

## **Sample Constitution for IMCs**

*Important note: This sample is for reference only.*

-----

# **CONSTITUTION OF THE THE INCORPORATED MANAGEMENT COMMITTEE OF [name of school]**

## **Part 1 – Preliminary**

### **1. Definitions**

#### **1.1 In this constitution –**

“IMC” means the Incorporated Management Committee of the School;

“Manager” means a manager of the School;

“Ordinance” means the Education Ordinance (Cap. 279) and, unless the context otherwise requires, all subsidiary legislation made under the Ordinance;

“Permanent Secretary” means the Permanent Secretary for Education and Manpower of the Hong Kong Special Administrative Region Government;

“RAA” means the body of persons recognized under section 40 AN of the Ordinance as the recognized alumni association of the School;

“RPTA” means the body of persons recognized under section 40AM of the Ordinance as the recognized parent-teacher association of the School;

“Principal” means the principal of the School;

“School” means [name of School];

“Secretary” means the secretary of the IMC;

“Sponsoring Body” means the sponsoring body of the School, namely  
[name of the sponsoring body];

“Supervisor” means the supervisor of the School;

“Treasurer” means the treasurer of the IMC.

## **2. Vision and mission of School**

2.1 The vision and mission of the School are [ ].

## **3. General provisions and rules of interpretation**

3.1 The IMC shall comply with the Ordinance [and the code of aid for primary/secondary/special schools].

3.2 This constitution shall be interpreted in a manner that is consistent with the Ordinance [and the codes of aid for primary/secondary/special schools].

3.3 Words and expressions used in this constitution have, unless the context otherwise requires, the same meanings as in the Ordinance [and the code of aid for primary/secondary/special schools].

## **4. Amendment of constitution**

4.1 A Manager may propose that this constitution be amended.

4.2 The proposal shall be –

- (a) in writing and signed by the Manager who makes the proposal; and
- (b) endorsed by not less than [one third] of the total number of Managers, who shall countersign the proposal; and
- (c) submitted to the Supervisor.

4.3 As soon as practicable after receiving the proposal, the Supervisor shall convene a meeting of the IMC to decide whether the proposal should be submitted to the Permanent Secretary for approval.

4.4 Written notice of the meeting shall be given to all Managers not later than [28] days before the meeting. A copy of the proposal shall be attached to each copy of the notice.

4.5 The quorum for the meeting shall be not less than [two-thirds] of the total number of Managers.

4.6 The proposal shall be submitted to the Permanent Secretary if it is endorsed by –

- (a) not less than 60% of the Managers attending the meeting; and
- (b) the Sponsoring Body.

## **Part 2 – Composition of IMC**

### **5. Number of each category of managers**

5.1 In addition to the Principal who is an ex-officio Manager, there shall be –

- (a) not more than [ ] sponsoring body managers and one alternate sponsoring body manager; and

- (b) [ ] teacher managers; and

*Or:* one teacher manager and one alternate teacher manager; and

- (c) [ ] parent managers; and

*Or:* one parent manager and one alternate parent manager; and

*Or:* [ ] parent managers for the A.M. session of the School, and [ ] parent managers for the P.M. session; and

*Or:* one parent manager and one alternate parent manager for each of the A.M. and P.M. sessions of the School; and

- (d) if there are nominations under section 40AN of the Ordinance, [ ] alumni manager[s]; and
- (e) [ ] independent manager[s].

## **6. Term of office of managers**

6.1 The person who is for the time being the Principal shall hold office as a Manager.

6.2 The term of office for any other Manager shall be [2] years after the date on which the Manager is registered as a Manager.

**OR:**

6.2 The term of office for the other Managers are as follows –

- (a) [ ] years for the sponsoring body managers and the alternate sponsoring body manager;
- (b) [ ] years for the teacher manager[s] and the alternate teacher manager;
- (c) [ ] years for the parent manager[s] and the alternate parent manager;
- (d) [ ] years for the alumni manager(s);
- (e) [ ] years for the independent manager(s).

