

HONG KONG BASEBALL ASSOCIATION



香港棒球總會有限公司謹訂於2014年10月17日(星期五)下午七時三十分假座香港銅鑼灣大球場徑一號奧運大樓一樓會議室舉行香港棒球總會有限公司二〇一四年周年會員大會，召開該大會之通告已載於本通函。適用於周年會員大會之代表委任表格亦隨通函附奉。無論閣下親自出席周年會員大會並於會上投票與否，務請按照代表委任表格上列印之指示填妥表格，並盡快將之交回本會位於香港銅鑼灣大球場徑一號奧運大樓一樓1003室之辦事處。惟無論出於何種情況，該表格最遲須於周年會員大會，或如須續會，舉行前之48小時交回。填妥及交回代表委任表格後，閣下仍可親身出席周年會員大會或其續會，並於會上投票。

二〇一四年九月二十二日

The notice convening the 2014 Annual General Meeting of the Hong Kong Baseball Association Limited to be held in Meeting Room, 1/F., Olympic House, 1 Stadium Path, Causeway Bay, Hong Kong on Friday, 17 October 2014 at 7:30 p.m. is attached. Whether or not you are able to attend the meeting, you are requested to complete the accompanying form of proxy in accordance with the instructions printed thereon and return it to the office of the Association at Room 1003, 1/F., Olympic House, 1 Stadium Path, Causeway Bay, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for the holding of the meeting or any adjourned meeting. Completion and return of the form of proxy will not preclude you from subsequently attending and voting in person at the meeting if you so wish.

22 September 2014

HONG KONG BASEBALL ASSOCIATION



二〇一四年周年會員大會通告

敬啟者：茲訂於2014年10月17日(星期五)下午七時三十分假座香港銅鑼灣大球場徑一號奧運大樓一樓會議室舉行香港棒球總會有限公司二〇一四年周年會員大會，處理下列一般事項：(一)省覽董事會主席周年報告書(附件一)；(二)省覽截至2014年3月31日止之財務報告及核數師報告(附件二)；(三)選舉2014至2016年度本會之董事(附件三)；(四)委聘2014至2016年度本會之核數師(附件四)，(五)處理下列特別動議事項——審議修訂本會章程細則(附件五)，專此奉達。以上各附件載於本會網頁www.hkbaseball.org。

此致

列位正式會員

承董事會命

秘書 葉偉光

謹啟

二〇一四年九月二十二日

Notice of the 2014 Annual General Meeting

To : All Full Members of the Association

NOTICE is hereby given that 2014 Annual General Meeting of the Hong Kong Baseball Association Limited will be held on **Friday, 17 October 2014 at 7:30 p.m. in the Meeting Room, 1/F., Olympic House, 1 Stadium Path, Causeway Bay, Hong Kong**, to transact the following ordinary business: (1) to receive the report from the Chairman of the Board of Directors(Appendix 1); (2) to receive and consider the financial report for the year ended 31 March 2014 and the report from the Auditor (Appendix 2); (3) to elect Directors for the year 2014-2016 (Appendix 3); (4) to appoint Auditor for the Association for the year 2014-2016(Appendix 4); (5) as Special Business, to consider and, if thought fit, pass the attached resolution (Appendix 5, Revised the Articles of Association) as a Special Resolution. Please visit our website www.hkbaseball.org for the above appendices.

By order of the Board

Felix Y.K. Yip
Secretary

22 September 2014

香港棒球總會有限公司 2014年周年會員大會 主席報告

香港棒球總會渡過一個繁忙和鼓舞的一年。

(一) 二十周年誌慶

本會在 2014 年 1 月 11 日於南華體育會喜運星酒家舉行本會成立二十周年晚宴。邀請到民政事務局副局长許曉暉女士出席主禮，與各嘉賓及會員一同慶祝。為誌其事，本會出版了香港棒球總會成立二十周年特刊《上壘不忘風送爽》，選錄了過往 77 期本會季刊《上壘》的文章及活動照片。

宴會上，李錦泉會長、麥年豐先生、范家和先生、趙耀靈先生、鄭素文先生及本人獲頒發「香港棒球總會 20 年長期貢獻致敬牌」；前體育事務經理梁國業和現任體育事務經理杜佩綺獲頒發「長期服務牌」。

(二) 蒼長棒球運動教育基金

本會“蒼長基金”以資助有志為香港棒球發展的教練員、運動員、技術人員及行政人員持續參加專業培訓。蒼長基金已於本年 2 月註冊為有限公司，正向稅務局申請為善慈團體。首個籌款活動在李一強先生牽頭下於 2014 年 8 月舉行，為香港女子棒球代表隊參加世界盃女子棒球錦標賽及女子棒球運動在港發展籌募儲備經費，活動包括棒球同樂日、授旗禮及名人明星棒球慈善賽。

(三) 賽事

• 國際賽事及海外訓練活動

香港棒球總會派出各級別年齡的代表隊，參加各項國際大型賽事，包括：香港女子棒球代表隊得藝術及體育發展基金大力支持，積極備戰參加了 9 月 1 日至 7 日在日本宮崎舉行的世界盃女子棒球錦標賽；香港男子棒球代表隊參加了 9 月中旬在韓國仁川舉行的第十七屆亞運會。香港 15U 青少棒代表隊遠赴墨西哥錫那羅亞參加 7 月 31 日至 8 月 10 日舉行的世界青少棒錦標賽。以上各項參與，將有助提升香港棒球在世界及亞洲的排名。

為使球員積累實戰經驗，本會安排了男子 18U 發展隊於 8 月 22 日至 24 日參加在關島舉行的西太平洋棒球賽，更招募了少年棒球員參加 8 月 13 日至 17 日在台中舉行的第 4 屆海峽兩岸棒球對抗賽(少年組)賽事。同時推薦屬會於暑假期間參加各海外交流賽事，包括：推薦何文田棒球會青少棒隊及少年隊分別參加了中山東昇鎮舉行的熊貓杯少年棒球錦標賽及在台灣澎湖縣舉行菊島盃國際少年棒球錦標賽；深水埗棒球會的少年隊及青少棒隊參加 8 月 6 日至 10 日在意大利羅馬省聶圖諾市舉行的第十屆 Mundial Hit；香港教育學院棒球隊於 Samsung 第 57 屆體育節—全港大學生棒球對抗賽中奪冠取得資格代表香港參加了 7 月 21 日至 29 日在江蘇無錫舉行的第十全國大學生棒球聯賽總決賽。

• 本地國際及地區賽事

2013 年 12 月，本會繼續舉辦香港國際棒球公開賽(男子)，賽事獲得國際棒球協會認可，賽事正名為「IBAF 香港國際棒球公開賽」。下輪比賽將於在 2014 年 12 月 19 日至 22 日舉行，已有俄羅斯、新加坡、韓國、台灣等 8 個國家或地區共約 10 支隊伍報名參加。

