



DRAGONAIR PILOTS ASSOCIATION RULEBOOK

January 2009

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RULE 1 NAME AND OFFICE

- 1.1 The name of the Union shall be DRAGONAIR PILOTS ASSOCIATION (hereinafter referred to as the Association).

Address

- 1.2 The registered office of the Association shall be Room 502, 5/F, Chung Sheung Building, 9-10 Queen Victoria Street, Central, Hong Kong and the postal address of the Association shall be Mailbox 98, Level 1, Dragonair House, 11 Tung Fai Road, Hong Kong Airport, Hong Kong or such place as may be decided upon by the Executive Committee.

RULE 2 OBJECTS

Objects

The objects of the Association shall be as follows:

- 2.1 To protect and further the interests of the Aircrew Profession and simultaneously to safeguard or improve the interests and rights of A, B and F Scale Members. All references to Members or members hereinafter shall include A, B and F Scale Members unless otherwise specified.
- 2.2 To make any lawful action deemed desirable for the benefit and advancement of Members and their families.
- 2.3 To take any lawful action deemed desirable to further the interests of commercial aviation.
- 2.4 To regulate the relations between Members and their employers.
- 2.5 To do all such other lawful things as are incidental or conducive to the attainment of any or all of the above objects.

RULE 3 MEMBERSHIP AND SUBSCRIPTIONS

Qualifications for membership

- 3.1 (a) The Association is open for membership to all persons employed by Hong Kong Dragon Airlines Limited (hereinafter referred to as Dragonair) and Hong Kong Flight Crew Services Limited (hereinafter referred to as HKFCS), a wholly owned Hong Kong based subsidiary of Dragonair, as Pilots or Flight Engineers. For the avoidance of doubt, A Scale Members are defined as those Hong Kong based members who joined Dragonair on or before 31st December 1991; B Scale Members are defined as those Hong Kong based members who joined Dragonair on or after 1st January 1992 and F Scale Members are defined as employees of HKFCS temporarily involved in non-mainstream Hong Kong operations whose conditions of service have been altered transiently. All financial members are voting members of the Association. However members of one Scale group shall be excluded from voting in General Meetings on issues specifically affecting the Conditions of Service of another Scale Group.

Associate Membership

- (b) (i) A locally employed member who takes advantage of paragraph 3.2 (a) to defer his annual subscription shall be termed an associate member and shall not have the right to vote but may participate in the benefits provided by the Association.
- (ii) Associate Class A members of the Association shall be persons qualified under rule 3.1 (a), but due to their holding individual temporary contracts with Dragonair, they are excluded from voting on issues affecting the Conditions Of Service of permanent contract members at Annual and Extraordinary General Meetings. They shall have the right to vote for any other purposes and participate in the benefits provided by the Association.

Honorary Membership

- (c) A voting member who retires from Dragonair on account of age or ill-health (but not on any other grounds) may, subject to the decision of the Executive Committee, be appointed an honorary member who shall not have the right to vote but may participate in the benefits provided by the Association.

Admission procedures

- (d) An applicant for membership of the Association shall fill in an application form in the first instance. When the application is approved by the Executive Committee, he shall pay the fee and subscription, obtain a membership certificate and become a member of the Association. Any omission from or inaccuracy or misrepresentation in the particulars relating to the applicant shall render his admission voidable at the discretion of the Executive Committee.

Entrance fees & monthly subscriptions

- 3.2** (a) The entrance fee to the Association shall be 1% of a person's basic yearly salary as of the date of joining the Association.

The yearly subscription per person shall be 1% of basic yearly salary paid in 2 equal instalments on the first of January and the first of July each year based on rank and seniority, as held on the first of January of that year. The subscription will be pro-rated, as determined by the Treasurer, for new members of the Association.

The entrance fee for the Association shall be waived for New Joiners to Dragonair for a period of 6 months after being initially checked to line.

The entrance fee may also be reduced in unusual circumstances by Executive Committee resolution.

A membership year will be deemed to run from January 1st to December 31st each year. Members who resign from the Association will only be eligible to re-join the Association on January 1st each year, following their application.

Honorary members

- (b) An honorary member shall not be required to pay yearly subscriptions but shall continue to pay any other levies as may be decided by the Executive Committee.

Alteration of fees

- 3.3** The General Meeting of the Association shall be the sole authority to alter any fees, subscriptions and contributions.

Reduction of or exemption from payment of subscriptions

- 3.4** The Executive Committee is empowered, if the Association's financial position permits, to reduce the annual subscription of unemployed members or to exempt such members from payment of the subscriptions, provided that no member shall be exempted from any payment of subscriptions for any period exceeding six months. However, unemployed members shall be required to pay any other levies as may be decided by the Executive Committee.

