

理事會報告

Report of the Board of Directors

理事會謹向各會員提呈理事會報告及截至二零一二年六月三十日止年度的經審核財務報表。

主要業務

議會的主要業務是一家監管香港的旅行社（議會登記會員）、領隊及導遊的機構。

業務成績

議會截至二零一二年六月三十日止年度的業務成績詳列於第四十三頁的綜合收入表內。議會於二零一二年六月三十日的財務狀況詳列於第四十四頁的財務狀況表內。

股本

議會是一家擔保註冊的有限公司，沒有股本。

物業、機器及設備

議會於本年度內物業、機器及設備的變動已詳列於財務報表附註七。

會員

截至二零一二年六月三十日為止，議會的會員類別及數目分別如下：

屬會	八個
基本會員	一千五百六十四家
普通會員	九十一家

理事會

於本年度及截至本報告日期為止期間內的理事會成員名單如下：

胡兆英先生 <i>MH, JP</i>	- 主席
徐王美倫女士	- 副主席
姚思榮先生	- 副主席
馬豪輝先生* <i>SBS, JP</i>	- 名譽秘書
黃進達先生	- 名譽司庫
陳黃穗女士* <i>BBS, JP</i>	
周雪鳳女士*	
胡建名先生	
馮炳輝先生	
解存金先生 <i>MH</i>	
姜作工先生	
李振庭先生	
梁志群先生 <i>JP</i>	
梁富華先生* <i>BBS, MH, JP</i>	
梁家駒先生*	
梁耀霖先生	
李國英先生* <i>BBS, MH, JP</i>	
廖長江先生* <i>JP</i>	
盧輝華先生	
馬達國先生* <i>SBS, JP</i>	
馬煜文先生	
吳熹安先生	

The directors submit their annual report and audited financial statements of the Council for the year ended 30th June, 2012.

Principal activities

The principal activities of the Council are to serve as a regulatory body of travel agents, which are registered members of the Council, as well as tour escorts and tourist guides in Hong Kong.

Results

The results of the Council for the year ended 30th June, 2012 are set out in the statement of comprehensive income on page 43. The state of affairs of the Council as at 30th June, 2012 is set out in the statement of financial position on page 44.

Share capital

The Council is limited by guarantee and does not have a share capital.

Property, plant and equipment

Particulars of movement in property, plant and equipment during the year are set out in note 7 to the financial statements.

Members

The Roll of Members as at 30th June, 2012 is as follows:

Association Members	8
Ordinary Members	1,564
Affiliate Members	91

Board of Directors

The Directors who held office during the year and up to the date of this report were:

Mr. WU Siu Ieng, Michael <i>MH, JP</i>	- Chairman
Mrs. Gianna HSU	- Deputy Chairman
Mr. YIU Si Wing	- Deputy Chairman
Mr. MA Ho Fai* <i>SBS, JP</i>	- Hon. Secretary
Mr. Jason WONG	- Hon. Treasurer
Mrs. CHAN WONG Shui, Pamela* <i>BBS, JP</i>	
Ms. Dilys CHAU*	
Mr. FOO Kin Ming, Charlie	
Mr. FUNG Ping Fai, Michael	
Mr. KAI Chuen Kam <i>MH</i>	
Mr. KEUNG Chok Kung, Ginger	
Mr. LEE Chun Ting, Alex	
Mr. LEUNG Chi Kwan, Andrew <i>JP</i>	
Mr. LEUNG Fu Wah* <i>BBS, MH, JP</i>	
Mr. LEUNG Ka Kui, Johnny*	
Mr. Paul LEUNG	
Mr. LI Kwok Ying* <i>BBS, MH, JP</i>	
Mr. Martin LIAO* <i>JP</i>	
Mr. LO Fai Wah, Larry	
Mr. MA Fung Kwok* <i>SBS, JP</i>	
Mr. Martin MA	
Mr. NG Hi On	
Mr. Raymond SIT*	
Mr. TSE Kam Shan, Ricky	(Appointed on 22nd December, 2011)
Dr. TSE Sze Ming*	(Appointed on 15th April, 2012)
Mr. WO Yu Wai	(Appointed on 29th November, 2011)
Mr. WONG Kit Hin, Peter*	(Appointed on 22nd January 2012)
Mr. Charles YANG* <i>BBS, JP</i>	
Mr. YIP Hing Ning, Freddy	
Prof. LEE Kam Hon*	(Retired on 15th April, 2012)
Mr. Simon HAU <i>BBS</i>	(Retired on 22nd December, 2011)
Mr. TAM Kwong Shun, Tommy	(Retired on 29th November, 2011)
Mr. TANG Kwai Nang* <i>BBS, JP</i>	(Retired on 22nd January 2012)

*Independent Directors

薛迪生先生*
 謝淦廷先生 (於二零一一年十二月二十二日上任)
 謝思明博士* (於二零一二年四月十五日上任)
 胡宇緯先生 (於二零一一年十一月二十九日上任)
 王吉顯先生* (於二零一二年一月二十二日上任)
 楊傳亮先生* *BBS, JP*
 葉慶寧先生
 李金漢教授* (於二零一二年四月十五日離任)
 侯叔祺先生 *BBS* (於二零一一年十二月二十二日離任)
 譚光舜先生 (於二零一一年十一月二十九日離任)
 鄧桂能先生* *BBS, JP* (於二零一二年一月二十二日離任)

*獨立理事

根據議會的《組織章程大綱及細則》第 50 條，選舉產生理事的任期，由當選起至第二個會員週年大會結束為止。胡建名先生、馮炳輝先生、梁志群先生 *JP*、吳熹安先生將於快要舉行的會員週年大會上離任。

理事利益

於本年度終結時或於本年度任何時間內，議會並沒有就業務訂立任何議會理事直接或間接擁有重大利益的重要合約。

議會於本年度內完全沒有參與任何安排，致使議會理事能藉獲得議會或任何其他法人團體的股份或債權證而獲得利益。

管理合約

議會於本年度內並沒有訂立任何關於議會全部或主要業務的管理及行政合約，於本年度內亦沒有此類合約。

核數師

本年度的財務報表由執業會計師張慶植會計師行有限公司審核。該執業會計師任滿告退，備聘再任。

承理事會命

主席

胡兆英先生 *MH, JP*

香港，二零一二年十月九日

In accordance with Article 50 of the Council's Memorandum & Articles of Association, an Elected Director shall hold office until the conclusion of the second Annual General Meeting after the Annual General Meeting at which he is elected. Mr. FOO Kin Ming, Charlie, Mr. FUNG Ping Fai, Michael, Mr. LEUNG Chi Kwan, Andrew *JP* and Mr. NG Hi On are retiring at the forthcoming Annual General Meeting.

Directors' interests

No contract of significance in relation to the Council's business to which the Council was a party and in which a director of the Council had a material interest, whether directly or indirectly, subsisted at the end of the year or at any time during the year.

At no time during the year was the Council a party to any arrangements to enable the directors of the Council to acquire benefits by means of the acquisition of shares in, or debentures of, the Council or any other body corporate.

Management contracts

No contract concerning the management and administration of the whole or any substantial part of the business of the Council was entered into or existed during the year.

Auditors

The financial statements have been audited by Charles H. C. Cheung & CPA Limited, Certified Public Accountants (Practising), who now retire and, being eligible, offer themselves for re-appointment.

On behalf of the Board of Directors

Mr. WU Siu Ieng, Michael *MH, JP*
 Chairman

Hong Kong, 9th October, 2012