獲亞洲保險繼續冠名贊助及國際棒協 (IBAF) 支持的《鳳凰盃》IBAF 香港國際女子棒球錦標賽於 2014 年 2 月連續 7 年成功舉辦。下一次比賽日期為 2015 年 2 月 6 日至 9 日舉行，預計有 8 隊參賽，除香港外，有來自澳洲、韓國、新加坡及台灣等國家或地區的隊伍。冠軍隊伍的名字將刻在由 IBAF 贈予的“挑戰盃”上，光輝永留。

• 本地聯賽

2013-2014 年度內，本地各項聯賽總參賽隊數比去年增加了 6 隊共 96 隊；包括公開賽男子甲組 6 隊、男子乙組 7 隊、男子丙組（由前男子乙組中分拆）17 隊、女子組 11 隊、年度內新設軟式聯賽（前丙組，男女混合）14 隊；新秀賽含青成組、女子組及少年組共 12 隊；青少棒及少棒資格賽共 7 隊；Samsung 第 57 屆體育節校際棒球賽的參賽隊伍共 22 隊(賽事分大專、中學、中學女子組及小學四組進行)。

(四) **國際會議**

1. 本年 1 月秘書長葉偉光博士代表香港參加了在越南舉行的小馬聯盟亞太區會議，與來自 11 個國家或地區的 30 名代表聚首一堂，會議成功地舉行。
2. 世界棒壘球聯盟於本年 5 月在突尼西亞舉行了首屆世界棒壘球聯盟會員大會，本人代表香港出席會議，與全球一百多個會員國包括非洲、美洲、亞洲、歐洲及大洋洲代表交流。
3. 亞洲棒球總會執行委員會分別於 2013 年 4 月日本東京、7 月台北、2014 年 1 月台北及 9 月韓國仁川舉行；執行委員會成員之一的麥年豐董事出席會議。

(五) **訓練**

1. 精英培訓

為讓精英運動員增強體能及提升技術水平，本會除舉行全年制男子港隊及青年隊訓練計劃、女子港隊及發展隊訓練計劃、分齡訓練計劃及男女子優化培育系統外，還特聘體適能教練為代表隊運動員設計加強及調適活動。

2. 區域及學校推廣

• 區域推廣

分區舉辦的棒球訓練班全年三期分別有初級班及中級班，親子組、兒童組、青成組及女子組，年度內共開 47 班，參加人次超過 1,300。

• 學校推廣

年度內透過康文署資助的「學校體育推廣計劃」，共開辦了 64 項棒球活動，包括：運動示範、簡易棒球運動、外展教練校隊及非校隊訓練計劃。參與學校包括中、小學及特殊學校。本會將繼續致力將棒球運動本地普及化。

(六) 技術人員培訓

為配合香港舉辦國際棒球比賽的計劃，本會致力提升技術人員的能力達致國際水平。本年 1 月本會與中華職業棒球聯盟裁判組合辦了首屆亞洲裁判訓練營並於 4 月及 5 月期間分別與國際棒球協會合辦了裁判訓練營、技術官員講習及記錄員研習認識棒球記錄法電腦系統。三項活動均由國際棒協指派國際導師任教包括裁判長 Mr. Gustavo Rodriguez、裁判組委員 Mr. Marco Screti、日職裁判 Mr. Takeshi Hirabayashi、賽事組主委 Mr. Jim Baba 及記錄長 Ms Anna Maria Paini，除本地參加者外，亦吸引了海外參加者前來香港一同學習，接近 50 人參與。

年度內本會成立了「教練督導委員會」檢討教練培訓情況、代表隊教練成績、制定教練操守、評估發展所需。本年 1 月，獲亞洲棒球總會邀請選派兩位精英培訓教練赴台參加 B 級教練工作坊，教練張安橋及曾健忠在工作坊中有機會與 MLB 導師學習。本年 10 月上旬，本會透過國際棒協引薦前美國隊教練 Mr. Peter Caliendo 來港指導，開辦一級(初級)棒球教練證書課程。

本會裁判鄭貽仁、毛綺華及黃期分別獲國際棒協及亞洲棒球總會委任於世界青少棒錦標賽、世界盃女子棒球錦標賽及亞運會棒球賽中執法；本會體育事務經理杜佩錡獲國際棒協委任於世界盃女子棒球錦標賽中擔任技術官員；記錄員黃柏華及陳蒨誼獲國際棒協推薦參加 11 月上旬在台中舉行的世界 21U 棒球錦標賽中接受記錄法實務培訓，各人積累的經驗將裨益於本地棒球比賽。

本年度有 99 名註冊教練，任教於社區、學校、聯賽球隊及各級香港代表隊的球員訓練；註冊裁判員及記錄員共 64 位，在本地聯賽及大型賽事中提供專業執法服務。

(七) 會員及屬會

除季刊《上壘》外，本會不斷更新網上消息並透過在線社交網絡 Facebook 發放活動即時消息；讓會員及至海外人士貼近本地棒球活動消息。會員對本會的關心和對棒球的熱愛從他們的熱烈參與和互動得到確證。年度內共有 23 個屬會註冊，其中 17 個註冊屬會舉辦的「社區體育會計劃」活動共有 46 項。

(八) 行政及出版

每月定期舉行執行委員會會議；董事會每季召開，辦公室每月舉行職員會議，以確保工作進度及根據規定程序執行，各工作小組則按需要而不定時召開。

為達到最好的公司管治標準，本會加強會計的工作和財務的監控，除將香港代表隊的遴選及上訴機制上載本會網站，本會正檢視體育總會負責人員和職員的行為守則，確保本會以公開、公平及大公無私的方式處理各項會務；並重申教練守則的重要，以確保教練的專業水平。

本會《上壘》季刊免費送予本會會員、中、小學、大學、資助機構、政府部門和公共圖書館及海外棒球組織。內容包括本會活動、球員心聲、屬會活動、棒球知識、國際棒球活動。

(九) 棒球場地

期望香港特區政府即將推出的《活化已修復堆填區資助計劃》提供撥款予興建康樂設施供公眾使用能惠及棒球運動的愛好者。本地球隊數目及參加人數不斷攀升，如果按每年4-5%的增長，現時場地不足的情況更形見拙。希望的曙光漸露，棒球場的數目將有增加。

(十) 服務

麥年豐董事獲選連任亞洲棒球總會執委會委員並擔任亞洲棒總期刊"亞棒風采"總編輯。

葉偉光董事獲國際棒球協會委任為發展委員會委員，協助推動國際棒球運動的發展。

本人感謝能繼續獲委任在社區體育事務委員會、學生體育活動統籌小組及香港體育節籌備委員會擔任委員服務社群，更榮幸獲香港特區政府中央政策組特邀為顧問。

(十一) 致謝

陳智思先生(行政會議成員)服務本會九年，於本年八月退任名譽會長一職。感謝陳先生多年的貢獻及指導。經陳先生引見，本會榮幸地邀得姚祖輝先生接任名譽會長一職。

本人謹代表董事會在此感謝陳智思先生、名譽副會長成龍先生及所有名譽顧問長期給予金錢上的支持和指導；感謝民政事務局、康樂及文化事務署給予的贊助和協助；感謝環保署、中國香港體育協會暨奧林匹克委員會、香港體育學院及各區區議會的支持和指導；感謝各界人士的捐助，特別感謝會長李錦泉先生捐贈二十萬元成立蒼長基金作訓練教練、裁判和球員；感謝各董事、委員及義務工作人員的無私奉獻，及感謝本會的職員的勤奮工作。

香港棒球總會主席

李 永 權

二零一四年十月

THE HONG KONG BASEBALL ASSOCIATION LIMITED

Annual General Meeting 2014

Chairman's Report

The Hong Kong Baseball Association went through a busy and encouraging year of 2013-2014.