Members not in trade

- 3.5** (a) A member, except an honorary member, who has left Dragonair or is employed permanently in a different trade, industry or occupation shall cease to be a member.

Temporary employment

- (b) An unemployed member who has found temporary work in a different trade, industry or occupation may be permitted to retain his membership up to a maximum period of six months after obtaining the new job.

No refund of fees paid

- (c) When a person withdraws voluntarily from membership or is dismissed from the Association, all fees and subscriptions previously paid by him shall not be refunded.

Members breaking rules

- 3.6** All members must abide by the rules and decisions of the Association. Any member breaking the rules of the Association is liable to disciplinary action or expulsion by the Executive Committee (see Rule 7.8). Any member disciplined or expelled may appeal to the General Meeting.

Arrears of subscriptions or levies

- 3.7** A member who is more than one month in arrears of either subscriptions contributions or any other levies shall not be a qualified member. He shall not be entitled to the rights and benefits provided by the Association and shall not be entitled to vote on any matter of the Association. A member who is more than two months in arrears with such subscriptions, contributions or levies shall cease to be a member, but he may be reinstated at the discretion of the Executive Committee on payment of all arrears. However, he may only resume his entitlement to the rights and benefits one day after the settlement of the arrears.

Member's complaints

- 3.8** Any member who is not satisfied with the business of the Association may lodge his complaint with the Executive Committee in writing. The Executive Committee shall not turn down such complaint in any circumstances prior to a decision being made and shall summon the complainant to make an account of the matter. The Executive Committee shall be required to give a reply in writing within 30 days when it considers that such complaint is not acceptable. The member may appeal to the General Meeting if he considers that the Executive Committee has no ground to turn down his complaint.

RULE 4 CONSTITUTION AND GOVERNMENT

Machinery of Government

- 4.** The supreme authority of the Association shall be vested in the General Meeting and subject to this authority the Association shall be governed by the Executive Committee.

RULE 5 ANNUAL GENERAL MEETING AND EXTRAORDINARY GENERAL MEETING

Date of Annual General Meeting of members

- 5.1** The Annual General Meeting of Members will be held not earlier than March, and not later than June every year.

Calling of Extraordinary General Meeting

- 5.2** An Extraordinary General Meeting of members may be called by the Executive Committee or at the request of not less than one fifth of the total number of qualified members of the Association. On receipt of a request from members in writing, the Executive Committee shall arrange to call an Extraordinary General Meeting within one week thereof.

Rules of Conduct of meetings

- 5.3** All General Meetings of the Association shall be conducted in accordance with the procedure laid down in this Rule. At any time that the Chairman of the Meeting shall so decide the strict rules of Debate laid down in Rule 17 shall apply.

Attendance and voting at the General Meeting

- 5.4** (a) All qualified members shall be entitled to attend the General Meeting of members.

Voting

- (b) Only voting members shall be entitled to vote at the General Meeting of Members.

Business of Annual General Meeting

5.5 The business of the Annual General Meeting of members shall be:

- (a) To confirm the minutes of the previous Annual General Meeting of members and of any intervening Extraordinary General Meeting of members;
- (b) To consider reports from the Executive Committee and to plan policy and the work for the future;
- (c) To consider and approve the statement of accounts for the previous financial year together with the report on the audit of accounts of the Association;
- (d) To elect by secret ballot members of the Executive Committee;
- (e) To appoint or elect an auditor or auditors;
- (f) To consider any other business of the Association.

Alteration of rules

5.6 The General Meeting shall be the sole authority to make, alter, amend or rescind any of these rules provided that no rules providing for any matters specified in the Second Schedule to the Trade Unions Ordinance may be rescinded.

Agenda & Notice of the General Meeting

5.7 The Secretary, on the instructions of the Executive Committee, shall prepare the agenda of the General Meeting and shall make them known to the qualified members in such a manner as the Executive Committee may decide. No less than 14 days notice shall be given and an agenda shall be sent to every qualified member for calling the meeting.

Business of Extraordinary General Meeting

5.8 The business of the Extraordinary General Meeting of members shall be confined to those matters specified in the agenda. Decisions reached at the Extraordinary General Meeting shall have the same validity and authority as decisions reached at the Annual General Meeting provided that, where any alteration of the rules of the Association is contemplated, such proposed alteration shall be specifically stated in the agenda of the meeting.

Quorum for and decision of General Meeting

5.9 The quorum number for any General Meeting shall equivalent to 10% of the total voting members based in Hong Kong. With the exception of those matters regarding change in the name of the Association, federation or amalgamation with other trade unions and any other matters for which requisite votes are prescribed by the Trade Unions Ordinance or by the rules of the Association all decisions of the General Meeting shall be valid if they are made by a majority of votes of all voting members present constituting a quorum.

