

THE COMPANIES ORDINANCE
(Chapter 32 of the Laws of Hong Kong)
Company Limited by Guarantee and Not Having a Share Capital

ARTICLES OF ASSOCIATION

OF

**THE HONG KONG COLLEGE OF COMMUNITY AND
PUBLIC HEALTH NURSING LIMITED**

香港社區及公共健康護理學院有限公司

1. (a) In these Articles, unless there is something in the subject or context which is inconsistent:

“Articles” shall mean the Articles of Association of the College for the time being.

“Academy” shall mean the Provisional Hong Kong Academy of Nursing.

“Associate Member” shall have the meaning as described in Article 7.

“College” shall mean THE HONG KONG COLLEGE OF COMMUNITY AND PUBLIC HEALTH NURSING LIMITED 香港社區及公共健康護理學院有限公司.

“Council” shall be the governing body of the College for the time being.

“Council Member” shall mean a person for the time being appointed as a member of the Council in accordance with these Articles.

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| “Fellow” | shall have the meaning as described in Article 7. |
| “Full Member” | shall have the meaning as described in Article 7. |
| “Honorary Fellow” | shall have the meaning as described in Article 7. |
| “In writing” | includes printed, lithographed and typewritten, or partly by one and partly by another of those means. |
| “Memorandum” | shall mean the Memorandum of Association of the College for the time being. |
| “Ordinance” | shall mean the Companies Ordinance, Chapter 32 of the Laws of Hong Kong as may be amended from time to time. |
| “Ordinary Resolution” | shall have the meaning assigned thereto by the Ordinance. |
| “President” | shall mean a person for the time being appointed as the president of the Council in accordance with these Articles. |
| “Register” | shall mean the register of members of the College to be kept pursuant to the Ordinance and these Articles. |
| “Registered Office” | means the registered office of the College as may be changed from time to time. |
| “Seal” | shall mean the Common Seal of the College. |
| “Special Resolution” | shall have the meaning assigned thereto by the Ordinance. |
| “Vice President” | shall mean a person for the time being appointed as the vice-president of the Council in accordance with these Articles. |

(b) In these Articles, unless inconsistent with the subject or context, appropriate words importing the singular number shall include the plural number and vice versa, words importing any gender shall include all other genders and references to persons shall include corporations.

(c) Unless the context otherwise requires, any words defined in the Ordinance or any statutory modification for the time being shall bear the same meanings in these Articles.

NUMBER OF MEMBERS

2. The number of members with which the College proposes to be registered is 50,000.

PURPOSES

3. The College is established for the purposes expressed in the Memorandum.

MEMBERSHIP

4. The founder members to the Memorandum and such other persons as the Council shall admit to membership shall be members of the College. Membership shall be open for individuals of whatever domicile, residence or nationality, being a registered nurse in Hong Kong and holds a valid certification approved by The Nursing Council of Hong Kong. Corporate or institutional membership will not be allowed or granted.
5. The founder members to the Memorandum shall be entitled to be elected as Council members.
6. Subject to Article 4, only Full Members shall be entitled to the privileges of membership of the College and to vote in meetings and only Fellows shall be entitled to be elected as Council Members.
7. There are three categories of earned membership and one category of honorary membership:

Earned membership

- (a) Associate Member: Any person who is a registered nurse and/or registered midwife in Hong Kong (i) who has been engaged in any postgraduate nursing education or any other programme in the nature of continuing nursing education or (ii) to whom the College satisfy that the person is interested in such study or programme.
- (b) Full Member: Any person who has successfully completed such courses or periods of training and passed such examinations held, whether conducted or recognized by the College, in relation to the admission of Members.
- (c) Fellow: Any person who (i) has successfully fulfilled an assessment, whether conducted or recognized by the College, in relation to the admission of Fellow or (ii) is a registered nurse and/or registered midwife having specialized in community and public health nursing for over 15 years within two years immediately preceding the establishment of the Academy and has demonstrated significant contributions to community and public health nursing services development, and in the opinion of the Council, the conduct of the person's practice was consistently good throughout the said period.

Honourary membership

Honourary Fellow: Any person of eminence or who has rendered outstanding service to the art or science of nursing or to the Academy may be admitted as an Honourary Fellow of the College.