I. The 20th Anniversary Ceremony

We held a banquet at the Fortune Star Restaurant in South China Sports Association to celebrate the Association's 20th Anniversary on 11 January 2014. Ms. Florence Hui, Under Secretary for Home Affairs kindly came to officiate at the ceremony.

To commemorate the 20th Anniversary of the Association, we published a commemorate book in January 2014, compiling articles and photos selected from the past 77 issues of the Association's quarterly magazine, the "RUN".

At the ceremony, the Association's President, Mr. Laurence Lee; Directors, Mr. Allan Mak, Mr. Fang Ka Wor, Mr. Chao Yao Lin Irving, Mr. Cheng So Man and me were awarded the honor of "Award for HKBA's 20 Years of Contribution". The former Sports Manager, Mr. Leung Kwok Yip and current Sports Manageress Ms. Nicky To were honoured with the "Long Service Award".

II. Growing Together Baseball Sport Education Fund

The Association started to establish its long planned fund to financially assist coaches, athletes, umpires, scorers, and administrative staff in pursuing their knowledge and skills relating to baseball. The fund is named "Growing Together Baseball Sport Education Fund" which is in the process of application to Inland Revenue Department for charity status.

The first fundraising event for the Fund was led by Mr. Adam Lee by holding the Fun Day of Baseball, Flag Presentation for the Hong Kong Women's Team to the World Cup 2014 and baseball fun games for teams of celebrities.

III. Baseball Games

On the International Front

The Association sent the teams to play the international and regional tournaments. The Association received subvention from Arts and Sport Development Fund for the Hong Kong Women's Team to play the IBAF Women's Baseball World Cup held in 1-7 September 2014 in Miyazaki, Japan; The Hong Kong Men Team and Hong Kong 15U Team played the Incheon 17th Asian Games and IBAF 15U Baseball World Cup in Sinaloa, Mexico from 31 July to 10 August 2014.

The 18U development team participated in the Western Pacific Series in Guam in 22 - 24 August, the 12U baseball players played the 4th Cross-Strait 12U Baseball Tournament in Taichung in August. We also recommended our affiliated clubs to play the overseas invitation games this summer that Ho Man Tin Baseball Club sent teams to play the Zhongshan Panda Junior International Baseball Tournament and Penghu International "A" Nankyu Baseball Championship; Sham Shui Po Baseball Club played the X MUNDIAL HIT, Juvenile Baseball Team and Cadet Baseball Team, in Nettuno, Rome, Italy. HKIED baseball team was qualified in the Samsung 57th Festival of Sport – Hong Kong University Baseball Tournament 2014 and represented Hong Kong to play the 10th All China University Baseball League Final.

In the International and Local Games

• International Games

The IBAF Hong Kong International Baseball Open was sanctioned by the International Baseball Federation (IBAF) in December 2013. The next tournament will be held in 19-22 December 2014. It is expected 10 teams from different countries and regions such as Russia, Singapore, Korea, Taiwan will come to play the Tournament.

The Asia Insurance Phoenix Cup 2014 IBAF Hong Kong International Women's Baseball Tournament was successfully held its seventh time in February 2014. The next tournament will be held in 6-9 February 2015. It is expected 8 teams from Australia, Korea, Singapore, Taiwan, Japan etc. will come to play the Game. The champion team whose name will be carved on the "Defender Cup" donated by IBAF.

• Local Leagues

For the reporting period of 2013/2014, a total number of 96 teams was recorded which exceeded the number of the previous reporting period by 6. The Association held local leagues in different levels. In the open leagues, there were 6 teams in Men A Grade, 7 teams in Men B Grade, 17 teams in Men C Grade (new teams and grouped with the Men B Grade teams in previous year), 11 teams in Women Group, 14 teams in Kenko league (former known as C Grade, mixed), 12 teams in the beginners groups, 7 teams in Qualifying Group; and in the Samsung 57th Festival of Sport, 22 teams from the universities, secondary schools and primary schools played the baseball tournaments organized by the Association.

IV. International Meetings and Conferences

- (i) Dr. Felix Yip, Secretary General of the Association, attended the PONY Asia Pacific Zone Meeting held in Vietnam in January 2014.
- (ii) I attended the debut congress of the World Baseball Softball Confederation held in May in Tunisia, Africa.
- (iii) The Association's director, Mr. Allan Mak also member-at-large of the Baseball Federation of Asia (BFA), attended the respective BFA Executive Committee meeting held in April 2013 Tokyo, July 2013 Taipei, January 2014 Taipei and September 2014 Incheon Korea.

V. Training

(i) Squad Training

To improve the physical fitness and skill level, whole year training programs were organized for men, youth, women, youth and feeder system players by qualified physical trainers.

(ii) District & School Promotion

• District Promotion

The development Programme was structured in three stages with elementary level and intermediate level. We also organized baseball for all age groups who were new to baseball Over 1,300 enrollment applications in 47 classes.

• School Promotion

Through the introduction of Joint Schools Sports Training Programme in the School Sports Programme with 64 LCSD subvented training programmes HKBA was successfully raising the popularity of baseball to the local primary, secondary schools and special schools.

VI. Coach, Umpire and Scorer Training

To meet the standard in organizing international events in Hong Kong, we established plans to train up our officials. We organized the Asia Umpire Camp with the Chinese Professional Baseball League (CPBL) in January; IBAF Umpire Camp, IBAF Technical Commissioner Clinics in April and introducing computer scoring system in the IBAF Scoring Clinic in May, the IBAF clinics were delivered by the international instructors including Mr. Gustavo Rodriguez, Chair of Umpiring Commission, Mr. Marco Screti, member of Umpiring Commission, Mr. Takeshi Hirabayashi, professional umpire in Nippon Professional Baseball, Mr. Jim Baba, Chair of Tournament Commission, Ms Anna Maria Paini, Chair of Scoring Commission. Over 50 participants with locals and overseas attended the above clinics.

The Association set up the Coach Steering Committee to review the coach education progress, the performance of Hong Kong team coaching, set out the code of conduct, assess the development. The HKBA recommended two elite coaches, Cheung On Kiu and Tsang Kin Chung, to attend the BFA B-Class Coach Clinic in Taiwan, had an opportunities to learn from MLB coaches. The first ever Level 1 (Elementary) Baseball Coach Certification Program with IBAF to be delivered by Mr. Peter Caliendo, former Team USA Coach.