Adjourned General Meeting

5.10 If within one hour from the time appointed for a General Meeting, the number of voting members present at the general meeting is insufficient to constitute a quorum, the Executive Committee shall adjourn the meeting from seven to fourteen days.

The Secretary shall send the notice for calling the adjourned meeting and the agenda to each qualified member at least three days prior to the meeting. At that meeting a quorum shall be formed by whatever number of voting members being present. With the exception of those matters regarding change in the name of the Association, federation or amalgamation with other trade unions and any other matters for which requisite votes are prescribed by the Trade Unions Ordinance or by the rules of the Association, all decisions of the adjourned meeting shall be valid if they are made by a majority of votes of all voting members present at the meeting. These decisions shall be binding on all members. However, the notice for the adjourned meeting shall specify in detail the provision of this rule for the reference of all members. In case the meeting is convened at the request of qualified members under Rule 5.2 and the number of voting members present within one hour from the time appointed for the General Meeting is insufficient to constitute a quorum, the meeting shall be called off and no adjournment shall be made.

Accidental Omission to give notice

5.11 Accidental failure or omission to give any one or more Members notice of a General Meeting, or the accidental giving of notice of a General Meeting to a Member not entitled to notice of that meeting, shall not invalidate the proceedings of that meeting.

RULE 6 ELECTIONS AND SECRET BALLOT

Secret Ballot held under the authority of the Executive Committee or Sub-Committee

6.1 All elections or other matters for decision by secret ballot at the General Meeting shall be held under the authority of the Executive Committee or a Sub-Committee appointed specifically for the purpose by the Executive Committee.

Matters to be decided by secret ballot

6.2 All decisions in respect of the following items shall be taken by secret ballot:

- (a) Election of members and office-holders of the Executive Committee;
- (b) Change in the name of the Association;
- (c) Amalgamation of the Association with any other trade union;
- (d) Federation of the Association with any other trade union or trade union federation.

Issue of ballot Forms

6.3 The Secretary or Sub-Committee appointed by the Executive Committee for the purpose of election or voting work shall be responsible to issue ballot forms and shall issue them only to voting members.

Manner of balloting

6.4 All ballot forms must not be signed by the voters who mark or inscribe them and must be placed in the sealed ballot box provided by the Executive Committee. The Executive Committee or the Sub-Committee may appoint voting members to supervise and safeguard the ballot box.

Scrutineers to count and check votes

6.5 Scrutineers shall be elected at the General Meeting from among the voting members. They shall be responsible to the Executive Committee or the Sub-Committee for collecting the ballot box and counting and checking the votes.

RULE 7 EXECUTIVE COMMITTEE

Government of Association vested in Executive Committee.

7.1 The government of the Association and the conduct of its business shall be vested in the Executive Committee.

Composition of Executive Committee

7.2 The Executive Committee shall consist of eight to twelve members. They shall be elected from among voting members by secret ballot at the Annual General Meeting. The elected members of the Executive Committee shall within 28 days after the Annual General Meeting elect among themselves by secret ballot a President, a Vice-President, a Secretary and a Treasurer. All Executive Committee members shall serve for a term of one year and shall be eligible for re-election. A list of all the officers and their office titles shall be displayed at the registered office of the Association.

Meeting and Quorum of Executive Committee

7.3 (a) The Executive Committee shall meet at least once every three months. Over half of the total number of members of the Committee shall form a quorum. With the exception of amalgamation with other trade unions and any other matters for which requisite votes are prescribed by the Trade Unions Ordinance or by the rules of the Association, all decisions of the Executive Committee shall be valid if they are made by a majority of votes of all those members of the Committee present constituting a quorum and by proxy.

(b) Executive Committee Meeting Proxy Votes

- i. Proxies for meetings must be in writing and shall refer to a specific meeting, but shall be deemed to relate to any adjournment or continuation of that meeting;
- ii. It must state the name of the Executive Committee Member who is to carry the proxy voting right;
- iii. Committee Members attending such meetings shall not have the right to carry more than 2 proxies;
- iv. The Chairperson of the meeting shall, on presentation of such proxies, check each one and ensure that it complies with the intent of this rule;
- v. The Chairperson shall rule as to the validity of a proxy.

