

## Comparison between Proposed HKPA Articles of Association and the current Memorandum and Articles of Association – January 2023

The table below maps the Proposed Hong Kong Physiotherapy Association Article of Association (proposed new Articles) against the current HKPA Memorandum and Articles of Association (current Articles) and provides notes about changes and a brief explanation about the content of the proposed new Articles.

The current Articles were prepared to comply with the Companies Ordinance (Cap. 32). Most of the provisions in the Companies Ordinance (Cap. 32) affecting the operation of the HKPA were repealed on 3 March 2014 when the Companies Ordinance (Cap. 622) commenced. The language and layout of the proposed new Articles adopts the Model Articles of Association prescribed in Schedule 3 of the Companies (Model Articles) Notice (Cap. 622H) for companies limited by guarantee except when the Model Articles do not cover matters contained in the current Articles. The wording in the current Articles has been updated for consistency with the Model Articles and includes use of plain language and sub-headings to make the document easier to read. The proposed Articles also address the following eight specific issues and risks raised by the Executive Committee and members during the consultations:

- the unlimited number of terms that the President or Executive Committee (EC) members can serve
- lack of staggered terms and a risk that the membership of the newly elected EC (President and 11 EC members) is completely different from the previous EC
- relatively low number of elected EC members (11) compared with co-opted EC members (8)
- lack of a transition period for handover between the outgoing EC and the newly elected EC
- the only eligibility requirement for nomination of candidates for important positions such as the President, Vice President, Honorary Secretary, and Honorary Treasurer is being a HKPA member at the time of nomination
- non-compliance with the current Companies Ordinance (Cap, 622)
- lack of contemporary good practice drafting for governance documents
- qualifications for membership are overly prescriptive and risk excluding or encouraging some physiotherapists from applying for membership

It is recommended that all Members consider the table below when they read the proposed new Articles. The table identifies when proposed new Articles are not part of the model Articles but are in the current Articles or are included for good practice. The member rights and obligations in Articles 54 and 55 do not change from the current Articles. Eligibility for positions on the Executive Committee is changed by Articles 30 – 33 and reflects feedback from members. There are not other changes to members' current rights.

Issue	Proposed new Articles	Model articles	Existing Articles	Notes
Document title	Articles of Association of Hong Kong Physiotherapy Association Limited	This is the wording in the model articles.	Hong Kong Physiotherapy Association Limited (Limited by guarantee) Memorandum and Articles of Association	The Companies Ordinance (Cap. 622) abolished the requirement for HKPA to have a Memorandum of Association. HKPA is only required to have Articles of Association as its constitutional document.
<b>Part A Mandatory Articles</b>				
The mandatory articles that are required under sections 81, 83 and 84 of the Companies Ordinance (Cap.622) are added before the content of the Model Articles.				

Issue	Proposed new Articles	Model articles	Existing Articles	Notes
Company name	Article 1	Article 1	Article 1 in current Memorandum	This is a mandatory article under the Companies Ordinance (Cap. 622)
Members liabilities	Article 2	Article 2	Article 5 in Memorandum	Wording reflects the model Articles under the Companies Ordinance
Liabilities or contributions of Members	Article 3	Article 3	Article 6 in Memorandum	Wording reflects the model Articles under the Companies Ordinance.
<b>Part B Other Articles</b>				
Interpretation	Article 1	Article 1	Article 2	The list comprises terms and meanings in the Model Articles, terms and meanings from the current Articles and terms and meanings that will assist implementation of the proposed new Articles – the definitions include content suggested during consultations
Objects	Article 2	The model Articles do not cover this topic but it is in the current M&A – see notes	Article 3 in current Memorandum	The proposed new Articles include the core purposes from the current Articles and do not list services that are provided to members or responsibilities of the Executive Committee – these are activities, not purposes and although they are in the current Articles, they have been removed from the proposed new Articles.
Membership of the Executive Committee	Article 3	The model Articles do not cover this topic but it is in the current M&A – see notes	Articles 37 & 38	The proposed new Articles retain the current Articles size and composition – this reflects feedback at the focus groups. It is <b>recommended</b> that as part of future internal quality improvement processes, HKPA reviews the number of Executive Committee members and explores the possibility of using sub-committees for operational and day to day financial administrative activities, and working groups for time-limited activities. This could reduce the size of the Executive Committee and provide its members with more time to focus on strategic issues and initiatives.
Executive Committee general authority	Article 4	Article 2	Articles 36, 40, 41 and 44	Clear language compared to current Articles and introduces elements of good practice for company directors such as a minimum number of meetings that Executive Committee members must attend each year.
Members' reserve power	Article 5	Article 3	-	Wording reflects the model Articles under the Companies Ordinance