8. An application for membership shall be made in writing and signed by the applicant and shall be in such form as the Council may from time to time prescribe. The application form shall be submitted to the College, accompanied by a cheque or cash or by credit card of an amount equal to the entrance fee and the first year annual subscription. The Council may, in its absolute discretion, accept or refuse any application without assigning any reason thereof. If an application is refused, the

moneys received by the College with the application form, subject to the deduction of any administrative charges in relation to the processing of the application, shall be refunded to the applicant.

9. Upon the approval of an application for membership, the applicant shall be notified in writing, and the name of the applicant shall be entered into the Register. A copy of the Memorandum and the Articles and the By-laws shall be made available for each College member. The College shall keep a Register of members which shall contain the name, address and category of each member, and the date on which the member joined the College.
10. Members, except Honourary Fellow, shall pay annual subscription fees. The amount payable shall be prescribed by the College in general meeting from time to time. If upon the expiry of any one year of membership, a member has failed to pay the annual subscription fee in respect of that year, the Council shall be entitled to strike the name of that member off the Register and that person shall forthwith cease to be a member of the College. A member whose name has been struck off the Register of the College for non-payment of annual subscriptions shall be entitled to automatic reinstatement upon payment of the arrears.
11. If any College member violates these Articles or the By-laws or if his conduct shall in the opinion of the Council be injurious to the character or interests of the College, a meeting of the Council shall be specially summoned to consider the case.
12. If the violating College member does not explain his conduct to the satisfaction of the Council, the Council shall be entitled to require the College Member to resign within one month, failing which, the name of that member shall be removed from the Register and shall *ipso facto* cease to be a College Member provided that the member affected shall have the right to appeal to the College.
14. A College member may resign by giving one month's notice in writing to the Secretary but he shall be liable for payment of any unpaid annual subscription fee for the current year in which the resignation takes place.

15. When a person ceases to be a College member either by resignation or otherwise, the College shall not return any fees or other moneys paid by such member.
16. (a) All Full Members who have paid their subscription fees payable in the relevant year may vote at any General Meeting and any election; and
(b) Only Full Members who have paid up their subscription fees payable in the relevant year shall be eligible for election as member of the Council.
17. The duties and obligations of all College members shall include:
 - (a) to abide by the constitution these Articles, and resolutions of the College and the By-laws; and
 - (b) subject to Article 10, to pay the respective membership subscriptions.

GENERAL MEETINGS

18. The College shall in each year hold a general meeting as its annual general meeting in addition to any other meetings in that year, and shall specify the meeting as such in the notices calling it; and not more than 15 months shall elapse between the date of one annual general meeting of the College and that of the next. Provided that so long as the College holds its first annual general meeting within 18 months of its incorporation, it needs not to hold it in the year of its incorporation or in the following year. The annual general meeting shall be held at such time and place as the Council shall appoint.
19. All general meetings other than annual general meetings shall be called extraordinary general meetings.
20. The Council Members may, whenever they think fit, convene an extraordinary general meeting, and extraordinary general meetings shall also be convened on such requisitions, or, in default, may be convened by such requisitionists, as provided by Section 113 of the Ordinance. If at any time there are not within Hong Kong sufficient Council members capable of acting to form a quorum, any Council Member or any 2 members of the College may convene an extraordinary general meeting in the same manner as nearly as possible as that in which meetings may be convened by the Council members.

NOTICE OF GENERAL MEETINGS

21. An annual general meeting and a meeting called for the passing of a special resolution shall be called by 21 days' notice in writing at the least, and a meeting of the College other than an annual general meeting or a meeting for the passing of a special resolution shall be called by 14 days' notice in writing at the least. The notice shall be exclusive of the day on which it is served or deemed to be served and of the day for which it is given, and shall specify the place, the day and the hour of meeting and, in case of special business, the general nature of that business and shall be given, in manner hereinafter mentioned or in such other manner, if any, as may be prescribed by the College in general meeting, to such persons as are, under the Articles, entitled to receive such notices from the College: Provided that a meeting of the College shall, notwithstanding that it is called by shorter notice than that specified in this article be deemed to have been duly called if it is so agreed:-
- (a) in the case of a meeting called as the annual general meeting, by all the members entitled to attend and vote at the meeting; and
 - (b) in the case of any other meeting, by a majority in number of the members having a right to attend and vote at the meeting, being a majority together representing not less than 95 per cent of the total voting rights of all the members entitled to attend and vote at that meeting.
22. The accidental omission to give notice of a meeting to, or the non-receipt of notice of a meeting by, any member entitled to receive notice shall not invalidate the proceedings at that meeting.