Vacancies on the Executive Committee

7.4 In the event of death, resignation or dismissal of any member of the Executive Committee between two Annual General Meetings or when, during such period, any Executive Committee member is unavoidably absent from Hong Kong and such absence is likely to be permanent or unduly prolonged, the vacancy shall be filled by the candidate who secured the next highest number of votes at the last Annual General Meeting. In the absence of such candidate, the Executive Committee shall within one month after the vacancy has occurred convene an Extraordinary General Meeting to elect a replacement. If the Executive Committee member vacating office was concurrently an office-holder, the vacant office shall be filled from among all the Executive Committee members by secret ballot. Any resultant vacancies for office-holders shall be filled in the same manner as aforesaid.

Protection of funds by Executive Committee

7.5 The Executive Committee shall pursue the objects of the Association and shall protect its funds against extravagance or misappropriation. It may give instructions as to the investment of the funds of the Association subject to Rule 9.3.

Paid staff and Sub-Committees

7.6 The Executive Committee shall give instructions to the Secretary and other office-holders for the conduct of the affairs of the Association. It may appoint paid staff and may dismiss them for reasons deemed good and sufficient in the interests of the Association. It may appoint Sub-Committees to carry out the routine or special work of the Association and may dissolve them.

Suspension or dismissal of officers

7.7 The Executive Committee may suspend or dismiss any members **of Officers** of the Executive Committee for neglect of duty, dishonesty, incompetence, refusal to carry out the decisions of the General Meeting and of the Executive Committee, or for any other reason deemed good and sufficient in the interests of the Association. Any member of the Executive Committee suspended or dismissed may appeal to the General Meeting.

Discipline and expulsion of members

7.8 The Executive Committee may give a warning to, or discipline, or expel, from the Association, any member who is proved to its satisfaction to have been guilty of conduct prejudicial to the interests of the Association. Any member warned, disciplined or expelled may appeal to the General Meeting.

Decisions of Executive Committee

7.9 Subject to Rule 7.3 and the overriding authority of the General Meeting, all decisions of the Executive Committee shall be binding on all members of the Association.

Interpretation of rules

7.10 The Executive Committee shall interpret the rules, determine any points which the rules do not adequately cover, and propose alterations to the General Meeting for approval.

Power to establish branches

7.11 With the approval of the General Meeting the Executive Committee may establish branches of the Association. (Specific rules governing branch affairs shall be made before a branch is established.)

Handing over of duties and documents

7.12 Whenever there is a change of officers in the Executive Committee, arrangements for handing/taking over of duties and documents shall be made within one month of the change. A certificate to this effect shall be signed by the outgoing and the incoming officers for the record of the Executive Committee.

RULE 8 OFFICE HOLDERS OF THE ASSOCIATION

Duties of President

- 8.1** (a) The President shall preside at all General Meetings and Executive Committee Meetings and shall be responsible for the proper conduct of business of such meetings. He shall have a casting vote. He shall sign the minutes of each meeting after they are approved.
- (b) With the assistance of the Secretary and the Treasurer he shall superintend the general administration of the Association and shall ensure the observance of the Association rules by all members.
- (c) He shall, in conjunction with the Secretary or the Treasurer, countersign every document of the Association to which the common seal of the Association is affixed as provided under Rule 21.2.

- (d) He shall, in conjunction with the Treasurer sign cheques or cash withdrawal forms on behalf of the Association.

Duties of the Vice President

- 8.2** The Vice-President shall carry out his duties as defined by the Executive Committee. In the absence of the President he shall deputise until the President returns or until the vacancy is filled in accordance with the provision of Rule 7.4.

Duties of the Secretary

- 8.3** (a) The Secretary shall conduct the business of the Association in accordance with the rules and shall carry out the instructions of the General Meeting and of the Executive Committee.
- (b) He shall keep the common seal of the Association in safe custody.
 - (c) He shall keep a register of all members.
 - (d) He shall attend all meetings of the Association and shall record the proceedings of the meetings.
 - (e) He shall prepare the Annual Report of the Association for submission to the Annual General Meeting and any other reports necessary for Extraordinary General Meetings.
 - (f) He shall, in conjunction with the President, countersign any document of the Association to which the common seal of the Association is affixed as provided under Rule 21.2.
 - (g) He shall, in conjunction with the Treasurer, sign cheques or cash withdrawal forms on behalf of the Association.

Duties of the Treasurer

- 8.4** (a) The Treasurer shall be responsible for the safety of all moneys and the safeguarding of all investments belonging to the Association and shall keep full and accurate books and accounts with respect to all transactions conducted in the name of the Association and maintain proper records of the Association's assets and liabilities. He shall establish and maintain a satisfactory system of control of accounting and transactions records. He shall prepare a financial statement for each meeting of the Executive Committee and shall, as soon after the close of each financial year as possible, prepare an annual statement of accounts to be audited by the auditor for presentation to the Annual General Meeting. He shall have the right to speak and to vote on all matters except financial matters. He shall forward the audited annual statement of accounts to the Registrar of Trade Unions within three months after the closing of the financial year.
- (b) He shall, in conjunction with the President, countersign any document of the Association to which the common seal of the Association is affixed as provided under Rule 21.2.
 - (c) He shall give free of charge to every qualified member upon request an audited annual statement of accounts of all the receipts and expenditures and of the assets and liabilities of the Association.
 - (d) He shall, in conjunction with the President or the Secretary, sign cheques or cash withdrawal forms on behalf of the Association.

