



# **The Rules of The Institute**

香港建築師學會

**The Hong Kong Institute of Architects**

## THE RULES OF THE INSTITUTE

### I. GENERAL

1. The Hong Kong Institute of Architects (香港建築師學會), hereinafter referred to as the "Institute" or "HKIA", is a body corporate incorporated under The Hong Kong Institute of Architects Incorporation Ordinance, Chapter 1147 of the Laws of Hong Kong.
2. (Repealed on 18 August 2017)
3. (Repealed on 18 August 2017)
4. (Repealed on 18 August 2017)

### II. MEMBERSHIP

- 5A. *Members* shall be qualified architects, duly nominated and elected by the Council, who
  - (a) are members of any other architects' association, institution or register recognised by the Council for the purpose of admission, or
  - (b) hold a degree or a diploma in architecture recognised by the Council, have two years post - graduate architectural experience or its equivalent as defined by the Council from time to time and who have passed the HKIA/Architects Registration Board, HKSAR Professional Assessment or its approved equivalent.
- 5B. *Fellows* - Members who have had a minimum of 15 years standing in HKIA and in practice for 15 years (relevant experience in the academic or the public sectors being recognized) or have made a significant contribution to the work of the Institute or to the field of architecture may be elected as Fellows subject to the approval of the Council. In these Rules, unless otherwise expressly provided, the words 'Member' or 'Members' shall include 'Fellow' or 'Fellows'.
- 5C. Corporate Members shall be corporations carrying on an architectural practice in Hong Kong that has –
  - (1) at least one of the directors of the corporation being a Foundation Member as referred to in the Deed of Constitution, a Member or a Fellow of the Institute; and

(2)(a) at least 30% of the directors of the corporation being Foundation Members, Members and / or Fellows of the Institute; or

(2)(b) at least 30% of the voting rights of the corporation being held by Foundation Members, Members, and/or Fellows of the Institute.

In the event that a Corporate Member ceases to fulfill this requirement the Council may terminate its membership, but may reinstate the Corporate Member upon the requirement being fulfilled.

- 5D. A Corporate Member shall abide by the Rules of the Institute but its obligations shall be separate and distinct from the individual obligations of such persons who may be directors or members or employees of the Corporate Member who may also be members of the Institute.
- 5E. A Corporate Member shall not be entitled to vote at general meetings of the Institute or to hold any office of the Institute including membership of the Council or any Boards or Committee but a Corporate Member may by a resolution of its governing body authorize any person to attend a general meeting as an observer.
- 6A. Associates shall be persons who have completed a course of study in architecture and
  - (a) being members of professional institutes recognized by the national governments of the respective country at the time of application, or
  - (b) have gained adequate professional experience as prescribed by the Council, or
  - (c) are working as a full-time staff of the course(s) of study in architecture in a University or School recognized by the Council with certification of the Head of the Department at the time of application.
- 6B. Affiliates shall be persons or categories of persons considered by the Council to have a connection with the architectural profession and who are suitable to be admitted as Affiliates of the Institute.
- 7A. *Graduate Members* shall be persons who
  - (a) possess a degree or diploma in the field