PROCEEDINGS AT GENERAL MEETINGS

23. All business shall be deemed special that is transacted at an extraordinary general meeting, and also all that is transacted at an annual general meeting, with the exception of the consideration of the accounts, balance sheets, and the reports of the Council members and auditors, the election of the Council members in place of those retiring and the appointment of, and the fixing of the remuneration of, the auditors.

24. No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business and continues to be present until the conclusion of the meetings. Save as herein otherwise provided, six (6) Council members of whom at least three (3) must be office bearers together with fourteen (14) Full Members present in person shall form a quorum.
25. If within one hour from the time appointed for the meeting a quorum is not present, the meeting, if convened upon the requisition of members, shall be dissolved; in any other case it shall stand adjourned to such other day and at such other time and place as the Council members may determine, and if at the adjourned meeting a quorum is not present within one hour from the time appointed for the meeting the members present shall be a quorum.
26. The President or in his absence, the Vice President, shall preside as chairperson every general meeting of the College.
27. The President or in his absence, the Vice President, may, with the consent of any meeting at which a quorum is present (and shall if so directed by the meeting), adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. When a meeting is adjourned for ten days or more, notice of the adjourned meeting shall be given as in the case of an original meeting. Save as aforesaid it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.
28. At any general meeting a resolution put to the vote of the meeting shall be decided on a show of hands unless a poll is (before or on the declaration of the result of the show of hands) demanded by at least two members present in person and entitled to vote. Unless a poll is so demanded, a declaration by the chairman that a resolution has on a show of hands been carried or carried unanimously, or by a particular majority, or lost and an entry to that effect in the books containing the minutes of proceedings of the College shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.

29. If a poll is duly demanded it shall be taken in such manner as the chairperson directs, and the result of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded.
30. In the case of an equality of votes, whether on a show of hands or on a poll, the chairperson of the meeting at which the show of hands takes place or at which the poll is demanded, shall be entitled to a second or casting vote.
31. A poll demanded on the election of a chairperson, or on a question of adjournment, shall be taken forthwith. A poll demanded on any other question shall be taken at such time as the chairperson of the meeting directs, and any business other than that upon which a poll has been demanded may be proceeded with pending the taking of the poll.

VOTES OF MEMBERS

32. Every Full Member and Fellow is entitled to have one vote. A vote may be given either in person or by proxy.
33. No Full Member or Fellow shall be entitled to vote at any general meeting unless all moneys payable by him or her to the College in his capacity as member, and which have been outstanding for more than one month after they fell due for payment, have been paid.
34. On a poll votes may be given either personally or by proxy.
35. The instrument appointing a proxy shall be in writing under the hand of the appointer. A proxy need not be a member of the College.
36. The instrument appointing a proxy shall be deposited at the registered office of the College or at such other place within Hong Kong as is specified for that purpose in the notice convening the meeting, not less than 48 hours before the time for holding the meeting or adjourned meeting at which the person named in the instrument proposes

to vote, or, in the case of a poll, not less than 24 hours before the time appointed for the taking of the poll, and in default the instrument of proxy shall not be treated as valid.

37. A member of unsound mind, or in respect of whom an order has been made by any court having jurisdiction in lunacy, may vote, whether on a show of hands or on a poll, by his committee, receiver, curator bonis or other person in the nature of a committee, receiver or curator bonis appointed by that court, and any such committee, receiver, curator bonis or other person may, in a poll, vote by proxy.
38. A vote given in accordance with the terms of an instrument of proxy shall be valid notwithstanding the previous death or insanity of the principal or revocation of the proxy, provided that no intimation in writing of such death, insanity, or revocation as aforesaid shall have been received by the College at the registered office before the commencement of the meeting or adjourned meeting at which the proxy is used.
39. An instrument appointing a proxy shall be in the following form or a form as near thereto as circumstances admit:-

“THE HONG KONG COLLEGE OF COMMUNITY AND PUBLIC HEALTH
NURSING LIMITED 香港社區及公共健康護理學院有限公司 (“the College”)

I/We, of, being a member/members of the College, hereby appoint of or failing him or her of, as my/our proxy to vote for me/us on my/our behalf at the (annual or extraordinary, as the case may be) general meeting of the College to be held on theday of, and at any adjournment thereof.

