



Hong Kong, China
ROWING ASSOCIATION
中國香港賽艇協會

Passion to go beyond 熱愛·無限

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the **Forty-Fifth Annual General Meeting** of the Hong Kong, China Rowing Association (“the Association”) will be held **at the Seminar/ Multi-function Room, 2/F, Jockey Club Sha Tin Rowing Centre, No. 27 Yuen Wo Road, Sha Tin, N.T. on Sunday, 17th December 2023 at 10:00 a.m.** for the purpose of transacting the following business namely: -

1. To approve the minutes of the Forty-Forth Annual General Meeting
2. To receive the annual report of the Board on the affairs of the Association
3. To receive: -
 - 3.1 the financial statements for the financial year from 1 April 2022 to 31 March 2023;
 - 3.2 the Directors’ report for the financial year from 1 April 2022 to 31 March 2023;
 - 3.3 the auditor’s report on those financial statements.
4. To re-appoint **Wall CPA Limited** as auditor of the Association for 2023-2024 and authorise the board of Directors to fix its remuneration.;
5. To elect the President: Mr. Mike TANNER, BBS, MH retires but offers himself for re-election.
6. To elect Directors
Anybody wishing to stand for election as a Director is directed to the note at the foot of this Notice. All who are interested in standing are encouraged to stand for election: -
 - 6.1 Chairman: Mr. NG Kong Wan, retires but offers himself for re-election;
 - 6.2 Director of Finance: Mr. Thuan Gia TRAN, retires but offers himself for re-election;
 - 6.3 Directors:
Mr. Ajmal Victor SAMUEL, retires but offers himself for re-election;
 - Dr. Isa SCHEUNPFLUG retires but offers herself for re-election
 - Mr. NG Wing Ning Victor, retires as required by the Articles of Association; ;In total – Ten Director positions are open for nominations
7. Election of Stewards
8. Any other business.

Honorary Vice-President
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David SORTON

President
Mike TANNER, BBS, MH

Chairman
NG Kong Wan

Vice Chairmen
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By Order of the Board of Directors
NG Kong Wan
Chairman
26th November 2023

Notes:

1) Nomination for Director

- 1.1) No person shall be eligible for election, or hold office, as a Director, except a person designated by the Board to hold the office of Director of Finance in accordance with Articles 28, unless he is and has been an Ordinary Member or Registered Rower and member of a Club Member for a minimum continuous period of three years and after having been appointed by the Board has served for at least one year on one the Association's official Councils, Committees or Commissions.
- 1.2) Any two Club Members or Stewards whose Clubs nominated in accordance with Articles 15(b) are different shall be a liberty to nominate any Steward or eligible Ordinary Member who is a member of a Club Member to serve as Director, having previously received his assent. Nominations must be in writing and must be deposited at Jockey Club Sha Tin Rowing Centre, 27 Yuen Wo Road, Shatin, New Territories, Hong Kong **not less than ten days (at 10:00 a.m. on Thursday, 7th December 2023)** before the time of holding the meeting at which the election is to take place.

2) Nomination for Steward

- 2.1 Any person who has attained the age of 21 and who is and who pledges to endeavor to further the objects for which the Association is established is eligible for election as a Steward provided that immediately prior to the date of his election he has been an Ordinary Member or Registered Rower for a continuous period of five years or more or has been an Ordinary Member or Registered Rower for three years immediately prior to the date of his election and has competed in that time in the Hong Kong Rowing Championships, the Hong Kong Universities Rowing Championships and/or the Hong Kong Rowing Coastal Championships or having been appointed by the Board has served for at least one year on one of the Association's official Councils, Committees or Commissions. Nominations must be submitted to the Association at Jockey Club Sha Tin Rowing Centre, 27 Yuen Wo Road, Shatin, New Territories, Hong Kong **not less than five days of the Annual General Meeting (at 10:00 a.m. on Tuesday, 12th December 2023)** in order to be valid.
- 2.2 It must be noted that no person may be elected a Steward if his election would cause the number of Stewards who are members of the same Club Member would exceed 15% of the number of Stewards.

3) Proxy

- 3.1 Stewards may appoint proxies, who must be another voting member or the appointing Steward's spouse, to exercise all or any of the member's rights to attend and to speak and vote at the meeting. Proxies in the form attached to this notice should be submitted in writing in a sealed envelope clearly marked "**Proxy**" to the Association at Jockey Club Sha Tin Rowing Centre, 27 Yuen Wo Road, Shatin, New Territories, Hong Kong **not less than 48 hours (at 10:00 a.m. on Friday, 15th December 2023).** No member may hold more than three proxies.

4) Club Member Representative

- 4.1 Each Club that has been a Club Member for twelve months and which has a minimum of 10 of its members registered as Stewards or Ordinary Members of the Association may appoint one of its members who is a Steward or Ordinary Member to represent it and vote on its behalf.



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- 4.2 Each Club Member shall appoint or confirm its Club Member Representative for the above meeting in writing via the form attached, in a sealed envelope clearly marked “**Club Member Representative**” to the Association at Jockey Club Sha Tin Rowing Centre, 27 Yuen Wo Road, Shatin, New Territories, Hong Kong **not less than seven days (at 10:00 a.m. on Sunday, 10th December 2023).** A Club Member Representative may only represent one Club Member.