<b>Issue</b>	<b>Proposed new Articles</b>	<b>Model articles</b>	<b>Existing Articles</b>	<b>Notes</b>
Executive Committee members may delegate	Article 6	Article 4	Article 45	Wording reflects the model Articles under the Companies Ordinance
Sub-committees, working groups and taskforces	Article 7	Article 5 (Committees)	Article 38	Clear language compared to current Articles and describes the difference between the advice and guidance provided by a sub-committee (specific areas required on an ongoing basis) and a working group or taskforce (issues and projects for a defined term).
Speciality Groups	Article 8	The model Articles do not cover this topic – it is specific to HKPA – see notes	-	Clear language. It is good practice to include this in the proposed new Articles because the Specialty Groups are an important part of the HKPA.
Executive Committee members to take decision collectively	Article 9	Article 6	-	Wording reflects the model Articles under the Companies Ordinance
Unanimous decisions	Article 10	Article 7	-	Wording reflects the model Articles under the Companies Ordinance
Calling Executive Committee meetings	Article 11	Article 8	-	Wording reflects the model Articles under the Companies Ordinance
Participation in Executive Committee meetings	Article 12	Article 9	-	Wording reflects the model Articles under the Companies Ordinance
Quorum for Executive Committee meetings	Article 13	Article 10	-	Wording reflects the model Articles under the Companies Ordinance
Meetings if total number of Executive Committee members is less than quorum	Article 14	Article 11	-	Wording reflects the model Articles under the Companies Ordinance

<b>Issue</b>	<b>Proposed new Articles</b>	<b>Model articles</b>	<b>Existing Articles</b>	<b>Notes</b>
Chairing of Executive Committee meetings	Article 15	Article 12	-	Wording reflects the model Articles under the Companies Ordinance
Chairperson's casting vote at Executive Committee meetings	Article 16	Article 13	-	Wording reflects the model Articles under the Companies Ordinance
Conflicts of interest	Article 17	Article 15	-	Wording reflects the model Articles under the Companies Ordinance. As directors of a company, Executive Committee members must always act in HKPA's best interests and declare the nature and extent of any material interest that is significant in relation to the HKPA. This is an obligation under section 536 of the Companies Ordinance (Cap. 622).
Validity of acts of Executive Committee meeting	Article 18	Article 17	-	Wording reflects the model Articles under the Companies Ordinance
Record of decisions to be kept	Article 19	Article 18	-	Wording reflects the model Articles under the Companies Ordinance
Attendance of observers at Executive Committee meetings	Article 20	The model Articles do not cover this topic – it is specific to HKPA – see notes	-	Clarifies good governance
Executive Committee expenses	Article 21	Article 25	-	Wording reflects the model Articles under the Companies Ordinance
Executive Committee discretion to make further rules	Article 22	Article 19	-	Wording reflects the model Articles under the Companies Ordinance

<b>Issue</b>	<b>Proposed new Articles</b>	<b>Model articles</b>	<b>Existing Articles</b>	<b>Notes</b>
Returning officer	Article 23	The model Articles do not cover this topic but it is in the current M&A – see notes	Articles 30 & 46	<p>The current Articles include minimal nomination and election details - there is no separate description of nomination or election for the President or Vice President and no description of the Executive Committee election itself.</p> <p>The proposed new Articles include specific information on nomination of the different positions on the Executive Committee and clearer, more realistic, timeframes for the nominations and elections process. Call for nominations 90 days before election; call for nominations closes 60 days before election and the ballot material is circulated 30 days before the election.</p> <p>Proposed new Article 26 describes the election at a high level and provide an option for policies.</p>
Timing of election	Article 24	The model Articles do not cover this topic but it is in the current M&A – see notes	Article 46	
Nominations	Article 25	The model Articles do not cover this topic but it is in the current M&A – see notes	Article 30	
Election process	Article 26	The model Articles do not cover this topic – it is specific to HKPA – see notes	-	
Ballot material	Article 27	The model Articles do not cover this topic – it is specific to HKPA – see notes	-	
Communication of results	Article 28	The model Articles do not cover this topic – it is specific to HKPA – see notes	-	
Terms of office of Executive Committee member positions	Article 29	The model Articles do not cover this topic but it is in the current M&A – see notes	Article 39	<p>Clear language, contemporary practice and reflects feedback during consultation on proposals about length of terms of office, limit on consecutive terms of office and staggering of terms of office.</p> <p>The two-year terms under the current Articles create a risk to continuity of knowledge, skills and experience on the Executive Committee, and effective implementation of strategic plans. A four-year term reflects consultation feedback. During the stage 2 focus groups, participants expressed a strong view that five years was considered too long and three years was considered too short because most strategic plans are three years. Participants suggested a four-year term would be helpful in supporting progress on key activities. Some participants expressed concern that a four-year commitment may be a disincentive for younger members to nominate to the Executive Committee and suggested describing the four years as two years with option to</p>