Signed this day of

40. Where it is desired to afford members an opportunity of voting for or against a resolution the instrument appointing a proxy shall be in the following form or a form as near thereto as circumstances admit:-

“THE HONG KONG COLLEGE OF COMMUNITY AND PUBLIC HEALTH
NURSING LIMITED 香港社區及公共健康護理學院有限公司 (“the College”)

I/We, of, being a member/members of the College, hereby
appoint of or failing him or
her of, as my/our proxy to vote for me/us on
my/our behalf at the (annual or extraordinary, as the case may be) general meeting of the
College to be held on theday of, and at any
adjournment thereof.

Signed this day of

This form is to be used *in favour of / against the resolution. Unless otherwise instructed, the
proxy will vote as he thinks fit. (*Strike out whichever is not desired.)”.

41. The instrument appointing a proxy shall be deemed to confer authority to demand or
join in demanding a poll.

ELECTION

42. All elections shall be held by written ballot once every three years and in advance of
Annual General Meetings.
43. (a) The Council shall appoint an election committee (the “Election Committee”) which
shall consist of not less than 3 Fellow Members and one Full Member.
(b) The Election Committee on behalf of the Council shall be responsible for handling
all matters relating to elections and shall report to the Council and College Members.
(c) Each candidate who presents herself for election shall be a Fellow Member and
proposed by five Full Members.
44. The Election Committee shall convene a meeting at the end of the election to count the
ballots, and the 12-24 persons with the largest number of votes shall be the newly
elected Council members. The Election Committee shall issue a certificate to the
Council, signed by all members of the Election Committee, specifying the names of all
the candidates who stood for election and the number of votes cast in favour of the
respective candidates. Within one month after the election is held, a special meeting of

the Council shall be held and shall be attended by the newly elected Council members whereat they shall vote (subject to approval of the College in General Meeting) as to which of these persons shall fill the respective offices. All College Members shall be notified of the new office-bearers by mail / email. The members of retiring Council shall hand over their office within 14 days after the Annual General Meeting.

GOVERNING BODY

45. The governing body of the College shall be a Council consisting of not less than 12 and not more than 24 Fellows and comprising of:-
- (a) A President – who shall preside over all business meetings of the College and coordinate its function and activities and manage its businesses;
 - (b) Two Vice-Presidents – who shall preside at business meetings and act in the absence of the President;
 - (c) Secretaries (First and Second) – who shall be responsible for all secretarial work, correspondence and information dissemination to Members. He shall keep a Register of all members and take minutes at the business meetings;
 - (d) Treasurers (First and Second) – who shall be responsible for the management of funds, financial matters and accounts of the College;
 - (e) Council members – who shall sit in the Council for various decision-makings, day-to-day running of the College and are responsible for organizing professional development activities and promoting standards of practices. They will also participate in taking minutes at the business meetings in the absence of the Secretaries.
46. The Council shall, through Council meetings, manage the businesses, the activities and affairs, and conduct the day-to-day operation of the College. The Council shall define the powers, authorities, discretions and duties of the Secretaries, and of other officers of the College and from time to time may alter or limit any such power,

authorities, discretions and duties in any manner as they may deem desirable.

47. The first Council shall be nominated in writing by the subscribers to the Memorandum and Articles of the College. The members of the first Council will elect amongst themselves the officers of the College at its first meeting.

ACCREDITATION COMMITTEE

48. The Accreditation Committee comprising not less than three Fellow Members, of which at least one shall be a Council member, may from time to time be appointed by the Council. The Accreditation Committee shall make recommendations to the Council the admission of Full Members as Fellows.

POWERS AND DUTIES OF COUNCIL MEMBERS

49. The business of the College shall be managed by Council members, who may pay all expenses incurred in promoting and registering the College, and may exercise all such powers of the College as are not, by the Ordinance or by these Articles, required to be exercised by the College in general meeting, subject nevertheless to the provisions of the Ordinance or these Articles and to such regulations, being not inconsistent with the aforesaid provisions, as may be prescribed by the College in general meeting; but no regulation made by the College in general meeting shall invalidate any prior act of the Council members which would have been valid if that regulation had not been made.
50. No remuneration shall be paid to the members of the Council but the principals of the College schools and other officers and servants employed for the purposes of the College schools shall be employed on such terms and on such remuneration as the Council shall from time to time determine.
51. Without prejudice to the general powers contained in the preceding Articles hereof the Council shall have power:
 - (a) to pay all the costs and expenses of and incidental to the promotion, formation, registration and establishment of the College;