The Association's umpires Mr. John Cheng, Ms Eva Moo and Mr. Jonathan Wong were appointed by IBAF and BFA to take part in umpiring at the IBAF 15U Baseball World Cup, IBAF Women's Baseball World Cup and Incheon 17th Asian Games. Ms Nicky To, Sports Manageress was appointed as Technical Commissioner to the IBAF Women's Baseball World Cup 2014. Mr. Wong Pak Wah and Ms Cindy Chan were recommended to attend the on-job training in the IBAF 21U Baseball World Cup in early November 2014 in Taichung.

For the reporting period, there were 99 coaches actively to give training classes for players of local leagues and school teams in different levels; more than 64 umpires and scorers provided their professional services in the local competitions.

VII. Membership and Affiliated Clubs

In addition to the publication of quarterly "RUN", HKBA updated its website and posts news in its Facebook pages. Members' pro-active suggestions and comments demonstrated their enthusiasm in promoting baseball together with HKBA. As at end of the reported period, there were 17 clubs out of 23 registered affiliated clubs organized 46 Community Sports Club Projects.

VIII. Administration and Publication

The Association holds monthly executive directors' meeting, quarterly directors' meeting and monthly staff meeting to ensure progress of activities and monitor the administrative system. Respective executive committee meeting is held on a need basis.

To promote the best practice in corporate governance and in response to the advice by LCSD to all National Sports Associations, HKBA has reviewed its Hong Kong team selection and appeal mechanism and uploaded it to the Association's website, enhanced its system of accounting and internal control. To dealt with the business and activities in an open, fair and impartial manner, we set out the basic standard of Code of Conduct for Officials and Staff for National Sports Associations as guidelines

HKBA has never stopped publishing its quarterly magazine, "RUN" which has earned a high reputation here and abroad. The "RUN" publishes reports and news of the local and overseas activities organized by the HKBA, at the same time it also provides a platform for players and baseball lovers to voice out their opinions and comments. For those baseball lovers who do not have the opportunity or time to play baseball, the "RUN" is another kind of baseball field for them to participate in the sport.

IX. Baseball Fields

Looking forward the launching of the "Restored Landfill Revitalization Funding Scheme" by the HKSAR Government encourages us to build baseball field on the landfills. The increasing number of baseball teams in Hong Kong by 4-5% a year presses the Association to look for more venues to place baseball.

X. International and local community service by directors

Mr. Allan Mak was re-elected as Member-at-Large of BFA Committee and the chief editor for the BFA Newsletter "Asian Baseball Cheers".

Dr. Felix Yip, Secretary General was appointed by IBAF as member of the IBAF Development Commission.

And I feel graceful for having the chance to continue my service as a member at the Community Sports Committee, a member of Student Sport Preparatory Working Group and a member of the Bank of China (Hong Kong) Festival of Sport. It is a honor to be invited to join the Central Policy Unit of the HKSAR Government.

XI. Appreciations

After 9 years with the Association, Mr. Bernard Chan (Member of the Executive Council) retired from the position of Hon. President in August 2014. We are thankful for and in debt of Mr. Chan's contributions and advice to us throughout the past nine years. Through Mr. Chan's introduction we are honored to have Mr. Andrew Yao to assume the Hon. President position of our Association.

On behalf of the Board of Directors, I would like to thank Mr. Bernard Chan, Mr. Jackie Chan, Hon. Vice President and all Hon. Advisers for their financial support and guidance; grateful for Home Affairs Bureau, Leisure and Cultural Services Department for their subvention and support; thankful to Environmental Protection Department, Sports Federation & Olympic Committee of Hong Kong, China, Hong Kong Sports Institute and the relevant District Councils for their advice and support. I would also like to thank the donors and sponsors for their generosity, our special thanks go to our President Laurence Lee, for his donation of \$200,000 to set up the Growing Together Baseball Sport Education Fund.

Philip Li Chairman The Hong Kong Baseball Association Limited

October 2014

Company no. 386856

THE HONG KONG BASEBALL ASSOCIATION LIMITED

DIRECTORS' REPORT

AND

AUDITED ACCOUNTS

FOR THE YEAR ENDED 31 MARCH 2014

Certify True Copy

A handwritten signature in black ink, consisting of a series of loops and strokes, positioned above a horizontal line.

Director

THE HONG KONG BASEBALL ASSOCIATION LIMITED

DIRECTORS' REPORT

FOR THE YEAR ENDED 31 MARCH 2014

Principal Activities

The principal activities of the Association are to promote and develop baseball sports in Hong Kong.

There has been no change in these activities during the year.

Accounts

The results of operations and movements of funds during the year ended 31 March 2014 and the state of affairs at that date are set out in the annexed financial statements.

Board of Directors

The following Directors who have held office during the year and at present are:

<u>Name</u>	<u>Name</u>
Au Hok Leung	Li Wing Kuen, Philip
Au Kit Yi, Kitty	Mak Nin Fung
Au Wing Leung	Miyoshi Masanori
Chao Yao Lin	To Pui Ki, Nicky
Chau Hin Ping, Anthony	Wong Ki, Jonathan
Cheng So Man	Wong Tai Wai, David
Cheuk Woon-Yee, Sinney	Yan Tin Lung, Philippe
Chiu Tuen Ting, Henry	Yeung Kit Ling
Fang Ka Wor	Yip Wai Kwong, Felix
Lee Laurence	

The directors have not received any remuneration for services rendered during the year.

In accordance with the Articles of Association, all directors shall retire at the forthcoming annual general meeting and, being eligible, offer themselves for re-election.

Fixed Asset Addition

Addition of office furniture and equipment costing \$42,130 (2013: \$788) during the year have been fully depreciated and written off to the income and expenditure statement.

Donation

Charity donation of \$3,584 (2013: nil) was made during the year.

Auditors

The accompanying accounts have been audited by Messrs. Y. H. Cheung & Company, Certified Public Accountants.

On behalf of the Board



Chairman

19 September 2014
Hong Kong.

The Hong Kong Baseball Association Limited
Petty Cash Certificate

This is to certify that the petty cash held by me for The Hong Kong Baseball Association Limited was \$3,000 at 31 March 2014.



Director

香港棒球總會有限公司
THE HONG KONG BASEBALL ASSOCIATION LIMITED

AUDITED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2014

截至 2014 年 3 月 31 日

已審核賬目

張耀鴻會計師行
Y. H. CHEUNG & COMPANY

CERTIFIED PUBLIC ACCOUNTANTS

HONG KONG

香港棒球總會有限公司
THE HONG KONG BASEBALL ASSOCIATION LIMITED
AUDITED FINANCIAL STATEMENTS

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Y. H. CHEUNG & COMPANY**CERTIFIED PUBLIC ACCOUNTANTS**7/F., TERN CENTRE, TOWER 2,
251 QUEEN'S ROAD CENTRAL,
HONG KONG.

TEL: 2541 5838 FAX: 2851 2802

張耀鴻會計師行
香港皇后大道中二五一號
太興中心二期七樓
電話：二五五一八三八
傳真：二八五一二八〇二

INDEPENDENT AUDITORS' REPORT**TO THE MEMBERS OF THE HONG KONG BASEBALL ASSOCIATION LIMITED
(incorporated in Hong Kong with limited liability)**

We have audited the annexed financial statements of The Hong Kong Baseball Association Limited which comprise the statement of financial position as at 31 March 2014, the statement of comprehensive income, the statement of changes in equity and the statement of cash flows for the year then ended, and a summary of significant accounting policies and other explanatory notes.