- of architectural studies from a University or School recognised by the Council, or
- (b) have passed any professional examination in architecture recognised by the Council,
- 7B. *Student Members* shall be persons who are enrolled in courses of study in architecture in a University or School recognised by the Council.
- 8A. Honorary Fellows shall be such persons of eminence as the Institute may wish to honour and whose membership would further the objects of the Institute, or whose contribution to the objects of the Institute is recognized.
- 8B. (Repealed on 20 September 2018)
- 9A. *Retired Members* shall be any Member who has retired from practice and ceased to draw remuneration from architectural work, subject always to the approval of the Council.
- 9B. Any Member, Associate or Graduate Member who is not ordinarily resident in Hong Kong may apply for a change of membership status to Non-Resident Member, subject always to the approval of the Council.
10. Fellows may use the statement 'Fellow of the Hong Kong Institute of Architects' or the letters FHKIA after their names. Members may use the statement 'Member of the Hong Kong Institute of Architects' or the letters 'HKIA' after their names. Associates may use the statement 'Associate of the Hong Kong Institute of Architects' or the title 'Associate HKIA' after their names. Affiliates may use the statement 'Affiliate of the Hong Kong Institute of Architects' or 'Affiliate HKIA' after their names.
11. Every candidate for admission to the Institute shall make and sign a statement on the standard application form that he is eligible under the Rules and that he is willing to be bound by the Rules and Code of Professional Conduct of the Institute if he is elected.
12. Every candidate for admission as a Member, Corporate Member, Associate, Affiliate, Graduate or Student Member shall be nominated on the standard application form.
13. Every proposal for the election of an Honorary Fellow shall be made either by a Nomination Committee appointed by the Council OR by not less than seven Members. The nomination shall give the name, title and address of the candidate together with a statement of the grounds on which the person is nominated.
14. The nomination of every candidate for admission to any category of membership shall be forwarded to the Council which shall cause enquiries to be made into the qualifications of the applicant nominated.
15. Every election to membership shall be made by the Council. No candidate shall be elected to any category of membership except by an affirmative vote of two-thirds of those present having the right to vote and voting at a meeting of the Council. Every such candidate shall be declared duly elected subject to Rule 20.
16. When a candidate is elected, the Council shall inform him of his election and shall send him a copy of the Deed of Constitution, the Rules and the Code of Professional Conduct, and no elected candidate shall be entitled to the rights and privileges of membership until he has paid his entrance fee (if any) and his first annual subscription and has also signed and returned to the Council a declaration that he shall be bound by the Rules and Code of Professional Conduct of the Institute.
17. All categories of membership shall have the right to attend meetings but only Fellows and Members shall have the right to vote.
18. The Council shall maintain a Register of the Institute's membership which shall be available for public scrutiny.
19. The amount of entrance fees and subscriptions for different categories of membership shall be determined from time to time by Resolution of a General Meeting.
20. Every Member, Corporate Member,

Associate, Affiliate, Graduate or Student Member shall pay his entrance fee (if any) and first subscription within three months of the date of his election; otherwise, unless the delay be explained to the satisfaction of the Council, his election shall be cancelled.

21. Annual subscriptions shall be paid in advance and, except as provided by Rule 20, shall be due on the first day of January in each year. New Members, Corporate Member, Associates, Affiliates, Graduate Members, Student Members, Retired Members and Non-Resident Members elected on or before the last day of March in any year shall pay only three-quarters of the annual subscription for that year. New Members, Corporate Member, Associates, Affiliates, Graduate Members, Student Members, Retired Members or Non-Resident Members elected on or before the last day of June in any year shall pay only half of the annual subscription for that year. New Members, Corporate Member, Associates, Affiliates, Graduate Members, Student Members and Non-Resident Members elected on or before last day of September in any year shall pay only one-quarter of the annual subscription for that year. Any new Member, Corporate Member, Associate, Affiliate, Graduate Member, Student Member, Retired Member and Non-Resident Member elected after the last day of September in any year shall not be required to pay any subscription for that year.
- 21A. Subject to the approval of the Council, transfer between the following categories of membership shall be permissible:
- (a) Fellows;
  - (b) Members;
  - (c) Associates;
  - (d) Affiliates
  - (e) Graduate Members;
  - (f) Student Members;
  - (g) Retired Members; and
  - (h) Non-Resident Members.

A Corporate Membership may not have its membership transferred to another category of membership.

- 21B. Upon transfer to another category of membership the person so transferred shall

become liable to pay the annual subscription in respect of the category of membership to which he has been transferred on the date of transfer. Credit shall be given to him for any annual subscription already paid in respect of any period subsequent to the transfer and after taking into account the credit any balance due whether from him to the Institute or vice versa shall be paid accordingly.

- 22A. Any Member, Corporate Member, Associate, Affiliate, Graduate Member, Student Member, Retired or Non-Resident Member whose annual subscription remained unpaid for three months following the invoice for subscription were issued shall receive a reminder notice in the form of a registered letter sent to his address as last notified to the Registrar, as appointed by the President and the Honorary Secretary on behalf of the Council.

