Minutes of the 21st meeting of the Board of Directors held on 11th September 2019
in the Pat Loseby Room, Royal Hong Kong Yacht Club at 1:00pm

Present:

Raymond Ma Sui Wing	(RM)	Chairman (joined at 1:05pm)
Johnnie C K Chan	(JC)	Vice-Chairman
Mike Tanner	(MT)	Vice Chairman (Acting Chairman for the meeting)
Anthony Chan Wai Lun	(AC)	Director
Hans Joachim Isler	(HJI)	Director
Ronnie Wong Man Chiu	(RW)	Director
Raymond Lo Ho Yin	(RL)	Director
MK Lau	(MK)	Hon Executive Director
Ron Yeung	(RY)	Company Secretary
Mike Arnold	(MA)	Board Secretary

Apologies for Absence:

Li Hong Man	(LHM)	Director
Peter Lam Kwok Leung	(PL)	Director (joined at 1:05pm)
Kevin Lewis	(KL)	Director
Warren Cheung Wai Lun	(WC)	Director
Ng Kong Wan	(NKW)	Director
Szeto Ping Hang	(SPH)	Director
Terence HY Wan	(TW)	Hon Treasurer
Robert L Wilson	(RLW)	Hon Adviser
Ian Brownlee	(IB)	Hon Adviser and Technical Consultant

In Attendance

Melanie Wong Fung Ping	(MW)	General Manager, HKCDBA

With the Chairman not being able to be present at the start of the meeting, the Board AGREED that MT should take the chair in the Chairman's absence. The Chairman later joined the meeting and proposed with the Board's AGREEMENT that MT should continue to chair the meeting.

Action

1. **Confirmation of Agenda**

1.1 The Board AGREED that the draft agenda for the meeting be confirmed without amendment.

2. **Confirmation of Minutes of the 20th Meeting**

2.1 The Board CONFIRMED the minutes of the 20th Meeting without further amendment, which were signed by the Chairman.

3. **Paper IP 19/9 Matters Arising from the 20th Board Meeting (including matters to be reported arising from Executive Committee meetings held since the 20th Board meeting)**

3.1 Para 3.1 Update on Kai Tak Runway Fire Station Site - EKTWSC: MT reported that the preparatory committee was preparing the 5-year Financial Plan, which would need to All

include the upfront capital costs of developing the site. The target was to complete this work and be able to submit the Plan to the HKJC on 31 October 2019. MT went on to say that he would be writing to the four NSAs concerned to ask them each to appoint an additional representative to the preparatory committee. He would also be circulating to the four NSAs a revised draft MOU, replacing the earlier draft agreement, and inviting each of the NSAs to indicate their agreement to sign the MOU. Attached to the draft MOU would be the draft TOR of the proposed management committee for the EKTWSC.

3.2 Para 3.2 Application to IRD for Water Sports Charitable Trust: MA advised that following the Hon Legal Adviser submitting the amended Trust Document as agreed by the Board to IRD, there had been no further questions or comments from IRD. It was thus assumed that it was simply a case now of waiting for formal approval to be given by IRD. .

3.3 Para 5.1 Appointment of Honorary Advisor (Risk Management): MA referred to paragraph 7 of Paper IP 19/9 and asked if the Board was agreeable to the proposed change of title for Mr Allan Yu. The Board AGREED to amend Mr Yu's title to "Honorary Advisor (Risk Management)" with the job description of "….. to offer advice on all matters relating to risk management and to review and comment on the insurance requirements as to protect the best interests and liabilities of the Council." MA

3.4 Para 6.1 Potential water sports centre at Dining Cove: The Board noted the current position as set out in paragraph 8 of Paper IP19/9. In reply to HJI's question as to whether the required information had yet been passed to HAB and KTSP, MT advised that before doing so, a site visit would be advisable. HJI and MT agreed to coordinate this. MT HJI

3.5 Para 7.1 Wanchai Cargo Handling Basin:

(a) Interim use of the basin waters: MT advised that before approaching the RHKYC about the availability of the pontoon, Ian Brownlee would first need to contact Highways Dept on the release of the water area for water sports activities. RW asked about the water quality in the Basin. MT advised that tests had not been conducted and it would only be possible to follow up on this after the ongoing dredging operations in the Basin had been completed. JC reported that the HKLSS had recently expressed interest in using the Basin for life saving training and not just jet skis as previously proposed. The HKLSS had submitted its revised requirements. IB MT

(b) Long term use of the basin and cargo handling area: The Board noted the current position as set out in paragraph 10 of Paper IP 19/9, in that following the positive meeting with representatives of DevB and Planning Dept on 29 July 2019, the Council was now awaiting proposals from the Government side. HJI said that he might try to follow up through his involvement in the Harbourfront Commission's Task Force. HJI

3.6 Para 8.1 Payment of annual subscriptions for 2019/20: MA referred to paragraph 11 of Paper IP 19/9 and said that as at 29 August 2019, it appeared that HKCDBA, HKCU and TriHK had not yet paid their annual subscriptions. MW advised that the HKCDBA had paid its subscription in July. MT said that he would follow up with TriHk. RL was asked to follow up with the HKCU.