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				<p>extend by two years to encourage commitment from the younger generation.</p> <p>It is good governance practice to ensure the number of consecutive terms of office of individual Executive Committee members is limited to ensure renewal of knowledge, skills and experience on the Executive Committee. Limiting the number of consecutive terms also improves the ability of the organisation to be innovative. It avoids the risk that necessary changes are not implemented because Executive Committee members serve for long periods and are satisfied with maintaining the status quo. It creates a culture of succession planning and avoids stagnation.</p> <p>All terms under the proposed new Articles are four years with a limit of three consecutive terms regardless of a person's position. This means a person could not stay on the Executive Committee for longer than 12 years in total, including any period as President. Article 22 enables Executive Committee members to resign during their term. In such a situation, the position would be filled as a casual vacancy for the balance of the term. This reflects good governance practice and the Companies Ordinance.</p> <p>The current Articles create a risk that a significant proportion of the membership of a newly elected Executive Committee (President, Vice President and elected members) could be completely different from the previous Executive Committee. Multiple concurrent new appointments will have a negative impact on the effectiveness of the Executive Committee, continuity of activities and effective operational and financial management of HKPA.</p> <p>This issue is related to good governance practice. It is good practice to ensure the timing of terms are appropriately staggered to manage the risk of too many new members joining the Executive Committee at the</p>

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				<p>same time. This balances continuity and renewal of knowledge, skills and experience on the Executive Committee, and facilitates continuity of important organisational activities. It also supports succession planning and facilitates induction and education for new Executive Committee members if there are more experienced members on the Committee.</p> <p>The proposed new Articles introduce staggered terms of office so that at the next election in 2023, half of the elected member terms end after two years and the others end after four years. After 2023, there are still elections every two years but for only half positions will be vacant at each election.</p>
Election of President	Article 30	The model Articles do not cover this topic – it is specific to HKPA – see notes	-	Clear language, contemporary practice and reflects feedback during consultation on proposals about eligibility, term of office and option for Immediate Past President to be appointed for 12 months for good governance. The proposed new Article provides a mechanism for variation in eligibility if no nominations are received. This reflects concerns during the consultations and Executive Committee advice on an acceptable compromise between specifying that previous Executive Committee experience is required (good practice) and the risk that no Executive Committee members nominate for the position.
Election of Vice President	Article 31	The model Articles do not cover this topic – it is specific to HKPA – see notes	-	Clear language, contemporary practice and reflects feedback during consultation on proposals about eligibility and term of office. Also provides mechanism for variation in eligibility if no nominations are received.
Elected Executive Committee members	Article 32	The model Articles do not cover this topic – it is specific to HKPA – see notes	-	Clear language, contemporary practice and reflects feedback during consultation on proposals about eligibility and term of office.
Appointed Executive Committee members	Article 33	The model Articles do not cover this topic – it is specific to HKPA – see notes	-	Includes eligibility criteria and formalises appointment process and term of office to reflect good governance practice and details reflect consultation feedback. Also clarifies that appointed EC members are not directors and so do not participate in decisions affecting the HKPA finances and governance.