Directors' Responsibility For The Financial Statements

The Directors are responsible for the preparation and the true and fair presentation of these financial statements in accordance with Hong Kong Financial Reporting Standards For Private Entities issued by the Hong Kong Institute of Certified Public Accountants and the Hong Kong Companies Ordinance. This responsibility includes designing, implementing and maintaining internal control relevant to the preparation and the true and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with Hong Kong Standards on Auditing issued by the Hong Kong Institute of Certified Public Accountants. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance as to whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditors consider internal control relevant to the entity's preparation and true and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the entity's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements give a true and fair view, in all material respects, of the state of the Association's affairs as at 31 March 2014 and of its deficit and cash flows for the year then ended in accordance with Hong Kong Financial Reporting Standards For Private Entities and have been properly prepared in accordance with the Companies Ordinance.

Y. H. Cheung & Company
Certified Public Accountants
Hong Kong
19 September 2014

香港棒球總會有限公司
THE HONG KONG BASEBALL ASSOCIATION LIMITED
 資產負債表
STATEMENT OF FINANCIAL POSITION
 2014 年 3 月 31 日
AS AT 31 MARCH 2014

		<u>2014</u> HK\$	<u>2013</u> HK\$
<u>流動資產</u>	<u>CURRENT ASSETS</u>		
按金	Deposits	44,000	44,000
應收及預付	Accounts receivable and prepayments	330,306	778,143
定期存款	Fixed deposit at bank	1,331,395	1,331,263
銀行存款	Cash at bank	3,142,597	3,135,593
現金	Cash in hand	<u>3,000</u>	<u>2,000</u>
		4,851,298	5,290,999
<u>減：流動負債</u>	<u>LESS: CURRENT LIABILITIES</u>		
預收	Receipts in advance	(679,081)	(704,750)
應付款項	Accounts payable	<u>(3,524,526)</u>	<u>(3,658,243)</u>
		<u>647,691</u>	<u>928,006</u>
資金來源	Represented by:		
<u>經常費儲備金</u>	<u>GENERAL FUND</u>	<u>647,691</u>	<u>928,006</u>

The attached notes form a part of these financial statements.
 Approved by the Board of Directors on 19 September 2014.
 附註乃財務報表之一部份
 於 2014 年 9 月 19 日經董事們通過接納



 Director
 董事



 Director
 董事

香港棒球總會有限公司
THE HONG KONG BASEBALL ASSOCIATION LIMITED
 收支表
STATEMENT OF COMPREHENSIVE INCOME
 2013/2014 年度
FOR THE YEAR ENDED 31 MARCH 2014

		<u>2014</u> HK\$	<u>2013</u> HK\$
<u>主要收入</u>	<u>PRINCIPAL INCOME</u>		
會員費收入	Membership fees	75,520	80,550
訓練及賽事費	Training and events fees	1,219,542	1,706,086
本年收資助及捐款	Subsidies and donations received for the year	6,185,179	4,691,833
調整上年資助收入	Adjustment of prior year subventions	(332)	(98,069)
		<u>7,479,909</u>	<u>6,380,400</u>
<u>其他收入</u>	<u>OTHER REVENUES</u>		
管理服務費	Management services fees	62,810	236,863
出售棒球及制服等	Sale of baseballs, uniforms etc.		
什項收益	and sundry income	125,342	273,711
存款利息	Bank interest	479	479
		<u>7,668,540</u>	<u>6,891,453</u>
減：	LESS:		
<u>訓練、出賽及</u>	<u>TRAINING, CHAMPIONSHIP AND</u>		
<u>聯賽費用</u>	<u>TOURNAMENTS EXPENSES</u>	<u>(6,123,604)</u>	<u>(5,658,877)</u>
<u>未計會務支出之</u>	<u>OPERATING INCOME BEFORE</u>		
<u>淨收入</u>	<u>GENERAL EXPENSES</u>	<u>1,544,936</u>	<u>1,232,576</u>
<u>會務支出</u>	<u>GENERAL EXPENSES</u>		
職員薪金及津貼	Staff salaries and allowance	1,094,202	896,198
強積金供款	MPF contribution	49,462	41,287
職員福利	Staff welfare	8,664	1,851
辦公室及貨倉租金	Office and storage rental	107,531	104,807
印刷、文具及郵費	Printing, stationery and postage	34,147	34,432
電話及傳真費	Telephone and fax	3,809	14,281
保險費	Insurance	1,745	1,540
商業登記	Business registration	250	450
會費	Membership subscription	633	3,156
交際費	Entertainment	12,380	11,849
周年晚宴	Annual banquet	77,983	---
20 周年會刊	Twentieth anniversary bulletin	105,463	---
推廣費	Propagation	194,958	194,133
交通及運輸費	Travelling and transportation	30,958	7,339
辦公室傢具器材	Office furniture and equipment	42,130	788
核數費	Audit fee	33,000	33,000
捐款	Donation	3,584	---
維修保養	Repairs and maintenance	6,161	7,200
什費	Sundry expenses	18,191	11,998
		<u>1,825,251</u>	<u>1,364,309</u>
<u>本年度虧損</u>	<u>LOSS FOR THE YEAR</u>	<u>(280,315)</u>	<u>(131,733)</u>

香港棒球總會有限公司
THE HONG KONG BASEBALL ASSOCIATION LIMITED
 權益變動表
STATEMENT OF CHANGES IN EQUITY
 截至 2014 年 3 月 31 日
FOR THE YEAR ENDED 31 MARCH 2014

	<u>2014</u> HK\$	<u>2013</u> HK\$
Balance of General Fund at beginning of year 經常費儲備金年初結餘	928,006	1,059,739
Add: Deficit for the year 本年虧損	<u>(280,315)</u>	<u>(131,733)</u>
Balance of General Fund at end of year 經常費儲備金年終結餘	<u>647,691</u>	<u>928,006</u>

現金流量表
STATEMENT OF CASH FLOWS
 截至 2014 年 3 月 31 日
FOR THE YEAR ENDED 31 MARCH 2014

	2014 HK\$	2013 HK\$
Cash From Operating Activities: 活動所得款項：		
Loss for the year 本年虧損	(280,315)	(131,733)
Adjustments for: 調整：		
Increase in deposit 增加按金	---	(600)
Decrease in accounts receivable and prepayments 減少應收及預付	447,837	809,213
Decrease in receipts in advance and accounts payable 減少預收及應付	<u>(159,386)</u>	<u>(338,193)</u>
Net Cash From Operating Activities 活動淨收款	8,136	338,687
Cash Used in Investing Activity 投資所用款		
Increase in fixed deposit at bank 增加定期存款	<u>(132)</u>	<u>(1,000,195)</u>
Net Increase/(Decrease) in Cash at Bank and in Hand 淨增加/(減少)銀行存款及手存現金	8,004	(661,508)
Cash at Bank and in Hand at Beginning of Year 年初銀行存款及手存現金	3,137,593	3,799,101
Cash at Bank and in Hand at End of Year 年終銀行存款及手存現金	<u>3,145,597</u>	<u>3,137,593</u>

