

The Hong Kong Club of Oregon By-Laws

1. Name

The Hong Kong Club of Oregon (the "Club").

2. Mission

The Club is a not-for-profit organization. Our Mission Statement refers.

3. Membership

All existing Club members and people in the public, regardless of age, gender, marital status, religious or ethnic background, are eligible for membership. The Club membership is active upon payment of a non-refundable annual membership fee. The Board determines the amount of the annual membership fee where appropriate in support of the Club's activities and affairs.

4. Board Members

The Board has a maximum of nine (9) Directors (first appointed by the Club founders in January of year 2000). Directorship is affirmed by a majority vote of an adequate quorum of the Club. The Board includes a Chairperson of the Board, a Secretary, a Treasurer, an Administrator and other Board Members of various assignments.

5. General, Board Meetings & Quorum

The Chairperson as an individual, or the Board as a group by a majority vote, may call general meetings as needed and no less than once in a year. The Board will meet as required to set policy, decide on administrative matters and to manage various club activities.

Fifty percent (50%) or more of active Club members in attendance will form the adequate quorum for a general meeting, and fifty percent (50%) or more of the Board Members' attendance will form the adequate quorum for Club directives and decisions.

6. Board Members' Terms of Office/ Duties & Authorities

Terms of office are determined by vote of the Board or by elections in an annual general meeting of Club members. Board Members may resign from his/her position at will. There is no term limitation. All members are welcome to attend and contribute to the discussion in Board Meetings, but only Board Members may vote in a Board Meeting. Only one spouse/partner may hold a Board Member position at the same time. The duties and authorities of each of the Board Members are as follows:

- Chairperson --- Call annual general meeting and other Board Meetings as needed to gather input from members to set direction of the Club. Coordinate various Club activities based on the directives and decisions made in the General Meetings and/or in the Board Meetings as approved by quorum of Club members or the Board Members. The executive authority of the Chairperson is the one addition vote towards any tie of votes by an adequate quorum.
- Treasurer --- Maintain all Club funds and financial records. Submit financial records to the Board for review upon request at any time. Report of Club financials during regular Board Meetings as appropriate and formally every year during the Club's general meeting. Furnish and report the Club's financials to Government agencies including the Federal and State Inland Revenue Service Departments in compliance of any regulatory requirement. Manage payments of annual license fee and other necessary governmental fees to maintain the legitimacy of the Club.

- **Secretary** --- Keep minutes of Board Meetings. Distribute minutes and announcements. Maintain the confidential data base of Club Membership. Keep Club members informed of all Club activities. In the absence or incapacity of the Chairperson, the Secretary, followed by the Treasurer, in their order of designation, will perform the duties of the Chairperson until the Chairperson is in a position to resume his/her duties, or until the next election, whichever occurs earlier.
- **Administrator** --- Responsible for administrative work such as receiving new Club member applications, manage participations of various general Club events and collections of participation fees from Club members.
- **All Board Members (Including the aforesaid positions)** --- Organize and direct all Club activities and events. Promote Club activities to the community. Attend Board Meetings, vote on directives and decisions and perform various Club task assignments without financial rewards other than reimbursements of out of pocket expenses paid on the Club's behalf under Board scrutiny.

Dismissal of Board Members

A Board Member may be dismissed from his/her position for cause, such as misconduct or failure to fulfill his/her duties by a majority vote of an adequate quorum: 50% of the Club members or 50% of the Board Members.

7. Club Membership Rights and Responsibilities

I. Rights:

- Self-nomination or nomination of other members to the Board for Board Members election.
- Forward recommendations and requests to the Board for evaluation and contribute ideas to additional Club activities.
- Participate in all Club events.
- Extend such rights to a maximum of 4 direct family members (spouse/partner, son and daughter)
- Invite friends and other family members as personal guests to Club events which are not stated as 'members only'.

II. Responsibilities:

- Pay the Club a non-refundable annual membership fee.
- Pay specified charges on Club hosted events and activities.
- Show courtesy and respect to fellow members.

III. Termination of Membership:

- Club membership may be revoked due to acts of misconduct as determined by the majority vote of the Board.

8. Amendments

Amendments to By-Laws will require a majority vote of an adequate quorum 50% of the Board Members.



Addendum (December 2014)

Networking between members is highly encouraged. However, to ensure mutual respect of a comfortable socializing atmosphere, hard sales or any aggressive marketing behavior including massive distribution of business cards during any events hosted by the Club is not permissible and may lead to revocation of membership.

Any members who want to promote business ideas to other Club members must request for a written consent from the Club's Board. Such requests need to be in writing and decisions will be made by the Board within two months from the date such requests are received. The Club does not guarantee success of any events.

All business development and commercial cooperation must take place under mutual consent of all parties involved. The Club is not providing any contact information between members. All exchange of contacts information is voluntary between members. The Club is not responsible for any complaints arise from business activities between any members. The Club is not involved in members' ongoing business connections or accountable for any adverse relationships so resulted.