## **7. Suspension of managers' rights**

7.1 If –

- (a) by virtue of the Ordinance or otherwise, a person is no longer entitled to hold office as Manager; and
- (b) the registration of the person as a Manager has not yet been cancelled,

the person shall not be entitled to exercise any right or power of a Manager.

## **8. Resignation of managers**

8.1 A Manager who is not the Principal may resign from office by giving a notice in writing to the Supervisor.

## **9. Filling of vacancies of managers**

9.1 If the office of any Manager who is not an independent manager becomes vacant, the IMC shall give notice of the vacancy to the relevant party.

9.2 The notice shall require the relevant party to nominate or elect a person to fill the vacancy within a specified period of time. If the relevant party fails to do so within that period, the IMC shall require the party to provide reasons for the failure.

9.3 In this paragraph, “relevant party” means –

- (a) in relation to a sponsoring body manager, the Sponsoring Body; or
- (b) in relation to a teacher manager, all persons who are entitled to elect a teacher manager; or
- (c) in relation to a parent manager, the RPTA; or
- (d) in relation to an alumni manager, the RAA.

9.4 If the office of a Manager who is an independent manager becomes vacant, the IMC shall nominate a person to fill the vacancy as soon as possible and in accordance with the Ordinance.

## **10. Giving notice as regards cancellation of registration of managers**

10.1 Upon receiving a request under subsection (2), (3), (4) or (5) of section 40AV of the Ordinance, the IMC shall without delay issue a notice under subsection (1) of that section unless it has reasonable ground to believe that the request is not valid. In such event the IMC may make such enquiry as is necessary to ascertain the validity of the request.

10.2 The request must be annexed to the notice.

10.3 A copy of the notice must be sent to each of the Managers.

**Part 3 - Nomination or election  
of persons for registration as Managers  
and role of managers**

**11. Nomination of Sponsoring body manager**

11.1 The sponsoring body manager(s) [and alternate sponsoring body manager] shall be nominated by the Sponsoring Body in accordance with the Ordinance.

**12. Nomination of teacher manager**

12.1 The election for nominating persons for registration as the teacher manager and the alternate manager shall be conducted in accordance with the Ordinance and this paragraph.

12.2 The election shall be conducted by the Principal.

12.3 Not less than [14] days before the election day, the Principal shall give notice [in writing] to all teachers [and specialist staff] of the School. The notice shall –

- (a) specify –
  - (i) the election day; and
  - (ii) the times of the election day within which ballot papers can be returned; and
  - (iii) the manner in which ballot papers are to be returned; and
  - (iv) the arrangements for counting of votes and declaration of election result; and
- (b) require the recipient to state whether he intends not to stand as a candidate; and
- (c) be accompanied by a copy of the text of this paragraph.

12.4 Not less than [7] days before the election day, the Principal shall give notice [in writing] to all teachers [and specialist staff] of the School. The notice shall –

- (a) include a list of the names of all candidates (which shall be the names of all teachers [and specialist staff] except those who intend not to stand as candidates); and
- (b) be accompanied by a ballot paper.

12.5 The candidate who obtains the greatest number of votes shall be nominated for election as the teacher manager. The candidate who obtains the second greatest number of votes shall be nominated for election as the alternate teacher manager.

12.6 If the voting results in an equality of votes, the Principal shall [have a casting vote] [OR: conduct a lot-drawing to determine who is to be elected].

### **13. Nomination of parent manager**

13.1 The parent manager(s) [and alternate parent manager] shall be nominated by the RPTA in accordance with the Ordinance.

### **14. Nomination of alumni manager**

14.1 The alumni manager(s) shall be nominated by the RAA in accordance with the Ordinance.

14.2 Where the IMC is entitled to nominate any person for registration as a alumni manager under section 40AN of the Ordinance, it shall not nominate an alumnus unless the nomination is endorsed by a majority of the total number of Managers.

### **15. Nomination of independent manager**

15.1 The independent manager(s) shall be nominated by the IMC in accordance with the Ordinance.

15.2 The IMC shall not nominate a person for registration as an independent manager unless the nomination is endorsed by a majority of the total number of Managers.

## **16. Re-nomination**

16.1 A person who has ceased to be a Manager may be re-nominated for registration as a Manager. However, a person shall not serve as a Manager [of the same category] for more than [3] consecutive terms.