- 22B. The Council may from time to time determine the Continuing Professional Development requirements which a Member, Non-Resident Member, Affiliate or Graduate Member may be required to fulfill. Any Member, Non-Resident Member, Affiliate or Graduate Member who fails to fulfill the requirements for Continuing Professional Development which the Council may from time to time determine as applicable to them shall receive a reminder notice in the form of a letter sent to his address as last notified to the Registrar.

- 23A. Where any Member, Corporate Member, Associate, Affiliate, Graduate Member, Student Member, Retired or Non-Resident Member shall permit his annual subscription to remain in arrears for a period exceeding 3 months from the date of the notice issued under Rule 22A his membership shall be terminated automatically and the Council may cause his name to be published in the Newsletter or a circular of the Institute. The Council shall have power to reinstate any person in his former position as a Member, Corporate Member, Associate, Affiliate, Graduate Member, Student Member, Retired or Non-Resident Member; and in such case to require the payment of all subscriptions which would be due had he continued to be a Member, Corporate Member, Associate, Affiliate, Graduate

Member, Student Member, Retired or Non-Resident Member up to the date of such reinstatement and a reinstatement fee equal to that of the applicable current membership entrance fee.

- 23B. Where any Member, Non-Resident Member, Affiliate or Graduate Member who fails to fulfill the requirements for Continuing Professional Development which the Council may from time to time determine as applicable to them, the Council may, after the issue of the reminder notice under Rule 22B, terminate his membership and the Council may cause his name to be published in the Newsletter or a circular of the Institute. The Council shall have power to reinstate any person in his former position as a Member, Non-Resident Member, Affiliate or Graduate Member, and in such case to require the fulfillment of the requirements for Continuing Professional Development in the 12 months preceding his membership reinstatement application.
- 24A. The Registrar shall refer to the Council any complaint received or any disciplinary matter coming to his/her notice. A complaint to the Council shall be made in writing to the Registrar and signed by the complainant which shall state all matters of fact in support of the specific complaint. Where a disciplinary matter is raised by the Institute, the application shall be signed by the Honorary Secretary or such other person as may be appointed by the Council. The Council shall have power to reprimand, suspend or expel from the Institute, notify the Architects Registration Board and/or award costs against any Member, Corporate Member, Associate, Affiliate, Graduate Member, Student Member, Retired or Non-Resident Member who:
- (a) wilfully breaks a rule of the Institute, or
  - (b) by his conduct either professionally or otherwise renders him unfit to be a Member, Corporate Member, Associate, Affiliate, Graduate Member, Student Member, Retired or Non-Resident Member, or
  - (c) in the opinion of the Council, causes the name of the Institute to be brought into disrepute, or
  - (d) is convicted by a Court of any offence which shall be a breach of either (a), (b) or (c) above.

- 24B. A Member, Corporate Member, Associate, Affiliate, Graduate Member, Student Member, Retired or Non-Resident Member shall not be reprimanded, suspended or expelled from the Institute, and/or notified to the Architects Registration Board under these Rules unless the Member, Corporate Member, Associate, Affiliate, Graduate Member, Student Member, Retired or Non-Resident Member shall:
- (a) have been given, at least 14 calendar days beforehand, a notice in writing in specified form stating:
    - (i) the date, time and place of the Meeting at which the matters in Rule 24A are to be enquired into, and
    - (ii) the nature of the allegations made against him, and
    - (iii) that he is entitled to be present and to be heard in his defence, and to be legally represented at his own cost at the Meeting, subject to the Disciplinary Board's discretion to proceed with the Meeting in the absence of the Respondent Member where he is absent from Hong Kong or is unable to give evidence in person at the Meeting (including where the Respondent Member is serving a term of imprisonment), and
  - (b) have been given the opportunity to attend the Meeting and to be heard and to call evidence in his defence, and where the Respondent Member is absent or unable to give evidence in person as described in (a)(iii) above, to produce any evidence, written representations or affidavits which the Respondent Member wishes the Disciplinary Board to consider in his defence, and
  - (c) have been notified in writing of the decision of the Council and of his right to appeal against the same, and
  - (d) have had his appeal against the decision of the Council rejected and shall have been notified in writing of the same.
- 24C. The Registrar shall refer to the Council any complaint against any Member, Corporate Member, Associate, Affiliate, Graduate Member, Student Member, Retired or Non-Resident Member in respect of any of