4, Paper BD 19/5 Draft Tenancy Agreement for the Short Term Tenancy of the

Former Kai Tak Fire Station Site

4.1 MT spoke briefly to Paper BD 19/5 highlighting the decisions required of the Board. JC asked if there was a contingency plan if the HKJC turned down the Council's application for funds. MT acknowledged that rejection by the HKJC would be disastrous and the HKWSC would then need to try to look for other sponsors such as property developers. JC noted the current weak situation of the property market and considered that there was a need to give serious consideration to contingency plans in case the HKJI rejected the request for funds, RW noted that the STT would was for a period of 5 years and asked what would happen if the Government took back the site at the end of that period for other development. MT considered this to be unlikely in that the fire station was considered a form of historical building. Also indications were that provided the Council operated a successful water sports centre, the Government would likely be minded to renew the STT. MA noted the need to have in place ahead of agreeing to sign the STT adequate insurances, such as Officers and Directors insurance and Public Liability insurance. MT said that there would be a need to have clear proposals on insurance before the Board was asked to agree the final terms for the STT. The Board then AGREED –

(a) IN PRINCIPLE to accept the terms and conditions set out in the Draft Tenancy Agreement, subject to the Board formal approval being sought to the Final Agreement after sight by the Board of the final terms and conditions following the Government's District Land Conference; and

(b) TO DELEGATE to the Executive Committee the authority to finalise the contents of the Final Agreement which should then be brought back for the Council's formal approval before signature.

5. Paper BD 19/6 EKTWSC - Appointment of Consultant Architect

5.1 MT spoke briefly to Paper BD 19/6, setting out the background and explaining that Handi was prepared to undertake the work, without fee and without any guarantee of obtaining the consultancy for the subsequent detailed design and construction phase, out of a sense of corporate social responsibility. MA cautioned that the work might not be totally cost free if advice had to be sought from certain specialist consultants, like advice on fire protection measures. If required, hopefully this cost might be covered by the HKWSC's limited funds of some HK$200,000. The Board briefly discussed the situation and concluded that it could support the new proposal from Handi. The Board then AGREED to – MT MA

(a) APPOINT Handi Architects Limited to provide professional consultancy services to the Council on the terms and conditions set out in their fresh offer letter of 1 August 2019, as attached at Annex to Paper BD 19/6; and

(b) DELEGATE to the Board Secretary the authority to sign the letter on behalf of the Council accepting Handi's terms and conditions.

6. Paper BD 19/7 Directors' Report and Audited Financial Statements for the Financial Year Ended 31 May 2019

6.1 The Board –

(a) APPROVED the Directors' Report and audited Financial Statements for the financial year ended 31 May 2019 as annexed to Paper BD 19/7; and

(b) AGREED that the Directors' Report and Audited Financial Statements should be submitted to the Annual General Meeting to be held on 9 October 2019.

7. Paper BD 19/8 Report of the Board on the Affairs of the Council for 2018/19

7.1 MA pointed out two small amendments being needed to the draft Report annexed to Paper BD 19/8. Subject to these amendments being made, the Board then APPROVED that the Report should be faired and submitted to the 2019 Annual General Meeting on 9 October 2019. MT HJI

8. Dates of Board meetings in 2019/20 and date of 2020 AGMs

8.1 The Board AGREED the following dates for the Board meetings in 2019/20 and the 2020 AGM – All

Wednesday, 18 December 2019

Wednesday, 18 March 2020

Wednesday, 17 June 2020

Wednesday, 16 September 2020

Wednesday. 14 October 2020 – AGM

9. Any Other Business

9.1 **Submission of Nominations for Election of Officers and Directors**: MA reminded the Board that the deadline for the submission of nomination forms for the election of Officers and Directors at the AGM on 9 October 2019 was 1300 hours on 18 September 2019. As at 11 September 2019, nominations had only been received from the HKSF. All

9.2 Appointment of Honorary Adviser (Technical Services): JC said that he wished to recommend the appointment of Matthew CHOW Ka Fung as Honorary Adviser (Technical Services) to the Council. He said that Mr Chow had not yet found the time to draft his CV. However, Mr Chow was a chartered surveyor and the Director of Hanison Construction Holdings Limited, where his responsibilities covered the property development, investment, and project management division as well as estate services division of the Group. More particularly Mr Chow had already helped the Council in identifying Handi and providing free advice when attending site meetings at the Kai Tak fire station. His background and experience would be of benefit to the Council. JC further added that Steven Li also supported Mr Chow's appointment. The Board then AGREED to the appointment of Mr Mathew CHOW Ka Fung as Honorary Adviser (Technical Services) and asked that his CV be circulated to the Board when this was available. JC

[Post meeting note: According to the information contained on the website of Hanson Construction Holdings Limited, **Mr. Chow Ka Fung, Matthew,** aged 50, joined the

Group in 1998. He is a director of certain divisions of the Group and oversees the Property Development Division, Property Investment Division as well as Property Agency and Management Division. Mr. Chow specialises in property development, investment, marketing, management and project management in Hong Kong and the PRC. He holds a bachelor degree in land management from The Hong Kong Polytechnic University. Mr. Chow is a Registered Professional Surveyor (General Practice) (Property and Facility Management) under the Surveyor Registration Board (RPS). He is also a member of the Royal Institution of Chartered Surveyors (MRICS), a member of China Institute of Real Estate Appraisers and Agents (MCIREA), a member of the Chartered Institute of Arbitrators (MCIArb) and a member of Hong Kong Institute of Surveyors (MHKIS).]

10. Date of Next Meeting

10.1 The next meeting will be held starting at 1300 hours on Wednesday, 18 December 2019 in the Pat Loseby Room of the RHKYC.

There being no other business, the meeting closed at 1:43 p.m.

Michael Tanner
Acting Chairman for the meeting