香港棒球總會有限公司
THE HONG KONG BASEBALL ASSOCIATION LIMITED
賬項附註
NOTES TO ACCOUNTS
2014 年度
FOR THE YEAR ENDED 31 MARCH 2014

1. ORGANISATION 組織

The Association is incorporated on 27 October 1992 in Hong Kong and the registered office is in Hong Kong. The liability of the individual member is limited by guarantee. 本會於 1992 年 10 月 27 日在香港成立及註冊地址在香港。會員責任有限。

The principal activities of the Association are to promote and develop baseball sports in Hong Kong. 本會主要目的是推廣及發展香港棒球運動。

2. PRINCIPAL ACCOUNTING POLICIES 主要會計政策

The financial statements have been prepared in accordance with the Hong Kong Financial Reporting Standards For Private Entities including Hong Kong Accounting Standards and Interpretations, which are accounting principles generally accepted in Hong Kong, and the requirements of the Companies Ordinance.

本財務報表是根據香港私營機構財務報表會計原則及公司法例規定編製。

The principal accounting policies adopted by the Association are as follows:
本會主要會計政策如下：

Measurement Basis 入數準則

The accounts have been prepared on the historical cost basis.
賬項以支出成本入數。

Revenue 收入

Membership fees and donations are recorded on the cash received basis. Government subsidies and event fees are recorded as income when designated activities are performed and expenses are incurred.

所有會費及捐款皆於收到現金時入賬。政府補助金及賽事收費以開始有活動及支出時才作收入。

Fixed Assets / Baseballs and Equipment 固定資產 / 棒球及器材

Fixed assets are stated at cost less depreciation.
固定資產以成本減折舊入賬。

Sundry office furniture and equipment purchased of small value are fully depreciated in the year of acquisition. Baseballs, uniform and sports equipment and accessories are written off as training, championship and tournament expenses.

一切新購入之低值傢俱器材之成本將於同年全部折舊。棒球，制服及體育器材等則作為訓練，出賽及比賽費用。

3. TAXATION 稅項

No taxation is provided as the Association has not been carrying on business and the income of the Association is mainly derived from the members and from Government subsidies. 因本會非做生意及主要收入來自會員及政府補助，故本會沒有準備稅項。

香港棒球總會有限公司
THE HONG KONG BASEBALL ASSOCIATION LIMITED
賬項附註(續)
NOTES TO ACCOUNTS (Continued)
2014 年度
FOR THE YEAR ENDED 31 MARCH 2014

4. FINANCIAL COMMITMENTS 財務承諾

There is no significant capital commitments at the balance sheet date.
本會於結賬日沒有於資本性財務支出上有重大承諾。

The total future minimum lease payments under the non-cancellable operating leases are also not significant.

根據已簽之不可取消的租約，將來最少應付租金數目也是不大。

5. FINANCIAL RISK MANAGEMENT 管理財務風險

The major financial assets of the Association are short term deposits at bank. The amounts should cover all known liabilities of the Association. The directors consider that the Association should have no liquidity risk. In respect of credit risk, as the deposits are placed at leading bank in Hong Kong, credit risk is reduced.

本會主要財務資產為短期銀行存款，該等款項應足夠償還所有已知債務。故董事認為本會沒有流動資產短缺之風險。於存款風險方面，存款皆存於香港之一主要銀行，故應會減低收不回之風險。

6. CAPITAL MANAGEMENT 管理資本財產

The General Fund represents the capital of the Association. The objectives of the Association is to maintain the sufficient capital to enable the Association to carry out its activities in developing baseball sport in Hong Kong.

本會之經常費儲備金代表本會之資本財產。本會之目標是保存足夠資本額以便發展香港棒球運動。

香港棒球總會有限公司
The Hong Kong Baseball Association Limited

2014 至 2016 年度候選董事名單 Slate of Candidates for the Board of Directors for 2014-2016
--

序 No.	中文姓名 Name in Chinese	英文姓名 Name in English	註 Remarks
1	區學良	AU Hok Leung	*
2	區潔儀	AU Kit Yi Kitty	*
3	區穎良	AU Wing Leung	*
4	鄭素文	CHEUNG So Man	*
5	卓莞爾	CHEUK Woon Yee Sinney	*
6	張安橋	CHEUNG On Kiu	
7	范家和	FANG Ka Wor	*
8	梁國業	LEUNG Kwok Yip	
9	梁得光	LEUNG Tak Kwong	
10	李永權	LI Wing Kuen Philip	*
11	麥年豐	MAK Nin Fung	*
12	三好正記	MIYOSHI Masanori	*
13	吳光遠	NG Kwong Yuen	
14	黃期	WONG Ki Jonathan	*
15	黃大維	WONG Tai Wai David	*
16	胡雪岡	WU Suet Kong	
17	甄天龍	YAN Tin-lung Philipe	*
18	楊杰玲	YEUNG Kit Ling	*
19	葉偉光	YIP Wai Kwong Felix	*

註：有「*」號者為 2012-2014 年度董事

選舉辦法

1. 本會將於會員大會選出 15 位正式會員出任 2014-2016 年度香港棒球總會有限公司董事會董事；
2. 出席會員大會之合資格會員或其委任之代表人，每人可投一票。

2014至2016年度 董事會董事選舉
候選董事簡介

1

姓名	(中文)	區學良
	(英文)	AU Hok Leung
性別		男
年齡		40
職業		客戶經理



在棒總義務服務紀錄及年資:

2012-2014	香港棒球總會董事
2010-2012	香港棒球總會董事
2008-2010	香港棒球總會董事
2006-2008	香港棒球總會董事

參選抱負

攜手邁向更高更遠的目標，令香港棒球發光發熱。

2014至2016年度 董事會董事選舉
候選董事簡介

2

姓名	(中文)	區潔儀
	(英文)	AU Kit Yi Kitty
性別		女
年齡		39
職業		I. T.



在棒總義務服務紀錄及年資:

2012-2014 香港棒球總會董事

2010-2012 香港棒球總會董事

2008-2010 香港棒球總會董事

由 2008 年至今 《鳳凰盃》香港女子國際棒球錦標賽籌委會主席

參選抱負

I would like to contribute to the development and promotion of Baseball in Hong Kong and increase recognition of Hong Kong baseball at international level. I played for the Hong Kong Women's Baseball National Team and participated in the organizing committee of the Phoenix Cup IBAF Hong Kong International Women's Baseball Tournament since its debut in 2008. I had served as a Technical Commissioner for the International Baseball Federation (IBAF) in the 2012 Women's Baseball World Cup in Canada. Baseball isn't merely a sport, it's a "Field of Dreams".