- the matters set out in Rule 24A. Upon such referral the Council shall appoint a Preliminary Committee consisting of two members of the Council to investigate and report to the Council on the complaint. Where the Council reasonably believes that grounds may exist for the exercise of its power under Rule 24A, the Council shall appoint a Disciplinary Board consisting of any member of the Council and a minimum of two other Members of the Institute as nominated by Council to conduct an enquiry to decide whether grounds exist for the exercising by the Council of its powers under Rule 24A hereof, to decide what action should be taken against the Member, Corporate Member, Associate, Affiliate, Graduate Member, Student Member, Retired or Non-Resident Member and may in its absolute discretion publish such decisions in one or more of the following methods, namely by causing a notice thereof:
- (i) to be displayed at the Institute's premises; and/or
  - (ii) to be published in the Institute's circular; and/or
  - (iii) to be published in one or more newspapers or journals.
- 24D. Any Member, Corporate Member, Associate, Affiliate, Graduate Member, Student Member, Retired or Non-Resident Member who has been the subject of a Disciplinary Board enquiry and who is aggrieved by a decision of that Disciplinary Board as aforesaid may appeal against the same by giving notice of appeal in writing to the Honorary Secretary of the Institute within 28 days of being notified of the decision. Upon receipt of such notice the Honorary Secretary shall call a Meeting of the Council to hear the appeal and shall at least seven days beforehand give notice in writing the Member, Corporate Member, Associate, Affiliate, Graduate Member, Student Member, Retired or Non-Resident Member of the time, date and place of the Meeting and of his right to attend and be heard.
- 24E. Any member of the Disciplinary Board against whose decision the appeal is made shall not sit on the Council and hear the appeal. The decision of the Council, which shall be notified to the Member, Corporate Member, Associate, Affiliate, Graduate Member, Student Member, Retired or Non-Resident Member shall be final.
- 24F. All decisions of the Disciplinary Board or Council hereunder shall be made by a majority vote of those present and voting at the meeting of the Disciplinary Board or of the Council. The Chairman of the Board and of the Council shall have one vote in his respective Meeting but in the event that the vote is even he shall have a second vote which he shall cast in favour of the Member, Corporate Member, Associate, Affiliate, Graduate Member, Student Member, Retired or Non-Resident Member.
- 25A. No Member, Corporate Member, Associate, Affiliate, Graduate Member, Student Member, Retired or Non-Resident Member shall incur reprimand, suspension or expulsion, or be notified to the Architects Registration Board unless he shall have had the opportunity to state his defence, whether by evidence in person, written representations or affidavits. The Disciplinary Board shall have the power to adopt wherever possible simplified or expedited procedures and in any case shall have the widest discretion allowed by law to conduct the proceedings so as to ensure the just, expeditious and final determination of the disciplinary matter.
- 25B. No Member, Corporate Member, Associate, Affiliate, Graduate Member, Student Member, Retired or Non-Resident Member shall be permitted to resign from the Institute whilst he is the subject of any disciplinary proceedings or if it appears likely to the Council that such member is likely to be or to become the subject of disciplinary proceedings.
- 25C. The Institute reserves the right to enquire into the activities and to investigate the actions of any past Member, Corporate Member, Associate, Affiliate, Graduate Member, Student Member, Retired or Non-Resident Member which occurred during the time when such a person was a Member, Corporate Member, Associate, Affiliate, Graduate Member, Student Member, Retired or Non-Resident Member of the Institute as though the person was still a Member, Corporate Member, Associate, Affiliate, Graduate Member,

Student Member, Retired or Non-Resident Member.

