

### **Proceedings of the 2019 Annual General Meeting**

Date: 21<sup>st</sup> March 2019, Thursday
Time: 7:08 p.m. – 7:58 p.m.
Venue: Monaco Room, Basement 1, Regal Hong Kong Hotel, Causeway Bay, Hong Kong

#### Attendance:

Corporate Members (Voting Members):

LAW Chi Wing, LUI Shiu Wai Aaron, HO Wai Lun Wilson, CHAN Chi Kee Henry, CHENG Kin Wui, CHIU Ka Fai Calvin, FUNG Pak Yu, KWOK May Han Grace, LEE Chee Kwan, LEUNG Chi Kin Randolph, PANG Yuen Fai Alson, TANG Chi Kong Clief, WONG Cheung Lam, WONG Kin Chung Ken, CHEUNG Shuk Ching Cindy, CHUNG Tak Leung Joshua, KUNG Wing Wing Valerie, KWOK Kwun Ting Chris, CHAN Chi Lung Calvin, CHAU Chi Kwan, CHEUNG Ming Kai, IU King Kwong, KWAN Kin Yan Richard, HO Tak Kin Thomas, WAN Nik Fung, CHENG Li, ISA Mohamed Hasan, LAU Kwok Keung, TANG Shiu Keung, Daniele ALBANESE, CAI Ting, CHAN Cheuk Yin, CHAN Shek Ho Michael, CHAN Fat Yee, CHAN Hon Fai, CHAU Tsz Wing, CHENG Chun Hei, CHENG Chi Ming, CHEUNG Chun Hin, CHOU Kim Hoi David, HO Cheung Chow Benny, CHU Sze Shing, CHUNG Yuen Man Anna, Oliver DELAS, FUNG Wai Kit Ricky, HO Ming Bun, KWAN Chi Hang Jonathan, KWOK Ka Kin, LAM Chi Yan Garret, LAM Ching Mau, LAM Chung Ching, LEUNG Yuen Tat, LIU Kin Fai Eric, LOK Ka Ming, MA Sau Ping, NG Chung Kai Anthony, NG Huen Henry, OR Wai Shan Sharifah, TSANG Fan Cheong, WAI Yi Kwan Evelyn, WONG Chi Hang Antony, WONG Hon Yiu, WONG Kin Man Raymond, WONG Wing Yee, YEUNG Heung Ho, YEUNG Bing Kwan

#### Voting Members whose Proxies were received by the Honorary Secretary:

TSUI Siu Lung Dragon, WONG Kwok Hei, NG Kwok Keung Fred, HAU Fei Fei, HU Man Kit Chris, YUE Wang Sing, TANG Wai Him, LI Cheung Shing David, LO Lam, TO Man Ping Mandy, CHEUNG Sau Cheong Andrew, KAN Kwok Kong, WAI Chok Pong, LEUNG Wing Sun, TSUI Ying Kit, YEUNG Nga Man, LAU Kwok Yee, LAM Ka Ho, YEUNG Kwok Leung, LAW Cheuk Ho Jackel, CHU Ngai Min Edmund, WONG Chor Kuen, LAM Cheung Fai Derek, LEUNG Ho Yin Henry, KWAN Ka Chun, TSOI Yeung Kin Joanne, LEUNG Cho Shing, Manuel CHUA, LAU Chi Wai Kenneth, WONG Chi Wah Steven, LEE Yiu Cho, WONG Wai Lok, WONG Kam San, LAU Tak Yan, NG Chi Chung, CHAN Kwok Wai, WU Chun Man, YIU King Chung, MOK Kwing Fai,

#### TSANG Jennifer Arr, TONG Ka Ling

#### Non-corporate Members:

CHAN Chi Ying Nicole, CHAN Hoi Ying Alicia, CHAN Siu Leung Edward

#### Guests:

HO Cheuk Yei, LUK Man Grace, LAM Tsz Ho Cyrus, YUEN Ka Chun Gary, TSE Yuk Hei, CHAN Yui Ho