2014至2016年度 董事會董事選舉
候選董事簡介

3

姓名	(中文)	區穎良
	(英文)	AU Wing Leung
性別		男
年齡		38
職業		Assistant Manager



在棒總義務服務紀錄及年資:

2012-2014	香港棒球總會董事
2010-2012	香港棒球總會董事
2008-2010	香港棒球總會董事
2006-2008	香港棒球總會董事

參選抱負

推廣棒球，使棒球成為香港主要運動及提高香港棒球在世界排名。

2014至2016年度 董事會董事選舉
候選董事簡介

4

姓名	(中文)	鄭素文
	(英文)	CHENG So Man
性別		男
年齡		65
職業		退休公務員



在棒總義務服務紀錄及年資:

1993 年至今	香港棒球總會董事
1993 年	香港棒球總會創會會員

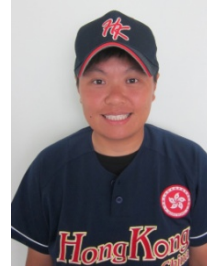
參選抱負

本人鄭素文，創會董事，自棒球總會成立至今曾任總會裁判組主委、賽事組主委、棒總副主席、司庫及常務董事等職位。對於推廣棒運不遺餘力，祈望來屆能為棒總再盡綿力，與各球員等一起衝出亞洲邁向世界，請投鄭素文一票。

2014至2016年度 董事會董事選舉
候選董事簡介

5

姓名	(中文)	卓莞爾
	(英文)	CHEUK Woon Yee Sinney
性別		女
年齡		32
職業		工程師



在棒總義務服務紀錄及年資:

2012-2014 香港棒球總會董事

由 2008 年至今 《鳳凰盃》香港女子國際棒球錦標賽籌委會委員

參選抱負

本人為女子棒球隊成員，除了希望在球員身份上貢獻棒球，也希望可以在不同範疇上為香港棒球的發展作出貢獻。

2014至2016年度 董事會董事選舉
候選董事簡介

6

姓名	(中文)	張安橋
	(英文)	CHEUNG On Kiu
性別		男
年齡		31
職業		Plant Officer



在棒總義務服務紀錄及年資:

2008 年至今 香港女子隊教練

參選抱負

未有提供。

2014至2016年度 董事會董事選舉
候選董事簡介

7

姓名 (中文) 范家和
(英文) FANG Ka-Wor

性別 男

年齡 65

職業 退休



在棒總義務服務紀錄及年資:

1998 至今 香港棒球總會董事 (現為香港棒球總會財務總監)

1993-1996 香港棒球總會董事

參選抱負

幽蘭吐秀喬林下，

仍自盤根眾草旁。

縱使無人見欣賞，

依然得地自含芳。

2014至2016年度 董事會董事選舉
候選董事簡介

8

姓名	(中文)	梁國業 SBStJ
	(英文)	LEUNG Kwok Yip SBStJ
性別		男
年齡		57
職業		行政助理



在棒總義務服務紀錄及年資:

2014	蒼長基金 暨 女子世界盃 2014 香港隊參賽籌款委員會副主席
1999-2014	幹事

參選抱負

願回饋棒球運動，不論勝敗，我必全力以赴。20 年體育總會行政及逾 30 年義務團體經驗。曾在聖約翰救傷隊 20 隊比賽隊伍中，帶領蘇浙支隊兩年內由第 15 名入三甲。並連續九年全場總冠軍；多次全港支隊總冠軍。後任比賽、考試及傷者偽裝組主管。

2014至2016年度 董事會董事選舉
候選董事簡介

9

姓名	(中文)	梁得光
	(英文)	LEUNG Tak Kwong
性別		男
年齡		55
職業		Senior Dental Technologist



在棒總義務服務紀錄及年資:

2014	《鳳凰盃》賽事總監
2013	HKIBO 2013 技術總監團成員
2011	《少年珠江盃》賽事總監
2008	2008 BFA "A" 錦標賽 賽事技術總監
2006-2011	協助組織《總會盃》棒球聯賽

利益申報:

2013年至今	現為荔枝角棒球會主席
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參選抱負

致力推動棒球運動普及化。開闢及尋找更多可供訓練及比賽場地，發掘及培訓對棒球有興趣人士參與棒球運動；藉此提升有潛質的球員晉身成為港隊成員，為未來港隊廣納精英，儲備人材之用。不論勝敗，我必全力以赴。

2014至2016年度 董事會董事選舉
候選董事簡介

10 姓名 (中文) 李永權
(英文) LI Wing Kuen Philip
性別 男
年齡 65
職業 財務



在棒總義務服務紀錄及年資:

2006-2014 香港棒球總會主席
1993-2005 香港棒球總會副主席

參選抱負

努力推廣本地棒球運動；提高本地棒球水平；爭取參加大型國際賽事機會；努力爭取建設更多棒球場及增加棒球運動設施；聯絡海外棒球組織以增廣本地棒球運動員視野。

2014至2016年度 董事會董事選舉
候選董事簡介

11

姓名	(中文)	麥年豐
	(英文)	MAK Nin Fung
性別		男
年齡		65
職業		退休



在棒總義務服務紀錄及年資:

2012-2014	香港棒球總會董事
2008-2012	香港棒球總會副主席
1993-2008	香港棒球總會 祕書長
1993 年至今	香港棒球總會季刊《上壘》編輯委員
1993	香港棒球總會創會董事及祕書長

利益申報:

2005 年至今	亞洲棒球總會執行委員
2013 年至今	亞洲棒球總會《亞棒風采》主編

參選抱負

繼往開來，抱一貫服務精神，鼓勵積極參與世界及亞洲棒球大型賽事，致力全面推展學界棒球；提昇各級別聯賽水平，加強持續培訓及提升技術人員和各梯次精英棒球員的水平，為港爭光。投身參與亞洲棒總和國際棒壘大家庭！

2014至2016年度 董事會董事選舉
候選董事簡介

12

姓名	(中文)	三好正記
	(英文)	MIYOSHI Masanori
性別		男
年齡		38
職業		資訊科技顧問



在棒總義務服務紀錄及年資:

2012-2014	香港棒球總會副主席 (賽事組主委)
2010-2012	香港棒球總會副祕書長 (賽事組主委)
2009-2012	香港棒球總會資訊科技委員
2008-2010	香港棒球總會儲訓發展組組長

利益申報:

2/2010-4/2014 西貢棒球會副主席

參選抱負

1. 提升本地賽事水平及質素，並求提高本港球員之競爭能力之効；
2. 協助擴大及深化跟海外棒球組織之合作與交流，以提高本港棒球及棒球文化水平。

2014至2016年度 董事會董事選舉
候選董事簡介

13

姓名 (中文) 吳光遠
(英文) NG Kwong Yuen

性別 男

年齡 44

職業 公司董事



在棒總義務服務紀錄及年資:

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利益申報表:

現為 香港仔棒球會副會長

參選抱負

本人吳光遠現為香港仔棒球會的副會長，得悉棒球總會現接受來屆董事選舉，經球會委員的提名參選，本人希望藉此機會能進一步推廣棒球運動及優化現時的不足，以發揮最大的效能，提高香港棒球運動的水平及普及程度，希望大家多多支持。

2014至2016年度 董事會董事選舉
候選董事簡介

14

姓名 (中文) 黃期
(英文) WONG Ki Jonathan

性別 男

年齡 43

職業 公司董事



在棒總義務服務紀錄及年資:

2010-2014 香港棒球總會 董事

2008-2014 裁判學院 裁判長

2004-2006 香港棒球總會 董事

參選抱負

推廣「正確」棒球態度

提昇本地比賽專業性

2014至2016年度 董事會董事選舉
候選董事簡介

15

姓名 (中文) 黃大維

(英文) WONG Tai Wai David

性別 男

年齡 56

職業 COO



在棒總義務服務紀錄及年資:

2012-2014 香港棒球總會 副主席

2008-2012 香港棒球總會 董事

2006-2008 香港棒球總會 資訊科技組 委員

參選抱負

I would like to continue to provide my devotion and commitment to furture help HKBA to continue its success in baseball development in local and international arena. I will lend my previous experience in HKBA and baseball community to collaborate with each other strength for the next term in HKBA if I'm elected.