### III. THE COUNCIL

26. The Council shall consist of a President, two Vice Presidents and the Chairmen of the Boards as well as an Honorary Secretary, an Honorary Treasurer and eight Ordinary Members of the Council and the Immediate Past President who shall be an ex-officio Member of the Council.
  27. Any member of the Council may resign his office by notice in writing to the Council.
  28. Any Member of the Institute who is an ordinarily resident of Hong Kong shall be eligible for the office of President, provided that, at the date of the commencement of his proposed term of office, he will have at some time served on the Council for at least two years. The President shall be elected for two years and subject to Rule 42 thereafter shall not be eligible for a further term of this office until the expiration of four years from the termination of his second consecutive year of office.
  29. Any Member of the Institute who is an ordinarily resident of Hong Kong shall be eligible for the office of Vice President. Any Vice President shall be elected for two years and subject to Rule 43 thereafter shall not be eligible for a further term of this office until the expiration of four years from the termination of his second consecutive year of office.
  30. Any Member of the Institute who is an ordinarily resident of Hong Kong shall be eligible for the offices of Honorary Secretary and Honorary Treasurer. The Honorary Secretary and Honorary Treasurer shall be elected for two years and thereafter shall be eligible for further terms of office of one year at a time provided that no Honorary Secretary or Honorary Treasurer who has served in either or both capacities for four consecutive years shall be eligible again for either office until the expiration of four years from the termination of his fourth consecutive year of office.
  31. Any member of the Council shall be eligible for the office of Board Chairman. Board Chairmen shall be elected by the Council for two years and thereafter shall be eligible for a further term of this office for two years. No Member of the Institute shall hold the office of Board Chairman for more than four consecutive years.
- 32A. Any Member of the Institute who is an ordinarily resident of Hong Kong shall be eligible for the office of Ordinary Member of the Council. Ordinary Members of the Council shall be elected for two years and thereafter shall be eligible for a further term of this office for two years. No Member of the Institute shall hold the office of Ordinary Member of the Council for more than four consecutive years.
  - 32B. No Member of the Institute shall be a member of the Council in any combination of capacities for more than six consecutive years provided that:
    - (i) subject to Rule 28, any Member of the Institute may stand for the office of President at any time;
    - (ii) nothing herein shall affect the right of the Immediate Past President to become ex-officio Member of the Council for a term of 2 years immediately after the termination of his office as President as the said ex-officio Member of the Council.
  33. Any two or more Members may nominate candidates for the offices of President, Vice President, Honorary Secretary, Honorary Treasurer and for Ordinary Membership of the Council. Such nominations shall be delivered to the Honorary Secretary at least twenty-one days before the third Quarterly General Meeting held on the date fixed in accordance with Rule 55.
  34. Nominations for the offices of President, Vice President, Honorary Secretary, Honorary Treasurer, and for Ordinary Membership of the Council may be made by the Council.
  35. There shall be a ballot paper on which all Members may vote for the offices to be filled. The names of all candidates for election shall be printed in the same type and in alphabetical order. Each ballot paper shall contain directions for its use by Members and any ballot paper which fails to comply