## **17. Role of managers**

17.1 The managers as a whole shall be responsible for –

- (a) ensuring that the vision and mission of the School as set by the Sponsoring Body is carried out; and
- (b) developing the general direction for the school, formulating the educational and management policies of the School; and
- (c) overseeing the planning and budgetary processes, monitoring the performance of the school, ensuring accountability of school management and strengthening the community network.

17.2 A Manager of any category shall act in their personal capacity for the interests and benefits of the students of the School.

## **Part 4 – Office bearers of IMC**

## **18. Office bearers**

18.1 Apart from the Supervisor, there shall be the following office bearers of the IMC –

- (a) the Secretary; and
- (b) the Treasurer; and
- (c) [].



18.2 Subject to paragraph 20.3, the Supervisor shall be appointed by the Sponsoring Body and the other office bearers shall be elected by the Managers among them.

**OR:**

18.2 Subject to paragraph 20.3, the office bearers shall be elected among the Managers.

18.3 A Manager who is the Principal or a teacher of the School shall not be [appointed] **[OR: elected]** as the Supervisor.

18.4 The election shall comply with the following requirements –

- (a) a Manager who is not an office bearer has the right to stand as a candidate; and
- (b) the election shall be conducted by voting by secret ballot; and
- (c) each Manager has one vote; and
- (d) in the case of an equality of votes, the election should be determined by drawing of lots.

## **19. Term of office, removal from and vacation of office**

19.1 An office bearer shall hold office for [one] year.

19.2 An office bearer may be removed from office –

- (a) if he is the Supervisor, by the Sponsoring Body;
- (b) if he is any other Manager, by a majority of the total number of Managers.

**OR:**

19.2 Any office bearer may be removed from office by a majority of the total number of Managers.

19.3 An office bearer vacates office when –

- (a) the office bearer's term of office expires; or
- (b) the office bearer resigns from office; or
- (c) the office bearer ceases to be a Manager.

19.4 If the office of any office bearer becomes vacant, the vacancy shall be filled within one month.

## **20. Functions of office bearers**

20.1 In addition to performing the functions specified in the Ordinance, the Supervisor is also responsible for –

[ ].

20.2 The Secretary shall be responsible for –

- (a) providing secretarial support to the IMC;
- (b) keeping the common seal of the IMC; and
- (c) maintaining a register of interests in accordance with section 40BF; and
- (d) [ ].

20.3 The Treasurer shall be responsible for –

- (a) keeping proper accounts and records of all financial transactions of the school; and
- (b) [ ].

## **Part 5 – Meetings and proceedings of IMC**

### **21. Number of meetings**

21.1 The IMC shall meet at least 3 times in any school year.

### **22. Convening of meetings**

22.1 The Supervisor may convene a meeting of the IMC to be held at such time and place as the Supervisor may specify by notice [in writing] given to the other Managers.

22.2 At the request [in writing] of not less than [2] Managers, the Supervisor shall, not later than 7 days after the receipt of the request, convene a meeting of

the IMC to be held at such time and place as the Supervisor may specify by notice [in writing] given to the other Managers.

22.3 In specifying the time for a meeting under paragraph 24.2, the Supervisor shall not specify a date that is later than [14] days after the receipt of the request.

22.4 A notice of meeting shall –

- (a) be accompanied by the agenda of the meeting; and
- (b) except in cases of emergency, be given to all the Managers by not later than [ ] days before the date specified for the meeting.

## **23. Agenda**

23.1 The agenda of a meeting shall be set by the Supervisor.

23.2 Any Manager may request the Supervisor to place an item on the agenda of a meeting. If the Supervisor refuses to do so, the Supervisor shall give the reasons of refusal at the meeting.

## **24. Quorum**

24.1 The quorum for a meeting of the IMC is not less than [ ] Managers.

24.2 If no quorum is formed at the end of [30] minutes after the time appointed for a meeting, the meeting shall stand adjourned for not less than [1 week] and not more than [4 weeks], to be held at such time and place as the Supervisor may specify.