<b>Issue</b>	<b>Proposed new Articles</b>	<b>Model articles</b>	<b>Existing Articles</b>	<b>Notes</b>
Termination of Executive Committee members' appointment	Article 34	Article 26	-	Wording reflects the model Articles under the Companies Ordinance. Clear language and good practice description of the reasons why Executive Committee members may leave the committee including options for removal by a resolution passed by majority of the HKPA Members who vote – this is good governance, creates accountability to the membership and manages the risk of a poorly performing Executive Committee to remain in power.
Filling casual vacancy of Executive Committee member positions	Article 35	The model Articles do not cover this topic but it is in the current M&A – see notes	Article 39	Clear language and the detailed approach reflects good practice to ensure continued governance when Executive Committee loses a member during their term, including President and Vice President.
Indemnity	Article 36	Article 29	Article 55	Wording reflects the model Articles under the Companies Ordinance. Inclusion reflects good practice. Content clearly identifies the scope of the HKPA's indemnity and maintains liability of Executive Committee members if their conduct is dishonest or involves a lack of good faith.
Insurance	Article 37	Article 30	Article 3 in Memorandum	Wording reflects the model Articles under the Companies Ordinance. Clear language and wording.
Appointment and removal of company secretary	Article 38	Article 31	Articles 42 and 62	Wording reflects the model Articles under the Companies Ordinance
Application for membership	Article 39	Article 32	-	Wording reflects the model Articles under the Companies Ordinance
Application procedure	Article 40	The model Articles do not cover this topic but it is in the current M&A – see notes	Article 7	Clear language and includes clear process as part of good practice. An appeals process is set out in proposed new Article 45
Approval by Executive Committee	Article 41	The model Articles do not cover this topic – it is specific to HKPA – see notes	-	
Refusal by Executive Committee	Article 42	The model Articles do not cover this topic – it is specific to HKPA – see notes	-	
Termination of membership	Article 43	Article 33	Articles 15, 16 and 17	Wording reflects the model Articles under the Companies Ordinance



Issue	Proposed new Articles	Model articles	Existing Articles	Notes
Suspension and cancellation of membership	Article 44	The model Articles do not cover this topic – it is specific to HKPA – see notes		This is good practice and enables the Executive Committee to suspend or cancel the membership of any member, including Life Members, due to unprofessional conduct or other conduct that discredits the profession, the HKPA or HKPA Members. There is an appeals mechanism to ensure this power is not abused.
Appeal a decision to refuse, suspend or cancel membership	Article 45	The model Articles do not cover this topic but it is in the current M&A – see notes	Article 17	Wording drawn from current Articles and reflects good practice.
Membership categories	Article 46	The model Articles do not cover this topic but it is in the current M&A – see notes	Article 4	Honorary membership has been removed because this category has not been used by HKPA and it is no longer good practice to admit individuals who are not physiotherapists.
Full Member	Article 47	The model Articles do not cover this topic but it is in the current M&A – see notes	Article 5	For the Full Member category, the current Articles specify two qualifications issued by the Hong Kong Polytechnic and The Hong Kong Polytechnic University and two certificates that automatically qualify a person for this category. Although there is a paragraph in the current Articles that enables other physiotherapy graduates to apply for membership, the HKPA has discretion in deciding on the application. There is a risk that registered physiotherapists in Hong Kong who hold other qualifications could be restricted from joining HKPA. This is not in the best interests of the physiotherapy profession in Hong Kong and is inconsistent with the HKPA objects.  This also reflects Stage 2 and Stage 4 focus group feedback and enables physiotherapists who retire and cease registration to remain Full and Life Members. It also enables recent graduates who have not yet registered to be Full Members. As above
Life Member	Article 48	The model Articles do not cover this topic but it is in the current M&A – see notes	Article 5	
Student Member	Article 49	The model Articles do not cover this topic but it is in the current M&A – see notes	Article 5	
Associate member	Article 50	The model Articles do not cover this topic but it is in the current M&A – see notes	Article 5	
Ineligibility	Article 51	The model Articles do not cover this topic but it is in the current M&A – see notes	Article 17(a)	Updated in response to feedback during consultation and focus groups.