- (e) He shall not keep cash in excess of \$1000 and shall deposit all other sums of money in a bank account opened in the name of the Association and appointed by the Executive Committee.

Compensation to officers

- 8.5** Any officer whose duties call for full-time services for the Association may be compensated for loss of hours of work or wages as may be decided by the Executive Committee.

Financial security

- 8.6** Any officer whose duties involve financial responsibility shall security provide such security as the Executive Committee may require.

RULE 9 USE OF FUNDS

Composition of funds

- 9.1** The funds of the Association shall consist of the General Fund.

Use of the general fund

- 9.2** The General Fund may be used with the authority of the Executive Committee only for the following purpose:

- (a) The payment to officers and staff of the Association of salaries, allowances and expenses in dealing with the affairs of the Association;
- (b) The payment of expenses for the administration of the Association including audit of the accounts of the funds of the Association;
- (c) The prosecution or defence of any legal proceeding to which the Association or any member is a party when such prosecution or defence is undertaken for the purpose of securing or protecting any rights of the Association as such or any rights arising out of the relations of any member with his employer;
- (d) The conduct of trade disputes on behalf of the Association or any member;
- (e) The compensation of members for loss arising out of trade disputes;
- (f) The payment of subscriptions, fees contributions or donations to registered trade unions or other lawful associations or combinations established within Hong Kong;
- (g) The payment of fines imposed on the Association for any offence of which it is convicted under the Trade Unions Ordinance or any other ordinances;
- (h) The payment for any other lawful purposes approved at the General Meeting.

Investment of Funds

- 9.3** (a) The funds of the Association, which are not required for current expenses may be invested in bonds, securities or property and in such manner as may from time to time be determined by the voting members at a General Meeting.
- (b) Subject to the approval of a General Meeting, the Executive Committee may, if necessary, acquire any property of the Association through mortgage loans from any bank.

RULE 10 FINANCIAL YEAR

Financial year

10. The financial year of the Association shall commence on the first day of January each year and terminate on the last day of December of the same year.

RULE 11 LEVIES

Imposition of levies

11. The Executive Committee may, for the purpose of providing further benefits for members or of operating a special project, impose a levy upon all members. If members object to payment of such levy they may refer the matter to the General Meeting. Before a decision is reached at the General Meeting, members shall be required to pay the levy within the time limit specified in the notice. Any arrears of levy shall be treated as arrears of subscription under Rule 3.7.

RULE 12 AUDITORS

Auditors need not be members

- 12.1 One or more auditors, who need not be members of the Association, shall be appointed or elected at the Annual General Meeting. His appointment is subject to the approval of the Registrar of Trade Unions. He shall serve for a term of one year and be eligible for re-appointment or re-election.

Vacancy of auditor

- 12.2 In the event of an auditor vacating his office between two Annual General Meetings, the Executive Committee shall have the power to appoint a suitable person to fill the vacancy. The appointment will be referred to at the next General Meeting for covering approval.

Audit of accounts

- 12.3 The auditor shall audit all the accounts of the Association including those of the General Fund, and any subsidiary accounts, as soon as possible after the close of each financial year and at other times when necessary. He shall examine all books and accounts of the Association, certify as to their correctness or otherwise and make a report to the Annual General Meeting and to the Registrar of Trade Unions.

Display of Auditor's report

- 12.4 A copy of the auditor's report shall be conspicuously displayed at the registered office of the Association.

RULE 13 INSPECTIONS OF BOOKS

Inspection of books

13. Any qualified member or his authorised agent shall be allowed to inspect the Association's account books, original copy of registered rules and register of members. An application to this effect must be made in advance to the Secretary or the Treasurer, who shall be allowed reasonable time to make the necessary documents available.

RULE 14 TRADE DISPUTES

Industrial action

- 14.1 When a trade dispute arises the members concerned shall inform the Secretary who shall immediately report it to the Executive Committee. In no case shall a stoppage of work take place or be threatened to take place without the sanction of the General Meeting.

Action for better conditions of employment

- 14.2 Should any branch or body of members of the Association desire steps to be taken for an increase of wages or for better conditions of employment, the Secretary shall report it to the Executive Committee which shall make proposals to the General Meeting for decision on what action to be taken.