24.3 At an adjourned meeting, the Managers present shall form a quorum and shall have full power to transact the proposed business of the adjourned meeting.

## **25. Proceedings of meetings**

25.1 The Supervisor shall preside at meetings of the IMC. If the Supervisor is absent and has not authorized another Manager to preside the meeting, the

Managers present at the meeting shall elect among themselves a Manager to preside at the meeting.

25.2 Unless any other provision of this constitution provides otherwise, every question to be resolved during a meeting shall be determined by a majority of votes of the Managers present and voting. In the event of an equality of votes the Manager presiding shall have a casting vote.

## **26. Transaction of business by circulation of papers**

26.1 Where it is impractical to convene a meeting, businesses of the IMC may be transacted by circulating papers amongst Managers.

26.2 A resolution that is circulated and endorsed with the support of the necessary number of Managers shall be valid as if it was passed at a meeting of the IMC.

## **27. Withdrawal from meeting**

27.1 A Manager shall withdraw from a meeting of the IMC during the discussion of a matter if –

- (a) the Manager is the Principal or a teacher of the School and the matter involves the appraisal of the Manager's performance as a staff member; or
- (b) the Manager is the parent of a pupil of the School and the matter involves the taking of disciplinary actions against the pupil; or
- (c) the Manager is directly related to a complaint against a pupil or teacher of the School or another Manager, and the matter involves the taking of disciplinary actions against the pupil, teacher or that other Manager respectively; or
- (d) the matter relates to a complaint against the Manager.

27.2 Unless the IMC decides otherwise, a Manager who is required to withdraw from the discussion of a matter may nevertheless be present during

the discussion. However, the Manager shall not take part in the discussion nor vote on the matter.

## **28. Minutes of meetings**

28.1 The Secretary shall take and keep minutes of every meeting of the IMC. In particular, the Secretary shall record the discussions, decisions and follow-up actions.

28.2 A Manager who has expressed a dissenting view may ask for his view to be recorded in the minutes. The Secretary shall make a record in the minutes accordingly.

28.3 The minutes of a meeting shall be tabled for approval in a subsequent meeting of the IMC.

## **Part 6 – Parent teacher and alumni associations**

### **29. Parent teacher association**

29.1 For the purpose of recognizing an RPTA under section 40AM of the Ordinance, if there are more than one body of persons that can be so recognized, the IMC shall recognize the one that have the greatest number of parents in its membership.

29.2 The IMC shall work closely with the RPTA.

### **30. Alumni association**

30.1 For the purpose of section 40AN of the Ordinance, the [Sponsoring Body] [OR: the IMC] shall be responsible for recognizing a body of persons as the RAA.

30.2 The IMC shall work closely with the RAA.

## **Part 7 – Committees**

### **31. Principal selection committee**

31.1 For the purpose of section 57A of the Ordinance, the principal selection committee of the School shall be composed of –

- (a) [ ] representatives of the sponsoring body of the School;
- (b) [ ] representatives of the IMC; and
- (c) [ ].

31.2 Only Managers may be appointed as representatives of the IMC.

31.3 Both the Sponsoring Body and the IMC may nominate candidates to the committee.

**OR:**

31.3 The Sponsoring Body [**OR:** the IMC] may nominate candidates to the committee.

### **32. Other committees**

32.1 There shall be –

- (a) a XX Committee whose function is to [ ];
- (b) a YY Committee whose function is to [ ];
- (c) a ZZ Committee whose function is to [ ].

32.2 The IMC may also establish such other committee as it thinks fit.

32.3 The members and the chairperson of a committee shall be appointed by the IMC.

32.4 Persons who are not Managers may be appointed as members of committees, but the chairperson of a committee must be a Manager.

32.5 Subject to any direction of the IMC, the committees may determine their own proceedings.

## **Part 8 – Miscellaneous**

### **33. School development plan etc.**

33.1 The IMC shall submit the School Development Plan, Annual Plan and School Report to the Sponsoring Body according to the schedule proposed by the Education and Manpower Bureau.

### **34. Auditor**

34.1 The appointment of an auditor of the IMC and the determination of the auditor's remuneration (if any) must be endorsed by not less than [two-thirds] of the total number of Managers.