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Life Membership fees	Article 52	The model Articles do not cover this topic but it is in the current M&A – see notes	Article 6	Clear language and the description for each category reflects the current approach. It is good practice to include this level of detail.
Annual Membership fees	Article 53	The model Articles do not cover this topic but it is in the current M&A – see notes	Article 6	Clarifies status if fees are not paid by the due date – if the fee remains unpaid after one month, membership will end. The Non-Financial member category is important because a person is not entitled to propose motions, nominate or vote if their fees are not paid by the due date. These rights are reinstated if paid within a month. The Annual General Meeting is usually late in the year so a person who has not paid their fee would no longer be a member. The Non-Financial status may impact casual vacancy elections and Extraordinary General Meetings or resolutions outside a General Meeting if they are held in April.
Members' rights	Article 54	The model Articles do not cover this topic but it is in the current M&A – see notes	Articles 9-13	Clear language – no change to member rights.
Members' obligations	Article 55	The model Articles do not cover this topic but it is in the current M&A – see notes	Article 14	Clear language – no change in obligations.
Annual General Meetings	Article 56	Article 34	Articles 19 & 20	Wording reflects the model Articles under the Companies Ordinance. Clear language. No change from current arrangements
Other General Meetings	Article 57	Article 34	Articles 21 and 31	Wording reflects the model Articles under the Companies Ordinance. Clear language. No change from current arrangements
Standing agenda items for Annual General Meetings	Article 58	The model Articles do not cover this topic but it is in the current M&A – see notes	Article 22	Clear language. No change from current arrangements
Notice of General Meetings	Article 59	Article 35	Articles 28 and 33	Wording reflects the model Articles under the Companies Ordinance. Clear language. Timeframes reflect contemporary expectations and electronic communication
Persons entitled to receive notice of general meetings	Article 60	Article 36	Article 33	Wording reflects the model Articles under the Companies Ordinance

<b>Issue</b>	<b>Proposed new Articles</b>	<b>Model articles</b>	<b>Existing Articles</b>	<b>Notes</b>
Accidental omission to give notice of general meetings	Article 61	Article 37	Article 34	Wording reflects the model Articles under the Companies Ordinance
Attendance and speaking at general meetings	Article 62	Article 38	-	Wording reflects the model Articles under the Companies Ordinance
Quorum for general meetings	Article 63	Article 39	Article 23	Wording reflects the model Articles under the Companies Ordinance. No change to number for quorum under current articles.
Chairing of General Meetings	Article 64	Article 40	Articles 25 and 41	Wording reflects the model Articles under the Companies Ordinance. Clear language. Generally reflects current Articles but the wording clearly allows for all or some of the meeting to be chaired by someone else even if the President is present – this is good practice if the President has a conflict of interest or prefers not to chair all or part of the meeting.
General Meeting rules of procedure	Article 65	The model Articles do not cover this topic – it is specific to HKPA – see notes	-	It is good practice to ensure there are formal rules of procedure provided for each general meeting. This support transparency and accountability in how the meeting runs.
Attendance and speaking by non-members	Article 66	Article 41	-	Wording reflects the model Articles under the Companies Ordinance. It is good practice to be clear on attendance of non-members.
Adjournment	Article 67	Article 42	Article 24	Wording reflects the model Articles under the Companies Ordinance
Use of technology for General Meetings	Article 68	The model Articles do not cover this topic but it is in the current M&A – see notes	-	Reflects contemporary practice to allow meetings using videoconference or other technology
General rules on voting at General Meetings	Article 69	The model Articles do not cover this topic but it is in the current M&A – see notes	Articles 26, 29, 32 & 41.	No change to current arrangements but additional detail and clear language reflect good practice.
Errors and disputes	Article 70	Article 44	Article 35	Wording reflects the model Articles under the Companies Ordinance
Demanding a poll	Article 71	Article 45	-	Wording reflects the model Articles under the Companies Ordinance
Number of votes a member has	Article 72	Article 46	Article 27 and 32	Wording reflects the model Articles under the Companies Ordinance

<b>Issue</b>	<b>Proposed new Articles</b>	<b>Model articles</b>	<b>Existing Articles</b>	<b>Notes</b>
Votes of mentally incapacitated members	Article 73	Article 47	-	Wording reflects the model Articles under the Companies Ordinance
Outcome of voting	Article 74	The model Articles do not cover this topic – it is specific to HKPA – see notes	-	It is good practice to communicate the election results.
Voting by proxy	Article 75	The model Articles do not cover this topic – it is specific to HKPA – see notes	-	It is good practice to include certain details about proxy voting at general meetings.
Content of proxy notices	Article 76	Article 48		Wording reflects the model Articles under the Companies Ordinance
Execution of appointment of proxy on behalf of member appointing the proxy	Article 77	Article 49	-	Wording reflects the model Articles under the Companies Ordinance
Delivery of proxy notice and notice revoking appointment of proxy	Article 78	Article 50	-	Wording reflects the model Articles under the Companies Ordinance
Effect of member's voting in person on proxy's authority	Article 79	Article 51	-	Wording reflects the model Articles under the Companies Ordinance
Effect of proxy votes in case of death, mental incapacity, etc. of member appointing the proxy	Article 80	Article 52	-	Wording reflects the model Articles under the Companies Ordinance
Amendments to proposed resolutions	Article 81	Article 53	-	Wording reflects the model Articles under the Companies Ordinance
General Meeting minutes	Article 82	The model Articles do not cover this topic but it is in the current M&A – see notes	Article 42	Clear language and reflects good practice to describe in more detail than current Articles.