RULE 15 LEGAL ADVICE OR ASSISTANCE

Legal advice or assistance

15. In pursuance of the objects of the Association the Executive Committee shall have power to provide legal advice or assistance to any qualified member on any matter connected with the prosecution or defence undertaken for the purpose of securing or protecting any rights arising out of the relations of the member with his employer, provided that the Executive Committee is satisfied that the case merits legal advice or assistance.

RULE 16 EDUCATIONAL WORK

Education of members

16. The Association may undertake the education of its members through meetings, classes or a periodical bulletin reporting the activities of the Association. It may publish literature and take such other action as will promote professional, industrial, cultural and social knowledge of its members.

RULE 17 RULES OF CONDUCT OF MEETINGS

Chair at Meetings

- 17.1 The President elected under Rule 7.2 shall take the chair at every meeting of the Association at which he is present, or in his absence the Vice-President. If the meeting be that of a Sub-Committee then in the absence of the President or Vice-President the Chairman of the Sub-Committee shall take the chair. In the absence of the President, Vice-President or Sub-Committee Chairman, as applicable, at fifteen minutes past the time fixed for the holding of the meeting then the Full Members present and entitled to vote at that meeting shall elect a temporary chairman for the meeting. Nothing in this rule shall be construed in such a way as to deny the chair to the President, Vice-President or Sub-Committee Chairman, as applicable, if he should later attend the meeting.

Opening of meetings

- 17.2 The Chairman shall call on the first business promptly at the time fixed for the meeting or as soon as a quorum is present.

Preservation of order

- 17.3 The Chairman shall preserve order so that business may be conducted with propriety and despatch, and to ensure that all speakers may be heard and may express their views without interruption.

Free discussion and rules of debate

- 17.4 At his discretion the Chairman may permit free discussion or apply the strict rules of debate as laid down in this rule.

No Quorum

- 17.5 Should there not be sufficient members present to form a quorum for a meeting within one hour of the time fixed for the holding of the meeting, the Chairman shall declare the meeting void and the members in attendance shall disperse.

Right to Vote

- 17.6 Only voting members of the Association shall be entitled to speak and to vote at any meeting of the Association, and/or move and second motions and amendments. Any member whose right to speak and or vote is challenged shall not speak and/or vote until the Chairman is satisfied that he is entitled to speak and/or vote.

Proxy Votes

- 17.7 Any member entitled to vote and absent from the meeting may delegate his voting powers to any other voting member present providing that no member shall hold more than four such proxy votes.

Right to speak

- 17.8** A member desiring to speak shall rise and address the Chairman. If two or more members arise at the same time the Chairman shall call upon the one who, in his opinion, rose first.
- 17.9** A member shall not speak more than once upon any question before the Meeting (including the original motion and any amendment being discussed) except:
- (a) In reply as to the mover of the original motion;
 - (b) In explanation or correction of some matter raised in the debate;
 - (c) Upon a point of order raised in the debate;
 - (d) Upon a resolution being carried to give him the right to be heard.
- 17.10** A member shall not be held to have spoken if he merely says "I second the motion" or "I second the amendment" as the case may be.
- 17.11** Not more than two members shall be allowed to speak in succession in support of a motion or amendment or against a motion or amendment. If at the conclusion of the second speaker's remarks no member rises to express a contrary view the motion or amendment shall at once be put to the vote, provided that the mover of the original motion shall have the right to reply.
- 17.12** No member shall speak for longer than five minutes on any one motion or amendment unless the Meeting by a majority vote grants him an extension of time.
- 17.13** No member shall interrupt another while speaking, except to raise a point of order, and he shall definitely state the point, which shall be decided by the Chairman without debate.
- 17.14** If a point of order is raised whilst a member is speaking, he shall cease until the point of order has been decided. If it is decided the point of order is not valid, he may proceed.
- 17.15** A member rising to a point of order or to make an explanation shall not speak for longer than two minutes in either case.
- 17.16** Any member speaking shall at once resume his seat if the Chairman rises to speak or if a point of order is raised, and the member shall not continue his speech until the point of order has been decided.
- 17.17** No member shall be allowed to speak to any question after it has been decided by the meeting or while a vote on that question is being taken.

Motions

- 17.18** All motions shall be of an affirmative character. At the request of any three members the mover of a motion shall be required to reduce it to writing.
- 17.19** All motions shall be duly proposed and seconded. A proposer in presenting a motion shall at that time state his case for the motion and Chairman shall ask "Who seconds the motion?"
- 17.20** Discussion on a motion shall not be allowed until the motion has been seconded. Should there be no seconder for a motion it shall thereupon lapse and the next business shall be taken
- 17.21** A motion may be seconded "pro forma". In that case the seconder may reserve the right to speak later and he shall not be pledged to support the motion.

