

Minutes of the Fifth Annual General Meeting held on 10<sup>th</sup> October 2018  
in the Pat Loseby Room, Royal Hong Kong Yacht Club, at 1:00pm

Present:

Dr. Raymond Ma Sui Wing, MH	(RM) Chairman
Dr Johnnie Chan Chi-Kau, BBS JP	(JC) Vice Chairman representing Hong Kong Life Saving Society (HKLSS)
Dr Luk Wai Hung MH	(LWH) representing Hong Kong Canoe Union (HKCU)
Hans Joachim Isler	(HJI) representing Hong Kong Sailing Federation (HKSF)
Peter Lam Kwok Leung, JP	(PL) representing Hong Kong, China Dragon Boat Association (HKCDBA)
Szeto Ping Hang	(SPH) representing Hong Kong Amateur Swimming Association
Ian Brownlee	(IB) proxy for Mike Tanner representing Hong Kong Amateur Rowing Association (HKCRA)
Chris Howarth	(CH) representing Hong Kong Water Ski Association (affiliated organisation) (HKWSA)
Kevin Lewis	(KL) Hong Kong Sailing Federation (HKSF)
Terence Wan Ho Yuen	(TW) Honorary Treasurer
Ron Yeung Chun Wa	(RY) Company Secretary
MK Lau	(MK) Honorary Executive Director
Mike Arnold	(MA) Board Secretary

In attendance:

Chloe Lam	(CL) Assistant to Hon Treasurer
Queenie Wong	(QW) Chief Sports Executive, HKASA

Apologies for Absence:

Mike Tanner, MH	(MT) Vice Chairman
Ng Kong Wan	(NKW) Hong Kong China Rowing Association (HKCRA)
Anthony Chan Wai Lun, BBS, MH, JP	(AC) Hong Kong Life Saving Society (HKLSS)
Li Hong Man	(LHM) Hong Kong Canoe Union (HKCU)
Robert Wilson, MH	(RW) Honorary Adviser

The Meeting commenced at 1:00pm. Dr. Raymond Ma Siu Wing took the Chair.

The following agenda items were then considered:

**1. Confirmation of Quorum**

It was noted that there was a quorum with five Member Representatives being present in person.

**2. Confirmation of Agenda**

MA reported and the Members NOTED that no substantive new items had been proposed for inclusion in the agenda contained in the Notice of the AGM.

**3. Minutes of the Fourth Annual General Meeting**

- 3.1 The Minutes of the Fourth Annual General Meeting were considered. MA advised that one correction was required in paragraph 6.1 of the minutes, in that the word "hung" should be deleted in the third line after the acronym LWH. Following LWH proposing and PL seconding, Member Representatives present CONFIRMED the Minutes, which the Chairman then signed.

**4. The Directors' Report and Audited Financial Statements of the Council.**

- 4.1 Members noted that the audited Financial Statements setting out the year-end financial position as at 31 May 2018, had been circulated to them before the AGM, and that the auditor had made no qualifications to the statements. Those present indicated that they had no questions in respect of the Financial Statements, and LWH proposed and JC seconded that the accounts be accepted. Member Representatives present signified their APPROVAL.

**5. The Report of the Board on the affairs of the Council**

- 5.1 Members noted that the Report of the Board had been circulated before the meeting. Those present indicated that they had no questions in respect of the Report. PL proposed and HJI seconded that the Report be accepted. Member Representatives present indicated their acceptance of the Report.

**6. Election of officers and Directors of the Council**

- 6.1 MA advised that since the number of candidates (10) nominated by the NSAs as Directors did not exceed the number of vacancies (10), there was no need to hold a balloting exercise. However, Section 460 of the (new) Companies Ordinance (Cap 622) required that in respect of a company limited by guarantee, "a motion for the appointment of 2 or more persons as directors of the company by a single resolution must not be made, unless a resolution that it may be so made has first been passed at the meeting without any vote against it." JC proposed and IB seconded that the Member Representatives pass a motion agreeing to appoint all the persons nominated to be appointed as Directors by way of a single resolution. Member representatives then UNANIMOUSLY RESOLVED to appoint all the persons nominated by way of a single resolution. PL then proposed and SPH that the following be appointed by way of a single resolution as Directors of the Council.

NG Kong Wan	HKCRA
CHEUNG Wai Lun, Warren	HKCRA
Hans Joachim ISLER	HKSF
Kevin LEWIS	HKSF
LUK Wai Hung	HKCU
LI Hong Man	HKCU
CHAN Wai Lun, Anthony	HKLSS
WONG Man Chiu, Ronnie	HKASA
SZETO Ping Hang	HKASA
LAM Kwok Leung, Peter	HKCDBA

Member Representatives present then UNANIMOUSLY RESOLVED that all ten persons be appointed as Directors of the Council.

**7. Appointment of the Auditors and remuneration**

- 7.1 Members noted that the Auditor, Patrick Wong CPA Limited, had offered themselves for re-appointment for the financial year ending 31 May 2019. MA proposed that as in the 2017 AGM, the Member Representatives approve the re-appointment of Patrick Wong, and that the authority for approving the amount of remuneration be delegated to the Executive Committee. He explained that while the fee for 2017/18 and the preceding year had each been \$8,000, should the Council be given the STT for the Kai Tak fire station site and start to draw down on the Sir David Trench Fund sum of \$3 million to cover site development works, the extent of the auditor's work might be greater than hitherto. However, the auditor would only be able to estimate the extent of their work and thus be able to quote a firm fee closer to the time of the annual audit exercise. JC



then proposed and LWH seconded that Patrick Wong be re-appointed as the Council's auditor for the financial year ending 31 May 2019, with the authority for negotiating and agreeing the final remuneration for their services being delegated to the Executive Committee. Member Representatives present signified their unanimous agreement.

**8. Any other ordinary business**

8.1 Those present indicated that they had no matters that they wished to raise.

There being no other business, the meeting closed at 1:15pm.



9/10/2019