- (b) to acquire by purchase or otherwise any property rights or privileges, capable of being validly acquired by the College and to settle the consideration, terms and conditions;
- (c) to bring and prosecute, and to defend any legal or other proceedings, to compromise, settle, abandon, or refer to arbitration, any such proceedings, or any claim by or against the College and to give time to any debtor of the College;
- (d) to invest or otherwise deal with the moneys of the College not immediately required upon such securities as may be determined and secure the repayment of or raise any such sum or sums as aforesaid by mortgage or charge upon the whole or any part of the property and assets of the College;
- (e) to delegate subject to such conditions as it shall think fit any of its powers to special committees consisting of such member or members of the Council and other person or persons as they shall think fit, and to make such regulations as to the proceedings of such committees as may seem expedient;
- (f) from time to time to make, vary and repeal By-laws for the regulations of the affairs of the College, its officers and servants;
- (g) to make, fulfil, rescind, modify or vary any contract and do all such acts and things as they may think expedient for the purpose of the College;
- (h) to pay all costs, charges and expenses of and incidental to the carrying out the objects for which the College is established; and
- (i) from time to time to appoint any person who may render valuable services to the College to be honorary advisers such honorary advisers shall not be entitled to vote and shall have no executive power or function.

52. The Council shall cause minutes to be made in books provided for the purpose:-

- (a) of all appointments of Council members made by the Council;
- (b) of the names of the Council members present at each meeting of the Council and of any committee of the Council;
- (c) of all resolutions and proceedings at all meetings of the College, and of the Council, and of committees of Council, and every Council Member present at any meeting of Council or committee of Council shall sign his/her name in a book to be kept for that purpose.

DISQUALIFICATION OF MEMBERS OF COUNCIL

53. The office of a member of the Council shall be vacated if such member:-
- (a) becomes bankrupt; or
 - (b) becomes of unsound mind; or
 - (c) resigns his/her office by notice in writing to the College; or
 - (d) failed to attend three consecutive meetings of the Council without reasonable excuse.

ROTATION OF MEMBERS OF COUNCIL

54. The term of appointment of each Council member shall be three years. A Council member may serve the same position for at most two terms or six years.
55. The College may from time to time by ordinary resolution increase or reduce the number of members of the Council, and may also determine in what rotation the increased or reduced number is to go out of office.
56. Any casual vacancy occurring in the Council shall be filled up by Fellow Members who had the next largest number of votes in the last election, but the person so appointed shall hold office only until the next following annual general meeting.
57. The council may by ordinary resolution appoint any Fellow to substitute any member of the Council during his temporary absence from Hong Kong or with the consent of such member during the period of his inability to attend meetings of the Council from any cause and the appointee while he holds office as a substitute member shall be entitled to notice of meetings of the Council and to attend and vote thereat accordingly. The substitute member shall ipso facto vacate office if and when the Council member he substituted returns to Hong Kong or vacates office or informs the President of his ability to resume his attendance at Council meetings.
58. A retiring Council Member shall be eligible for re-election.

59. The College at the meeting at which a Council Member retires may fill the vacated office by electing a person thereto, and in default the retiring Council Member shall, if offering himself or herself for re-election, be deemed to have been re-elected, unless at such meeting it is expressly resolved not to fill such vacated office or unless a resolution for the re-election of such Council Member shall have been put to the meeting and lost.
60. No person other than a Council Member retiring at the meeting shall unless recommended by the Council Members be eligible for election to the office of Council Member at any general meeting unless, not less than 3 nor more than 21 days before the date appointed for the meeting, there shall have been left at the registered office of the College notice in writing, signed by a member duly qualified to attend and vote at the meeting for which such notice is given, of his intention to propose such person for election, and also notice in writing signed by that person of his willingness to be elected.
61. The College may by special resolution remove any Council Member before the expiration of his period of office notwithstanding anything in these Articles or in any agreement between the College and such Council Member. Such removal shall be without prejudice to any claim such Council member may have for damages for breach of any contract of service between him or her and the College.

PROCEEDINGS OF THE COUNCIL MEMBERS

62. The Council may meet together for the dispatch of business, adjourn, and otherwise regulate its meetings as it thinks fit. Unless otherwise determined, Council Members shall meet not less than four times a year. Questions arising at any meeting shall be decided by a majority of votes. In the case of an equality of votes the chairperson shall have a second or casting vote.
63. The quorum necessary for the transaction of the business of the Council shall be not less than 50% of the total number of Council Members.