- with such directions shall be rejected by the Scrutineers and the votes shall be lost.
36. Ballot papers shall be sent to each Member entitled to vote thereon not less than seven days before the third Quarterly General Meeting held on the date fixed in accordance with Rule 55 and shall be returned to the Honorary Secretary so as to be received by him before the opening of the third Quarterly General Meeting held on the date fixed in accordance with Rule 55. The papers shall be enclosed in a sealed envelope.
  37. The Council may appoint Member, Associate, Affiliate or Honorary Fellow as an Advisor to the Council. Any Member, Associate, Affiliate or Honorary Member so appointed shall be invited to attend Council Meetings as decided by the Council but shall not have the right to vote on Council matters.
  38. Not less than six weeks before the third Quarterly General Meeting held on the date fixed in accordance with Rule 55 the Council shall call for nominations of Members for election to the Council for the ensuing year.
  39. Four Scrutineers, who shall be appointed by the Council, shall have the direction of the election, and their decision on any matter relating thereto shall be final. At the third Quarterly General Meeting held on the date fixed in accordance with Rule 55 they shall receive from the Honorary Secretary the envelopes containing the ballot papers. They shall count the votes in favour of the candidates for the various vacancies, adopting for this purpose such procedure as they shall deem fit, and shall thereafter report the result of the election to the third Quarterly General Meeting held on the date fixed in accordance with Rule 55.
  40. The Candidate or Candidates who receive the most votes shall be declared elected to the vacancies available. The Candidates so elected are hereinafter referred to as the officers-elect. In the event of an equality of votes for any vacancy there shall be one recount of the votes cast for the candidates having such equality. If, after such a recount, there is still an equality of votes for that vacancy, the election of the candidates so receiving such equality shall be by ballot of the Members present having the right to vote and voting at the third Quarterly General Meeting held on the date fixed in accordance with Rule 55.
  41. (a) The officers-elect so elected shall take office on the first day of the month of January following their election.  
(b) The officers-elect shall be entitled to attend Council meetings following their election but shall not have the right to vote thereat until they shall take office pursuant to sub-clause (a) hereof.
  42. In the event of the death or resignation of the President, one of the two Vice Presidents shall be elected by the Council to take his office. The term of office of any person succeeding or being appointed to the office hereof shall terminate at the date of which the term of office of the President would have terminated but for the resignation or death or vacation of office of such President. A person succeeding or being appointed to office as aforesaid shall notwithstanding anything herein contained be eligible for immediate election to the same office.
  43. In the event of the death or resignation of the Vice President, the Council shall appoint one of their members in his stead. The term of office of any person succeeding or being appointed to the office hereof shall terminate at the date on which the term of office of the Vice President would have terminated but for the resignation or death or vacation of office of such Vice President. A person succeeding or being appointed to office as aforesaid shall notwithstanding anything herein contained be eligible for immediate election to the same office.
  44. In the event of the death or resignation of the Honorary Secretary or the Honorary Treasurer the Council shall elect a successor who shall be qualified within the provision of Rule 30 to fill the vacant office until the next Annual Election of an Honorary Secretary or Honorary Treasurer and the Member so elected shall go into office forthwith.
  45. In the event of the death or resignation or temporarily absence from its meetings of



any member of the Council, Council may appoint a Member to take his place.

46. (a) The Council shall meet at least once in every quarter but is empowered to meet more frequently if it desires.
  - (b) Half of the membership of the Council shall form a quorum.
  - (c) The President or any five members of the Council may, by letter to the Honorary Secretary, require an Extraordinary Meeting of the Council to be called within fourteen days after the receipt of such letter by the Honorary Secretary.
47. The Chair at Meetings of the Council shall be taken by the President, or in his absence by one of the two Vice Presidents failing whom any member of the Council whom the Meeting shall elect shall take the Chair. Without prejudice to the provisions herein contained all decisions of the Council shall be made by a vote of two-thirds of those present having the right to vote and voting at a meeting of the Council.

#### **IV. THE AUDITORS**

48. The Council shall cause the annual accounts of the Institute to be examined and certified by a firm of qualified accountants who shall submit a report which shall be approved and countersigned by the Honorary Auditors.
49. The Institute shall elect annually as Honorary Auditors two Members, not being members of the Council. Candidates shall be nominated and elected for office by vote at the Annual General Meeting and their names shall be appended to the list of the members of the new Council.

#### **V. BOARDS & COMMITTEES**

50. The Council shall appoint Boards for the purpose of dealing with specific subjects connected with the objects of the Institute.
51. The Boards may conduct their own business and correspondence but save as hereinafter provided they shall not take any public action nor incur any pecuniary responsibility unless previously authorised by the Council. In any case of emergency

they may take such public action as shall have been sanctioned by the President or in his absence by the Vice President nominated by the President to act on his behalf.

