the Societies Ordinance (Cap. 151”).

3. Objects

The objects of the Society are to advance the science of ergonomics in Hong Kong by: i) stimulating research in ergonomics, and effective application of ergonomics; ii) promoting education in ergonomics, and; iii) representing the professional interests of members.

3.1 To achieve the aforesaid, the Society may:

- 3.1.1 facilitate discussion between members of issues pertaining to the objects of the Society or interests of its members;
- 3.1.2 collate and disseminate information relating to ergonomics;
- 3.1.3 organise meetings and seminars on ergonomics issues;
- 3.1.4 encourage collaboration and exchange with other societies, whose objects are, altogether or in part, similar to those of the Society;
- 3.1.5 represent the interests of members to Government and other organisations.
- 3.1.6 organise such other activities that are incidental to the objects of the Society.

4. Interpretation

In this Constitution, unless there is something in the subject or context inconsistent therewith:-

“The Society” means The Hong Kong Ergonomics Society.

“The Council” means the Council of the Society for the time being constituted under this Constitution.

“members” means all different grades of membership as defined in article 5.3

“voting members” means Members and Fellows as defined in article 5.3

“General Meeting” means a General Meeting of the voting members of the Society, whether Annual or Extraordinary.

Words importing the masculine gender shall include the feminine gender, and words importing the singular number shall include the plural number, and the converse shall also apply, and words importing persons shall include corporations.

5. **Membership**

The Society welcomes members with the common objects of the Society. The Society would not discriminate members from different ethnic or religious background.

5.1 Procedures for Membership

The rules and acceptance procedures for election to all grades of membership of the Society are determined by the Council of the Society from time to time.

5.2 Application Form

All applications shall be in writing using the form provided by the Society.

5.3 Grades of Membership

The Society shall have the following grades of membership:

- (a) Fellow;
- (b) Member;
- (c) Associate;
- (d) Student Member; and
- (e) Corporate Affiliate

5.3.1 Fellow

The grade of Fellow is an honour conferred by the Council on a Member of the Society. It recognises the member's outstanding service to the profession of ergonomics, and to the Society.

5.3.2 Member

The grade of Member is open to any individual who satisfies the requirements of the Society in relation to his skills and knowledge in some specific field(s) related to ergonomics. The eligibility criteria will be determined by the Council from time to time.

5.3.3 Associate

The grade of Associate is open to any individual who has an interest in ergonomics and supports the Objects of the Society but who either does not qualify as a Member or does not wish to be a Member.

5.3.4 Student Member

The grade of Student is open to any individual who is currently a full time student in a tertiary institution and is interested in the knowledge and practice of ergonomics.

5.3.5 Corporate Affiliate

Commercial and other organisations with an interest in ergonomics and who support the Objects of the Society may become Corporate Affiliate.

5.4 Only Members and Fellows are eligible to nominate and stand for election, and have the right to vote and propose agenda in General Meeting.

5.5 **Code of Professional Conduct**

All members of the Society shall abide by the Code of Professional Conduct adopted by the Society at a General Meeting from time to time.

5.6 **Termination of Membership**

Membership of the Society may be terminated in one of the following ways:

5.6.1 By failure to pay Society subscriptions for a period determined by the Council.

5.6.2 By written withdrawal to the General Secretary.

5.6.3 By the death of an individual member or the dissolution of a Corporate Affiliate.

- 5.6.4 By bankruptcy or behaviour which, in the opinion of the Council, is not acceptable or tends to bring the Society into disrepute.

6. **General**

The supreme authority of the Society shall be vested in the General Meeting, during the recess of which the Council shall be the executive organ.

7. **General Meetings**

- 7.1 The Annual General Meeting shall be held once every year for the purpose of receiving the Annual Report of the Council, adopting the Audited Accounts of the Society of the preceding year, appointing auditor and legal advisor, and electing Members to the Council.
- 7.2 General Meetings other than the Annual General Meeting shall be known as Extraordinary General Meetings.
- 7.3 The Council may, when it thinks fit, convene an Extraordinary General Meeting.
- 7.3.1 An Extraordinary General Meeting shall be convened by the Council upon a written request, for the specific purpose of Extraordinary General Meeting, addressed to the General Secretary. The request should be made by not less than ten percent of the voting members or ten voting members, whichever number is higher. If the Council does not within twenty-one days after the receipt of the said requisition proceed duly to convene any such meeting, the voting members making the requisition may themselves convene an Extraordinary General Meeting.
- 7.4 Notice of not less than fourteen days shall be given, in writing, to voting members of holding of a General Meeting, specifying the date, time, venue and agenda of the General Meeting. The non-receipt of such notice by any voting member shall not invalidate the proceedings at any General Meeting.
- 7.5 No business shall be transacted at General Meetings unless there is a quorum of not less than ten percent of voting members or ten voting members, whichever number is higher.
- 7.5.1 If a quorum is not present within half an hour from the time appointed for the General Meeting, the Meeting shall be dissolved if convened under Article 7.3.1; otherwise the Meeting shall be adjourned to another day within the following four weeks. The notice of the adjourned meeting should be sent to all voting members with at least seven days of notice, and whatever number of

members are present at that General Meeting shall constitute a quorum.