- 17.22** The mover may claim the vote of the seconder of a motion unless the seconder explains before the vote is taken that discussion has convinced him that the proposition is unsound or undesirable.
- 17.23** A motion may not be withdrawn without the consent of the mover and the seconder and/or without the consent of the meeting.
- 17.24** The Chairman shall have the right to refuse a motion which, in his opinion, is not in accordance with the Rules and Objects of the Association or with the purpose of the meeting.
- 17.25** The meeting may amend or defer a motion until a decision is arrived at:
- (a) By striking out certain words;
 - (b) By adding certain words;
 - (c) By deleting certain words and substituting others.
- 17.26** A motion may be superseded at any time by the meeting resolving:
- (a) To close the debate on that question;
 - (b) To adjourn the debate;
 - (c) To strike the motion off the business paper;
 - (d) To proceed to the next business;
 - (e) To adjourn the meeting.
- 17.27** The mover of the motion shall have the right to reply before a vote is taken on the motion. He shall be allowed five minutes to reply.
- 17.28** All questions, unless otherwise provided, shall be decided as a majority vote may direct.
- 17.29** Order of precedence of motions:
- (a) To adjourn;
 - (b) A motion that the question be now put;
 - (c) The previous question;
 - (d) A motion to refer the matter to a Committee or Sub-Committee for investigation and report;
 - (e) A motion to postpone the matter to a later specified meeting;
 - (f) A motion that the matter lie on the table;
 - (g) A vote of no confidence.

Amendments

- 17.30** All amendments shall be duly proposed and seconded. At the request of any three members the move of an amendment shall be required to reduce it to writing.
- 17.31** Discussion on an amendment shall not be allowed until the amendment is seconded. An amendment shall lapse unless a seconder is forthcoming immediately after the mover has presented his case for the amendment.
- 17.32** An amendment must be relevant to the subject matter of the motion. An amendment that is a direct negative of the motion shall be out of order.
- 17.33** On the amendment being carried its proposer becomes the proposer of the substantive motion and may reply before that is put.

- 17.34** An amendment may alter the motion by:
- (a) Adding certain words;
 - (b) Deleting certain words;
 - (c) Substituting certain words;
 - (d) Expressing the intention of the motion in different language;
 - (e) Proposing a different course of action.
- 17.35** When any amendment is agreed to it shall take the place of the original motion and as the motion it may then be amended or altered until a final decision is achieved.
- 17.36** Any number of amendment to a motion may be proposed but only one amendment at a time shall be discussed. Notice of any further amendment shall be given in writing to the Chairman who shall read them aloud as they are received. When the first amendment has been disposed of, either by rejection or by it becoming the motion, the other amendments shall be discussed and voted on in the order in which they are received.
- 17.37** An amendment may not be withdrawn without the consent of the seconder or without the consent of the meeting.
- 17.38** The proposer of an amendment shall not have the right of reply before a vote is taken on the amendment.
- 17.39** At any time during a debate it shall be competent for any member to move "the previous question". If the previous question is carried, discussion on the original motion and any amendments to that motion shall thereupon cease and no vote shall be taken upon it. If the previous question be not carried, the discussion shall continue.

Closure Motion

- 17.40** At any time during a debate a member may move "That the question shall not be put".
- 17.41** A closure motion shall take precedence over the question before the Meeting and when seconded it shall be decided forthwith, without discussion.
- 17.42** Should a closure motion be carried the mover of the original motion (or the mover of an amendment that has become the motion and to which another amendment has been proposed) has the right of reply before the vote is taken.

Chairman's Ruling

- 17.43** (a) A motion to disagree with a ruling by the Chairman shall be duly proposed and seconded. The mover shall state his reasons for the motion and only he shall speak to the motion. The Chairman may explain his reasons for the ruling given and the motion shall then be put to the meeting for decision.
- (b) Notwithstanding that if the Chairman shall quote a section of these Rules or a section of the Trade Unions Ordinance in support of his Ruling then such Ruling shall stand.
- (c) In the event of a Member disagreeing with the interpretation placed upon the Rules or the Trade Unions Ordinance by the Chairman then he may propose a motion to disagree as in (a) and the motion is carried then the Chairman shall subsequently apply to the Registrar of Trade Unions for advice. Nothing in this sub-rule shall prevent the business of the Meeting from proceeding and the Ruling of the Chairman shall stand for the remainder of the Meeting.