52. At the end of each quarter the Boards shall each submit to the Council a report of their proceedings during the preceding quarter, which report, or a summary thereof, shall be incorporated in the report of the Council to the Annual General Meeting.
53. Each Board shall consist of a Chairman, who is a member of the Council, at least one other Ordinary Member of the Council and such other co-opted Members, Associates, Affiliates, Graduate Member, Student Member or Retired Members of the Institute as the Council may decide.
54. (a) The Boards shall meet at least once every two months, but it shall be in their power to vary the frequency of meetings in excess of this.
- (b) Half of the membership of the Board, at least two of whom shall be members of the Council, shall form a quorum.
- (c) Boards shall have the power to appoint sub-committees as they think fit, for the purpose of dealing with subjects within the area of responsibility of the Board.
- (d) The President and Honorary Secretary shall be ex-officio members of all Boards.

#### **VI. GENERAL MEETINGS, ANNUAL GENERAL MEETINGS, SPECIAL GENERAL MEETINGS**

55. In January each year the Council shall fix the dates for at least one General Meeting in every quarter.
56. The Council may at any time call a Special General Meeting for any specific purpose.
57. Upon the receipt of a requisition stating the business to be discussed and duly signed by not less than forty Members the Council shall be bound to summon a Special General Meeting.
58. A Notice of every General Meeting, Annual General Meeting and every Special General Meeting stating the place, date and hour at

which it is to be held and the business to be transacted thereat shall be sent to every Member, Corporate Member, Associate, Affiliate, Graduate Member, Student Member, Honorary Fellow, Retired and Non-Resident Member according to Rule 67 at least seven days previously. Any General Meeting may by Resolution adjourn from time to time but unless the adjournment be for a period exceeding seven days no printed Notice as provided herein and in Rule 67 shall be necessary.

59. The Chair at all General Meetings, Annual General Meeting and Special General Meetings shall be taken by the President, or in his absence by either one of the Vice Presidents or a Chairman of one of the Boards, or in their absence by a member of the Council; failing whom any Member whom the Meeting shall elect shall take the Chair.
60. The Chair at all General Meetings, Annual General Meeting and Special General Meetings shall be taken as soon after the stated time of the Meeting as there shall be a quorum of twenty Members present. If such quorum be not constituted within half an hour of the time for which the Meeting had been summoned the Meeting shall be postponed for 14 days and new notices sent to every Member, Corporate Member, Associate, Affiliate, Graduate Member, Student Member, Honorary Fellow, Retired and Non-Resident Member. If on this second meeting a quorum is still not obtained, such meeting shall nevertheless be one capable of transacting business.
61. At General Meetings, Annual General Meetings and Special General Meetings:
  - (a) Members are entitled to attend, speak and vote;
  - (b) Corporate Members, Associates, Affiliates, Graduate Members, Student Members, Honorary Fellows and Retired Members are entitled to attend and speak.
62. (a) At General Meetings, Annual General Meetings and Special General Meetings any Resolution adopted by an affirmative vote of two-thirds of and voting at such Meetings or by poll

as provided in this Rule 62, shall be deemed to be a Resolution of the Institute. Except where otherwise specifically required by these Rules, voting shall be by a show of hands or by poll as the Council shall determine in its own discretion and set out in the Notice of the Meeting. The result of such poll shall be deemed to be a Resolution of the Meeting and the Institute.

- (b) If a poll is to be taken, it shall be taken at such time (either at the Meeting or within a period of time after the said Meeting) and in such manner and by such means as the Council shall determine in its own discretion and set out in the Notice of the Meeting.
  - (c) Notwithstanding Rules 62(a) and 62(b) above, on the appointment of the Chairman of the Meeting and on a question of adjournment, voting shall be either by a show of hands or by poll taken at the Meeting immediately and without adjournment as the Chairman of the Meeting shall at his own discretion direct.
  - (d) A poll to be taken shall not prevent the continuance of a General Meeting for the transaction of any business other than the question on which a poll has to be taken.
63. The Council shall give at least seven days notice to all Members, Corporate Members, Associates, Affiliates, Graduate Members, Student Members, Honorary Fellows, Retired and Non-Resident Members of any proposals to make new Rules or to introduce new sections in the Constitution and to amend or rescind existing Rules or matters relating to the Constitution and such proposals shall be discussed at the next General Meeting or Special General Meeting following the notice. No new Rule or amendment to the Constitution nor rescindment of any existing Rule or rescindment of any section of the Constitution shall come into force except for an affirmative vote of two-thirds of those Members having a right to vote and voting at the Meeting or by poll as provided in Rule 62. Any reference to "Rules" in these