Issue	Proposed new Articles	Model articles	Existing Articles	Notes
Power of Executive Committee to propose resolutions without a General Meeting	Article 83	The model Articles do not cover this topic – it is specific to HKPA – see notes	-	Reflects contemporary practice to allow voting on matters between General Meetings where it supports the effective operation of the HKPA. If a matter was contentious and required discussion, it is better practice to hold an Extraordinary General Meeting.
Voting on resolutions proposed outside a General Meeting	Article 84	The model Articles do not cover this topic – it is specific to HKPA – see notes	-	Good practice to include this information to support implementation of Article 83.
Means of communication to be used	Article 85	Article 54	Article 57	Wording reflects the model Articles under the Companies Ordinance
Notices	Article 86	The model Articles do not cover this topic but it is in the current M&A – see notes	Articles 57 - 61	Clear language - reflects good practice and the model Articles under the Companies Ordinance.
Handover between Executive Committee members	Article 87	The model Articles do not cover this topic – it is specific to HKPA – see notes	-	<p>Under the current Articles, the terms of outgoing Executive Committee members end at the same time as the terms of incoming Executive Committee members commence. This means there is no formal handover period and the newly elected members may be unable to fulfil their responsibilities effectively. This creates legal and organisational risks. For example, the signatories to bank accounts need to change so the new Committee cannot make any financial transactions when they first commence office and people who are no longer in governance roles are still able to make financial transactions.</p> <p>All terms under the proposed new Articles would commence on 1 January and end on 31 December. This provides a reasonable period of 2 – 3 weeks for a handover and changes to formal arrangements such as bank signatories - the election is in the first half of December and the newly elected members terms start on 1 January. It is recommended that a handover policy and procedure is developed as part of HKPA's future internal quality improvement processes.</p>

<b>Issue</b>	<b>Proposed new Articles</b>	<b>Model articles</b>	<b>Existing Articles</b>	<b>Notes</b>
Financial arrangements	Article 88	The model Articles do not cover this topic but it is in the current M&A – see notes	Article 8 in current Memorandum Articles 43 and 52	Clear language. No change from current arrangements.
Use of income and property	Article 89	The model Articles do not cover this topic but it is in the current M&A – see notes	Articles 4, 6 and 7 in current Memorandum	Wording reflects the model Articles under the Companies Ordinance. Reflects good practice and requirements under the Companies Ordinance. No change from current approach.
Execution of documents	Article 90	The model Articles do not cover this topic but it is in the current M&A – see notes	Articles 47 - 50 and 52	Clear language - reflects good practice and the model Articles under the Companies Ordinance.
Registers and records	Article 91	The model Articles do not cover this topic but it is in the current M&A – see notes	Article 8	Clear language - wording reflects Article 56 in the model Articles under the Companies Ordinance and good practice.
No right to inspect accounts and other records	Article 92	Article 56	-	Wording reflects the model Articles under the Companies Ordinance.
Auditor's insurance	Article 93	Article 57	-	Wording reflects the model Articles under the Companies Ordinance.
Alterations to Articles	Article 94	The model Articles do not cover this topic but it is in the current M&A – see notes	Article 54	Clear language and wording reflects the model Articles under the Companies Ordinance. The requirement for 75% of members to support resolution is because changing the Articles needs to be voted on as a special resolution
Regulations	Article 95	The model Articles do not cover this topic – it is specific to HKPA – see notes	-	The Regulations ensure there is a requirement for documented procedures or rules to support the implementation of the Proposed Articles. Content reflects contemporary practice.
Transition of members	Article 96	See notes	Not applicable	This is included to ensure there is no disruption to membership of the HKPA when the proposed new Articles take effect – this is a date decided by the Members if they support a resolution to replace the current Articles.
Transition of Executive Committee	Article 97	See notes	Not applicable	This is included to ensure there is no disruption to governance of the HKPA. All current Executive Committee members elected at the 2021 AGM will remain in office until 31 December 2023 because anyone elected under the proposed new Articles will start their new term on 1 January 2024.