7.6 The President of the Council shall preside at all General Meetings.

7.6.1 If the President of the Council is not present within fifteen minutes of the time appointed for holding the meeting, the Vice President shall preside. If the Vice President is not present at the meeting, the voting members shall choose any member of the Council as Chairperson of the meeting; and in case none of the Council members is present or is willing to take the Chair, the Chairperson of the Meeting shall be elected by the voting members present from amongst themselves.

7.7 Business and discussions at General Meetings shall be restricted to matters on the agenda.

7.8 Voting at General Meeting shall be by a show of hands, unless an alternative form of voting is demanded by:

- (a) the Chairperson of the Meeting; or
- (b) three voting members present at the meeting.

7.8.1 The instrument appointing a proxy shall be in writing under the hand of the appointer to the General Secretary, and unless otherwise instructed the proxy may vote as he thinks fit. A proxy shall be a voting member.

7.8.2 All decision, unless otherwise stated in this Constitution, shall be decided by simple majority.

7.8.2 In the event of an equality of votes, the Chairperson of the Meeting shall have a casting vote.

8. Council

8.1 The Society shall have a Council elected by voting members in a General Meeting and consist of:-

- (a) a President
- (b) a Vice President
- (c) a General Secretary
- (d) a Treasurer
- (e) Four to Eight Council Members as decided by the Council from time to time

8.2 Initial Arrangements

8.2.1 From the formation of the Society until the first Annual General Meeting held in accordance with the provisions of this Constitution, a Provisional Council shall comprise a group of founding members. A founding member shall be a person who has been involved in the formation of the Society, would be eligible for membership pursuant to Article 5.3.2 and who joins as a Provisional Council Member for the purposes of notification of the Society under the Societies Ordinance (Cap. 151).

8.2.2 The Provisional Council shall after notification of the Society under the Societies Ordinance (Cap. 151) conduct the business of the Society until the first Annual General Meeting in which the Council shall be elected in accordance with provisions of Article 8.3

8.2.3 The Provisional Council shall be dissolved immediately after the formation for the Council at the first Annual General Meeting.

8.3 Members of the Council shall be elected at the Annual General Meeting and shall hold office for a two-year term.

8.3.1 At least one month before the expiry of the term of office of the Council, the Council shall invite nominations for the offices in the Council from voting members of the Society.

8.3.2 A nomination for a specified office in the Council must be made in writing by one voting member, and seconded by at least one other voting member.

8.3.3 The written consent of the candidates to stand for election must be obtained before nominations can be accepted.

8.3.4 Nominations shall reach the General Secretary not less than ten days before the scheduled Annual General Meeting.

8.3.5 Candidates shall be elected to specified offices in the Council as in Article 8.1.

8.3.6 Candidates receiving the highest numbers of votes are elected into office. A tie shall be resolved by taking a second ballot for the candidates involved, failing which the issue shall be resolved in the manner agreed upon by three quarters of the voting members present.

8.3.7 On completion of his term of office, a Council member may offer himself for re-election to the Council.

8.3.8 No Council member shall hold office as President for more than two consecutive terms.

8.4 The office of a Council Member shall be vacated if such member:-

- (a) ceases to be a voting member of the Society; or
- (b) resigns his office by notice in writing; or
- (c) is dismissed from office by a resolution at a General Meeting by simple majority.

8.5 Powers of the Council

8.5.1 The business of the Society shall be managed by the Council in accordance with the Constitution and subject to any resolutions passed at General Meetings.

8.5.2 The Council may recommend to the General Meeting any person or organization to be elected as Patron and Honorary Adviser of the Society, as appropriate.

8.5.3 The Council may appoint any person to be Spokesman for the Society.

8.5.4 The Council may appoint any members to be representatives of the Society to various statutory and non-statutory bodies in and outside Hong Kong in appropriate cases.

8.5.5 The Council may, whenever necessary, set up committees to manage special activities of the Society. The scope of work, powers, and existence of such committees shall be determined by the Council.

8.6 Duties of Council Members

8.6.1 The President shall preside at all General and Council Meetings and shall be responsible for the proper conduct of the business at all such meetings. He shall sign all other documents as the President of the Society, save that in his discretion he may direct the Vice President to sign on his behalf.