presents shall include the Code of Professional Conduct, and the Conditions of Engagement of the Hong Kong Institute of Architects.

64. The Council shall present a report on the state and affairs of the Institute to the Annual General Meeting, which report shall give an abstract of the proceedings during the preceding financial year ended 31st March, and an account of the funds (including a balance sheet of the receipts and disbursements for the past financial year properly audited). A copy of the report shall be sent to every Member, Corporate Member, Associate, Affiliate, Graduate Member, Student Member, Honorary Fellow, Retired and Non-Resident Member at least fourteen days before the Annual General Meeting.
65. The Annual General Meeting shall be the last General Meeting of the Institute in each year and shall be held at such time and place as shall be fixed by the Council in December each year.
66. No business other than that specifically stated in the notice shall be discussed at any Special General Meeting.
67. Any notice or other document(s) required by these Rules shall be written or printed and shall be deemed to have been duly sent when it has been put into the post or otherwise despatched and shall be deemed to be received by a member of the Institute if left or sent to a Member, Corporate Member, Associate, Affiliate, Graduate Member, Student Member, Honorary Fellow, Retired or Non-Resident Member by post at their last known business or residential address in Hong Kong and, except where otherwise specifically provided by these Rules, shall be deemed to be received by the Institute if left with or sent by post to the Honorary Secretary of the Institute at the Institute's address. A notice or document sent by post shall be deemed to have been received by the addressee at the time when in due course of posting it will be delivered at the address to which it was sent.
- 67A (a) For the purpose of this Rule, "Inapplicable Rules" include Rules 22A, 22B and 36. For the avoidance of doubt, this Rule does not

apply to notice, document or information sent by the Member to the Institute.

- (b) Apart from the document, notice or information sent or supplied under or pursuant to the Inapplicable Rules, any document, notice or information required to be sent or supplied by the Institute to a member of the Institute under these Rules may be sent or supplied by electronic means if the Member agrees that such document, notice or information may be sent or supplied to him by electronic means (including but not limited to email) and has not revoked the agreement. The Institute shall obtain the Member's agreement under this Rule 67A(b) in the written form as the Council may from time to time prescribe.
- (c) The document, notice or information sent by electronic means pursuant to Rule 67A(b) above shall be deemed to be received by the Member when the document, notice or information leaves the sender's electronic transmission system to the electronic address (including but not limited to an email address) specified for the purpose of this Rule 67A by the Member, whether generally or specifically, regardless of the format, form and means of the document, notice or information.
- (d) A Member has not revoked the agreement for the purpose of Rule 67A(b) or changed the particulars of the specified electronic address referred to in Rule 67A(c) above unless he has given the Institute a notice of revocation or change of not less than [7] working days by post and/or by leaving at the Institute's address in accordance with Rule 67.
- (e) Upon the written request of a Member who has given and has not revoked his agreement under this Rule 67A, the Institute may, at its sole discretion, provide the Member with a hard copy of the document, notice or information which has already been sent or supplied to that Member by electronic means but such provision is for the Member's reference only and shall not in any way derogate the sending or supplying of the document, notice or information under other parts of this Rule 67A.

## **VII. DISSOLUTION**

68. The Institute may be dissolved only in accordance with a Resolution of the Institute as provided in Rule 62.
69. In the event of the dissolution of the Institute the disposal of the assets shall be in accordance with a Resolution of the Institute as provided in Rule 62.

## **VIII. INTERPRETATION**

70. The Council's interpretation of these Rules shall be final.

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Revision 18<sup>th</sup> June 2003  
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