Time for Debate

- 17.44** Not more than 30 minutes shall be occupied in discussing any motion. When that limit has expired the meeting may by a majority vote extend the time for discussion if it thinks there has not been sufficient debate on the question.

Adjournment

- 17.45** A motion for the adjournment of a debate or for the adjournment of the meeting may be proposed at any time. If either motion is carried the meeting may fix a time for the resumption of the debate or for the resumption of the meeting.
- 17.46** A meeting may at any stage, by a majority vote, fix the time for the close of the meeting, and that decision shall stand, unless it is altered before the time fixed is reached.

Notices of Motion

- 17.47** Any member desiring to bring forward any business not on the business paper for a meeting shall give written notice of his motion or motions to the Chairman at the beginning of the meeting. All notices of motion shall be read aloud by the Chairman.
- 17.48** Notice may be given in writing to the Chairman of a motion or motions for discussion at a future meeting.
- 17.49** No motion shall be discussed unless the member who gave notice of it, or some other member authorised by him in writing to sponsor the motion, is present at the meeting when the business is called on.

Recommittal

- 17.50** A motion to reconsider any matter previously discussed or resolution passed must be made by a member who voted with the majority.
- 17.51** No motion shall be recommitted for amendment or rescission at the same meeting unless the motion for recommittal is carried by a majority equal to two-thirds of the number of members present when the original motion was agreed to.

Rescissions

- 17.52** Except as provided for in Rule 17.51 it shall be competent for a meeting to rescind, after or over-ride any decision of a previous meeting.
- 17.53** In order, at any meeting convened under Rules 5.1 and 5.2, to carry a resolution to rescind a resolution carried at a previous general meeting, it shall be necessary (1) that the meeting at which the rescinding resolution is carried shall be attended by a number of members at least equal to that of the previous meeting, and (2) that a majority of members greater than that by which the original resolution was carried favours the rescinding resolution.

Order of Business

- 17.54** By a majority vote of the members present, any meeting may change the order of business set down for that meeting to enable urgent business to be dealt with.

RULE 18

**RULE BOOK
Availability**

- 18.1** A printed copy of these registered rules shall be given free of charge to every person accepted into membership of the Association.
- 18.2** A copy of these registered rules shall be readily available at the registered office of the Association for perusal by any members.

RULE 19 POLICY MANUAL

19.1 The Association shall have a Policy Manual. Such a Policy Manual shall have inserted into it copies of all Resolutions that include the words:

"Be it resolved that it shall be Association Policy that,"

Such resolutions being resolutions passed at any General Meeting of the Association and at any Executive Committee Meeting of the Association.

19.2 Such Policy Manual shall be the guidance for Principal Officers and they shall not be permitted to take action outside the guidelines laid down by any Resolution contained within the Policy Manual until such Resolution be subsequently amended or rescinded.

RULE 20 DISSOLUTION OR WINDING UP OF THE ASSOCIATION

Cancellation

20.1 The registration of the Association may be cancelled by voluntary dissolution or upon a request by the Association or by decision of the Registrar of Trade Unions in accordance with the Trade Unions Ordinance.

Voluntary dissolution

20.2 (a) The Association can be dissolved or may request for cancellation of registration only with the consent of not less than two-thirds of the total number of voting members obtained by means of secret ballot at a General Meeting. When the Association is dissolved, the Secretary shall notify the Registrar of the Trade Unions to this effect within 14 days thereof;

Disposal of assets

(b) In the event of the Association being dissolved or the registration of the Association has been cancelled on whatever grounds, any surplus assets and funds remaining after the satisfaction of its debts and liabilities shall be disposed of in such manner as decided at a General Meeting.

RULE 21 COMMON SEAL AND CONTRACT

Common seal

21.1 The Association shall have a common seal which shall be in the safe custody of the Secretary, and it shall only be used by the authority of the Executive Committee.

Contracts

21.2 Any contracts or instruments made by the Executive Committee on behalf of the Association to which the common seal of the Association is affixed shall be signed by an officer or a voting member appointed by the Committee for the purpose and countersigned by the President together with the Treasurer or the Secretary.

RULE 22 DEFINITIONS

Definitions

22. In these Rules, unless the context otherwise requires:

"General Meeting" includes Annual General Meeting of Members and Extraordinary General Meeting of Members;

"Members of the Executive Committee" mean all persons who constitute the Executive Committee;

"Officer" includes any member and office-holder of the Executive Committee;

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"Office-holder" means any member of the Executive Committee who concurrently holds a designated office in the Executive Committee;

"Qualified member" means any member either voting or non-voting qualified for membership under the rules of the Association;

"Voting member" means any member of the Association entitled to vote for any purposes under the rules of the Association.