Note 1: All Stewards, Honorary Members, Registered Rowers, Ordinary Members and Club Members are welcome to attend. Under the Articles of the Association, voting is restricted to Stewards and Club Member Representatives.

Note 2: The financial statements for the financial year from 1st April 2022 to 31st March 2023 will be circulated separately on or before 3rd December 2023.



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週年大會通告

敬啟者：

茲定於 **2023 年 12 月 17 日(星期日) 上午十時正**，假座賽馬會沙田賽艇中心 沙田源禾路 27 號 二樓講座/多用途室召開第四十五屆週年大會，討論有關會務發展事宜，並依章選舉下屆總監委員及理事會員，屆時務希撥冗出席，共策進行，為荷。

議程

- 一. 通過第四十四屆週年大會會議紀錄
- 二. 董事會報告
- 三. 報告以下事項
 - 3.1 2022 年 4 月 1 日至 2023 年 3 月 31 日 財政報告
 - 3.2 2022 年 4 月 1 日至 2023 年 3 月 31 日 董事會週年報告
 - 3.3 核數師報告
- 四. 通過再次委任和正會計師事務所有限公司為 2023-2024 協會核數師及授權董事會釐定其酬金
- 五. 會長選舉 (鄧勵先生 BBS,MH 退任，但願意再獲提名重選連任。)
- 六. 總監委員選舉
任何有意參選成為總監候選人請注意本通告下的註釋。下列人士已經表示有意退任或參選成為總監，任何有興趣參選的人士，亦歡迎參與：
 - 6.1 主席 (吳江泓先生退任，但願意再獲提名重選連任。)
 - 6.2 財務總監 (Thuan Gia TRAN 先生退任，但願意再獲提名重選連任。)
 - 6.3 總監 (施杰浩先生退任，但願意再獲提名重選連任。)
總監 (Isa SCHEUNPFLUG 博士退任，但願意再獲提名重選連任。)
總監 (伍永寧先生根據公司章程退任)
總監 (總共十個位置懸空，待提名)
- 七. 理事會員選舉
- 八. 其它事項

此致

各賽艇屬會成員及理事會會員

中國香港賽艇協會
主席 吳江泓 敬約
2023 年 11 月 26 日



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註釋：

1) 總監委員選舉

1.1 根據公司會章第28項，該候選人必須連續最少三年為註冊普通會員或屬會會員及最少一年獲董事局委任為董事局成員，委員會或事務委員會委員，方可獲資格成為總監委員會成員或財務總監候選人。

1.2 根據公司章程第15(b)項，任何兩個屬會會員或理事會委員，均可提名任何事前已獲屬會同意的屬會會員或合資格的普通會員成為總監候選人。所有提名必須於週年大會**10天前**（即**2023年12月7日（星期四）上午十時前**）以書面形式提交到賽馬會沙田賽艇中心辦公室。

2) 理事會委員選舉

2.1 任何人年滿21歲並承諾竭力推動賽協宗旨的人士均可有資格成為理事會的候選人；但該候選人必須在選舉前最少五年已經成為普通會員或在選舉前最少三年已經成為普通會員並曾參與香港賽艇錦標賽、香港大學賽艇錦標賽及/或香港海岸賽艇錦標賽；或最少一年獲董事局委任為董事局成員、委員會或事務委員會委員。所有提名必須於週年大會**5天前**（即**2023年12月12日（星期二）上午十時前**）以書面形式提交到賽馬會沙田賽艇中心辦公室。

2.2 如候選人當選後會導致其代表屬會的理事會會員人數超過總理事會員的15%，該候選人則不得參選。

3) 代理人

3.1 未能出席的會員均可以由代理人行使其出席會議、發言及投票的權利，代理人必須是另一位投票會員或其配偶。附件中的代理人授權書必須於週年大會**48小時前**（**2023年12月15日（星期五）上午十時前**）以密封的信封形式並於信封面註明“代理人授權書”，以書面提交到賽馬會沙田賽艇中心辦公室。任何會員不得擁有多於三個代理人授權。

4) 屬會代表

4.1 每個屬會其會員必須已成為該屬會會員12個月並且擁有至少10名理事會會員或賽協普通會員，才能指定其中一名會員（理事會會員或普通會員）代表該屬會行使投票權。

4.2 每個屬會均可透過隨附的表格，以書面形式指定或確認其屬會會員代表參加上述會議。表格必須於週年大會**7天前**（**2023年12月10日（星期日）上午十時前**）以密封的信封形式，並於信封面註明“屬會代表”，以書面提交到賽馬會沙田賽艇中心辦公室。每個屬會代表只能代表一個屬會。

註1：所有理事會成員，榮譽會員，註冊賽艇手，普通會員及屬會會員均歡迎出席。根據公司章程，投票只限於理事會成員及屬會會員代表。

註2：2022年4月1日至2023年3月31日的財政報告將於2023年12月3日或之前傳閱。

如中文譯本與英文譯本在文義上出現分歧，一概以英文譯本為準。