64. If and so long as the number of Council Members at any time fall below six, the Council may continue to act for the purpose of increasing the number of Council Members to six or for the purpose of summoning a general meeting of the College but for no other purpose.
65. The Council Members may delegate any of their powers to committees consisting of such members of their body as they think fit; any committee so formed shall in the exercise of the powers so delegated conform to any regulations that may be imposed on it by the Council Members.
66. A committee may meet and adjourn as it thinks proper. Questions arising at any meeting shall be determined by a majority of votes of the members present, and in case of an equality of votes the chairperson shall have a second or casting vote.
67. All acts done by any meeting of the Council Members or a committee of Council Members, or by any person acting as a Council Member, shall notwithstanding that it be afterwards discovered that there was some defect in the appointment of such Council Members or committee or persons acting as aforesaid, or that they or any of them were disqualified, be as valid as if every such person had been duly appointed and was qualified to be a Council Member or committee.
68. A resolution in writing, signed by all Council Members for the time being entitled to receive notice of a meeting of the Council Members, shall be as valid and effective as if it had been passed at a meeting of the Council Members duly convened and held.
69. The decision of a Committee on any matter shall only be by way of recommendation and shall have no effect until it has been sanctioned by a resolution of the Council.

MANAGEMENT OF MONIES AND PROPERTIES

70. All moneys and valuables of the College, except cash in hand not exceeding an amount approved by the Council from time to time, shall be deposited with such banks of high financial standing as may be directed by the Council and account books in respect of dealings with such banks shall be kept.

71. All cheques must be signed by the President or the Vice President and countersigned by the Treasurer.
72. The monthly accounts of the College shall be prepared by the Treasurers and presented at the Council meetings. The yearly accounts shall be audited by and authorized by the Council auditor and reported at the annual general meeting.
73. Any expenditure not provided for in the yearly budget and exceeding a figure stipulated annually by the Council must first be approved by the Council and no payment shall be made in respect of such expenditure unless prior approval has been given by the Council.

THE SEAL

74. The Seal of the College shall not be affixed to any instrument except by the authority of a resolution of the Council and in the presence of the President or a Vice President and the Treasurer, and the President or Vice President and the Treasurer as aforesaid shall sign every instrument to which the Seal of the College is so affixed in their presence.

ACCOUNTS

75. The Council shall cause proper books of account to be kept with respect to:-
 - (a) all sums of money received and expended by the College and the matters in respect of which the receipt and expenditure takes place;
 - (b) all sales and purchases of goods by the College; and
 - (c) the assets and liabilities of the College.
76. Proper books shall not be deemed to be kept if there are not kept such books of account as are necessary to give a true and fair view of the state of the College's affairs and to explain its transactions.
77. The books of account shall be kept at the registered office of the College, or, subject to section 121(3) of the Ordinance, at such other place or places as the Council shall think fit, and shall always be open to the inspection of any Council Member.

78. The Council shall from time to time determine whether and to what extent and at what times and places and under what conditions or regulations the accounts and books of the College or any of them shall be open to the inspection of any College member, and no College member shall have any right of inspecting any account or book or document of the College except as conferred by statute or authorized by the Council or by the College in general meetings or by the Memorandum or by these Articles.
79. The Council shall from time to time in accordance with sections 122, 124 and 129D of the Ordinance, cause to be prepared and to be laid before the College in general meeting such an income and expenditure account as is referred to in those sections.
80. A copy of every balance sheet (including every document required by law to be annexed thereto) which is to be laid before the College in general meetings, together with a copy of the Council's report and a copy of the auditor's report, shall not less than 21 days before the date of the meeting be sent to all persons entitled to receive notice of general meetings of the College.

AUDIT

81. Auditors shall be appointed and their duties regulated in accordance with sections 131, 132, 133, 140, 140A, 140B and 141 of the Ordinance.

NOTICES

82. A notice may be given by the College to any College member either personally or by sending it by post to him or to his registered address, or (if he has no registered address within Hong Kong) to the address, if any, within Hong Kong supplied by him/her to the College for the giving of notice to him/her.
83. Where a notice is sent by post, service of the notice shall be deemed to be effected by properly addressing, prepaying and posting a letter containing the notice, and to have been effected in the case of a notice of a meeting at the expiration of 48 hours after the letter containing the same is posted, and in any other case at the time at which the