8.6.2 The Vice President shall have the power to perform all duties of the President during the absence or disability of the President. He shall, in conjunction with the General Secretary and Treasurer, operate the general administration of the affairs of the Society and shall

endeavour to secure the observance of the Constitution by all members.

- 8.6.3 The General Secretary shall attend all Council and General Meetings and shall record the proceedings, provided in his absence the Meeting may appoint a Secretary ad hoc from among its members to perform such duties. He shall notify all voting members of General Meetings and Council members of Council Meetings. He shall record and answer all correspondence on behalf of the Society as directed by the Council or the Chairperson in between Council Meetings. He shall prepare the Annual Report for the Council and shall keep an up-to-date register of members of the Society for inspection by members.
- 8.6.4 The Treasurer shall be responsible for the safety of all moneys belonging to the Society and shall keep full and accurate accounts thereof. He shall prepare an annual financial statement of accounts for audit and for presentation to the Annual General Meetings. He shall disburse funds according to the Standard Operation Procedures to be determined by the Council from time to time. He shall provide facilities for the inspection of the account books of the Society upon a notice in writing addressed to him by not less than ten percent of the voting members or ten voting members, whichever number is higher.
- 8.6.5 The Council Members shall assist in the execution of affairs of the Council and Society and shall perform duties of the aforesaid offices under the direction of the Council.
- 8.7 Council Meetings shall be held not less than once every three months. The meeting shall be convened on the requisition in writing by the President or four Council members.
- 8.7.1 A quorum for a Council Meeting shall be half of the total members of the Council.
- 8.7.2 If within half an hour from the time appointed for the meeting a quorum is not present, the meeting shall stand adjourned to such time within a week.
- 8.7.3 The President shall preside at all Council Meetings. In the absence of the President, the Vice President, General Secretary, and Treasurer shall take the Chair in that order, failing which any person elected from the Council Members present shall take the Chair.

- 8.7.5 Questions at Council Meetings shall be decided by a majority of votes by a show of hands, unless a secret ballot shall be demanded by a majority of members present. In case of an equality of votes, the Chairperson shall have a casting vote.

9. Finance

- 9.1 The Society shall be a non-profit making organisation. It may not generate income to redistribute to its members as profit.
- 9.2 To promote its objects, the Society shall raise and accept money through subscriptions, donations and other activities, including meetings and the sale of publications.
- 9.3 Subscriptions shall be paid annually by all members to the Society in amounts determined by the Council from time to time.
- 9.4 The general fund of the Society shall be used for the fulfillment of the objects of the Society.
- 9.5 The general fund which is not required for current expenses shall be deposited in a bank account opened in the name of the Society.
- 9.6 The payment of remuneration to any members of the Society in return for any services actually rendered to the Society, or expenses to members incurred on official business in connection with the Society can be made by the Council.
- 9.7 All cheques shall be signed by any two of the following Council Members jointly:-
- (a) The President,
 - (b) The Vice President
 - (b) The Treasurer,
 - (c) The General Secretary.
- 9.8 The Treasurer shall ensure that the annual financial records of the Society are audited and shall present a statement of the annual audited accounts to the Annual General Meeting of the Society.
- 9.9 One or more auditors, who may not be members of the Society, shall be appointed by each Annual General Meeting of the Society. The Auditor shall certify the annual financial statements of the Society. He shall provide reports and advice to the Council according to its requirement.

9.10 The liability of members is limited to the membership fee.

10. **Professional liability**

The Society shall not be responsible for indemnification against all costs, charges, losses, damages, and expenses incurred by a member, which in the opinion of the Council that the member has breached the Code of Professional Conduct issued by the Council from time to time or such provision under this Constitution.

11. **Changes to Constitution**

No alteration to this Constitution shall be effective unless it has been passed by a resolution in a General Meeting specifically convened for the purpose, carrying a majority vote of at least three quarters of the total voting members present. At least fourteen days' notice of the proposed change must first have been given to every voting member, specifying the exact words of proposed alteration, addition or repeal. The non-receipt of such notice by any voting member shall not invalidate the proceedings at any General Meeting.

12. **Dissolution of the Society**

12.1 The Society may be dissolved by a resolution at an Extraordinary General Meeting specifically convened for this purpose by not less than three quarters of the total voting members present.

12.2 If upon the dissolution of the Society there remain, after satisfaction of all its debts and liabilities, any assets or properties whatsoever, the sum shall not be paid to or distributed amongst members of the Society directly or indirectly, but shall be given or transferred to such institution having objects similar to the objects of the Society, and which shall prohibit the distribution of its income and property among its members, and if and so far as effect cannot be given to the aforesaid provisions then to charitable object or institution.