#### Proceedings

- 1. At 7:08 p.m., the Honorary Secretary, Mr Aaron LUI, declared that the total number of voting Members arrived at the venue had satisfied the requirement for a quorum as stipulated in the Memorandum and Articles of Association (MoA) of the Hong Kong Institutes of Acoustics Limited (HKIOA), and announced the commencement of the 2019 AGM.
- 2. Mr LUI, gave a quick overview of the AGM's agenda and advised that the order of the AGM items might have to be changed slightly to facilitate the logistics of the election and re-election of Committee Members.
- 3. Mr LUI invited the Members to accept the proceedings of the 2018 AGM held on 22nd March 2018, Friday. Mr William FUNG proposed, and Dr Clief TANG seconded the motion to accept the proceedings. There were no objections or comments from Members, and the Proceedings of the 2018 AGM were confirmed.
- 4. Mr LUI explained that it would take time for the counting of votes for the election and re-election of Committee Members, he advised the meeting that the election logistics would commence before going to the next agenda item, which was the Chairman's Report. According to Article 52 of the Memorandum of Association (MoA) of the HKIOA, the committee shall comprise of (a) a Chairman, (b) 8 to 12 Corporate Members, both elected by simple majority at an AGM, and up to 4 co-opted Members appointed by the Committee and they should all be Corporate Members. And according to Article 54, the Ordinary Members of the Committee may hold office for a period of 3 years, but at least a third should retire. Mr LUI further advised that this would mean that at least 4 Members out of 11 Members in the current term should retire. The current term of Executive Committee had discussed the matter and considered that in

view of the expanding workload it would be desirable to have 12 Ordinary Members in the Committee. As a result, there was a total of 5 vacancies in the coming term. Up to the current time of the meeting, the Honorary Secretary had received a total of 6 nominations, viz. for Mr Daniele Albanese and Prof SK TANG standing for election, and Mr Joshua CHUNG, Mr Chris KWOK, Mr Aaron LUI, and Mr Ken WONG for re-election as Committee Members for a 3-year term. Mr LUI reminded that only those ballot sheets marked with serial numbers, including the 6 candidates, handed to Members by the HKIOA at the registration desks were valid forms for voting, and they could choose no more than 5 candidates among the nominees. Mr LUI told the meeting that the counting of votes would be supervised and scrutinized by 4 Members of the Executive Committee, including Dr Clief TANG, Dr Calvin CHIU, Mr Alson PANG and Mr CL WONG.

- 5. Mr LUI invited the candidates to briefly introduce themselves to the Members. The candidates took turns to briefly introduce themselves and their aspirations to the Members present. Subsequently, the meeting adjourned at 19:22 to allow time for Members to complete the ballot sheet. The meeting resumed at 19:25 and the completed ballot sheets were collected. The meeting continued and the next agenda item was the Chairman's Report.
- 6. The Chairman, Dr LAW provided a brief highlight to the meeting regarding his 2018 -19 Annual Report, of which an electronic copy was posted in the HKIOA website and hard copies were made available to Members at the meeting. Dr LAW described the past year, which was the 25<sup>th</sup> year or Silver Jubilee of HKIOA, to be a significant landmark for HKIOA and the acoustics industry, besides celebrations, a number of important conferences, seminars and activities were being organized.
- 7. Dr LAW went on to introduce the structure of the Executive Committee as well as the roles and responsibilities of each of the Committee Members to the meeting; and gave a brief update on the trends of development of membership in the Institute. He took the opportunity to announce that a new Student Branch in Shatin IVE was established on 26<sup>th</sup> September 2018.
- 8. Dr LAW went on to highlight the activities and functions being organized by the Institute and the Student Branches. He particularly mentioned that

the very successful 11<sup>th</sup> Regional Cross Strait Conference, the Smart Construction for Quiet Symposium and Exhibition, the 25<sup>th</sup> Celebration Gala Dinner, which the Institute had received many positive feedback and comments from Members participated in the events. He reaffirmed on the Institute's commitment to promoting professionalism and education in acoustics, by offering and supporting various types of courses and seminars for the profession, including the very popular HKIOA Certificate Courses on Noise Control, Road Traffic Noise Assessment, Architectural Acoustics Design, Road Traffic Noise & Railway Noise Measurement, supported by the HKIE-MMNC, HKIQEP, ASME-HK and BEAM Society Limited. The Institute had also staged a very significant initiative - Sound Map Creation Competition, to promote soundscape in Hong Kong.

- 9. On the way forward, Dr LAW envisaged that as HKIOA going into the 26<sup>th</sup> Anniversary this year, the Institute would organize more activities for our Members, industry partners, and related societies to further strengthen the Institute's position as the only learned society in acoustics in Hong Kong. He looked forward to further collaborations of the Institute with other professional societies and organizations, including the MMNC-HKIE, HKIQEP, ASME-HK, and HKGBC.
- 10. In closing, Dr LAW thanked Members of the Executive Committee again for their contribution to the work of the Institute.
- 11. Mr LUI invited comments or feedback from Members on the Chairman's Annual Report. As there were no comments from the audience, Mr David YEUNG proposed, and Ir KK IU seconded a motion to accept the Chairman's Report. There were no objections or comments from Members, and the Chairman's Report was accepted.
- 12. For the next agenda item, Mr LUI invited the Honorary Treasurer, Mr Wilson HO to deliver his report on the Institute's finance. Mr HO presented the audited account of the HKIOA to the meeting and explained to audience the overall financial situation of Institute, as well as the income and expenditures arising from the organization of various seminars, meetings in 2018. He reported that the Institute's finance was in a healthy position and the auditor had had a true and fair view of HKIOA's annual financial report as of end 2018. Mr HO welcomed Members to inspect the full audited report.



- 13. There was enquiry on the large current asset of almost seven million Hong Kong dollars being held by the Institute and whether the Committee has any plans to meaningfully utilize the available funds. Dr LAW and Mr LUI reaffirmed to the meeting that more resources and spending would surely be used to promote professionalism and education in noise and acoustics, and also in nurturing and grooming young professionals.
- 14. As there were no other comments, Mr LUI called on Members to accept the Honorary Treasurer's financial report. Dr Kin CHEUNG proposed, and Mr Joshua CHUNG seconded the motion to accept the report. There were no objections and further comments, and the report by the Honorary Treasurer was accepted.
- 15. According to the Articles 87 of the MoA of the Institute, an auditor should be appointed during each AGM to hold office until the next AGM. There were suggestions and comments that the Institute should consider to employ alternative Auditors, for the possibility of better corporate governance. The Auditor for the current term of 2018 was Alan Chan & Company. Mr HO had taken the initiative to check for alternative auditors and he advised that their fees were as below

		Accounting	Audit Fees	Total Fees HK\$
		Fees HK\$	HK\$	
1	Alan CHAN &	10,000	10,000	20,000
	Company			
2	Synthesis	10,500	13,000	23,500
	Consultant			
3	KW LAM &	12,000	13,000	25,000
	Company			
4	Vincent LAI &	No Reply	No Reply	No Quote
	Company			

16. In view of the lowest bid and that the current Auditor was familiar with the operations of HKIOA, Mr HO recommended that the current auditor, Alan CHAN & Company, should be reappointed as the auditor for the coming Session (2019). As no other comments were received from the audience, Mr LUI invited Members to accept the appointment of Alan CHAN & Company, as the auditor for the coming Session (2019). Mr William FUNG proposed and Mr Richard KWAN seconded the motion

to re-appoint Alan CHAN & Company as the auditor of the Institute for the coming Session (2019). There were no objections or further comments from Members, and the motion was carried.

- 17. Mr LUI invited the office bearers of the Student Branches to conduct an official handover of their Chairmanship to their respective successor in next Session with Members' presence. Mr C Y HO of the HKPolyU Student Branch handed over his Chairmanship to Mr Gary YUEN, while Ms Grace LUK of the Morrison Hill IVE Student Branch handed over her Chairmanship to Mr YH TSE. The meeting were advised that the new Shatin IVE Student Branch had just been established on 16<sup>th</sup> September 2018 and the current term of Chairman was Mr Cyrus LAM.
- 18. The counting of votes for the election and re-election of the Executive Committee Members had been completed, and Mr LUI announced the results as follows.

Votes Obtained
39
73
87
87
85
88

- 19. On the basis of the results, Mr LUI announced that the successful nominees to join the Executive Committee were Mr Joshua CHUNG, Mr Chris KWOK, Mr Aaron LUI, Prof SK TANG, and Mr Ken WONG.
- 20. Mr LUI called on Members to accept the re-election of Mr Joshua CHUNG, Mr Chris KWOK, Mr Aaron LUI, Mr Ken WONG and the new election of Prof SK TANG to the Executive Committee. Mr Tommy WAN proposed, and Mr Henry CHAN seconded a motion to accept the election results. There were no objections, and the election results were confirmed.
- 21. Mr LUI asked whether there were any AOB items from the Members. There were no further comments and suggestions from the audience.
- 22. There being no other business, Mr LUI announced that the 2019 HKIOA AGM closed at 7:58 p.m.

Chairman Dr CW LAW Honorary Secretary Aaron LUI

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