2014至2016年度 董事會董事選舉
候選董事簡介

16

姓名	(中文)	胡雪岡
	(英文)	WU Suet Kong
性別		男
年齡		57
職業		技術員



在棒總義務服務紀錄及年資:

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參選抱負

本人接觸棒球運動約二十多年，而在過去十年內我兩位兒子曾代表香港參加各級棒球賽事，本人曾參與代表隊領隊工作，比較認識總會、屬會、家長和球員之意見。希望以這少少經驗作為各方面橋樑，推動棒球運動。

2014至2016年度 董事會董事選舉
候選董事簡介

17

姓名	(中文)	甄天龍
	(英文)	YAN Tin-lung Philipe
性別		男
年齡		38
職業		Distributor and Promoter



在棒總義務服務紀錄及年資:

2010-2014 香港棒球總會 董事 (學校推廣)

參選抱負

Having contributed over 10 years of time in helping developing Hong Kong baseball, I believe we are going to establish an even greater step towards recognition with a school league. The foundation and support is structured now, we all need to "unite" in one stance to creating more diamonds for future generations of baseball lovers in Hong Kong.

2014至2016年度 董事會董事選舉
候選董事簡介

18

姓名	(中文)	楊杰玲
	(英文)	YEUNG Kit Ling
性別		女
年齡		34
職業		教師



在棒總義務服務紀錄及年資:

2004-2014	香港棒球總會 董事
2012-2014	香港棒球總會 教練組召集人
2007-2014	《鳳凰盃》香港女子國際棒球錦標賽籌委會委員
2001-2014	香港棒球總會 註冊教練

利益申報表:

2007-2016	菁英女子棒球會會長
2009 年至今	薈色園主辦可風中學教師

參選抱負

多年來熱心推廣棒球，亦積極參與會務，曾先後參與地區推廣、學校推廣、季刊《上壘》編輯、賽事組織、球員培訓及教練培訓的工作，期望當選後能繼續推動棒球發展。

2014至2016年度 董事會董事選舉
候選董事簡介

19 姓名 (中文) 葉偉光
(英文) YIP Wai Kwong Felix
性別 男
年齡 56
職業 高級講師



在棒總義務服務紀錄及年資:

2008 年至今 香港棒球總會 祕書長

參選抱負

致力推廣棒球運動及爭取更佳成績及更多資源。與國際棒球界緊密聯繫。

香港棒球總會有限公司
The Hong Kong Baseball Association Limited

二〇一四年周年會員大會
2014 Annual General Meeting

議程四

續委聘張耀鴻會計師行為本會2014至2016年度之核數師。

二〇一四年九月二十二日

Agenda Item 4

Re-appoint Y.H. Cheung & Co. as Auditor for the Association
for the year 2014-2016.

22 September 2014

香港棒球總會有限公司
The Hong Kong Baseball Association Limited

二〇一四年周年會員大會
2014 Annual General Meeting

香港棒球總會乃依據香港公司法註冊為一非牟利的有限公司。新《公司條例》(第622章) (「新條例」) 已於2014年3月3日生效，經諮詢義務法律顧問後，因應新條例的實行相應地修訂章程細則；同時，董事會提議訂立董事退休年齡；修訂章程細則要點，謹列如下：

1. 新《公司條例》廢除本地公司須設有組織章程大綱作為公司的章程文件的規定。根據新條例，在香港成立為法團的公司只須設有章程細則。《公司條例》(第32章) (「舊條例」) 下須載於組織章程大綱內的內容則會在章程細則中載明。
2. 章程細則乙部第30條「董事會」，訂立董事退休年齡為75歲。

章程細則條文，請參閱附件內文。

二〇一四年九月二十二日

Hong Kong Baseball Association was registered as a non-profit-making organisation under the Companies Ordinance of HKSAR. The new Companies Ordinance (Cap. 622) has commenced operation on 3 March 2014. The Articles of Association has been amended accordingly, meanwhile, the Board of Directors proposed to set a retirement age, outline as below:

1. The new Companies Ordinance ("the new CO") abolishes the requirement to have a Memorandum of Association ("MA") as a constitutional document of a local company. A company incorporated in Hong Kong under the new CO is only required to have Articles of Association ("AA"). Under the new CO, the information which was required to be contained in the MA under the Companies Ordinance (Cap. 32) ("the old Ordinance") are set out in the AA.
2. Article 30 of Part B of the Articles, "The Board", Any Officer or Director who reaches his or her age of 75 years' old shall retire from the Board no later than the date of the up-coming Annual General Meeting.

Please refer to the attached "Articles of Association" for details.

22 September 2014

*(The following Articles of Association were adopted by The Hong Kong Baseball Association Limited at its Annual General Meeting held on **17th day of October 2014** and superseded all previous Articles of Association adopted or amended by The Hong Kong Baseball Association Limited..)*

THE COMPANIES ORDINANCE (CHAPTER 622)

Company Limited by Guarantee

**ARTICLES OF ASSOCIATION
OF
THE HONG KONG BASEBALL ASSOCIATION LIMITED
香港棒球總會有限公司**

Part A

1. The name of the Company is "THE HONG KONG BASEBALL ASSOCIATION LIMITED 香港棒球總會有限公司 " (hereinafter called "the Association").

2. The registered office of the Association will be situate in Hong Kong.

3. The objects for which the Association is established are:

- (a1) To act as the national authority for Baseball and related sport activities in Hong Kong.
- (a2) To promote and encourage widespread participation in Baseball and related sport activities in Hong Kong.
- (a3) To nurture a successful squad of elite baseball players from the Hong Kong community.
- (a4) To spot and foster the potential of young baseball players in Hong Kong.
- (a5) To carry out studies and investigations and promote and organize seminars and conferences of technical and scientific nature for the improvement and development of Baseball throughout the Hong Kong community.
- (a6) To select teams and individuals from the Hong Kong community to represent Hong Kong in national and international baseball competitions.
- (a7) To develop and foster the proficiency in coaching, umpiring and associated technical aspects of Baseball in Hong Kong.
- (a8) To undertake any other activities related to the promotion of Baseball in Hong Kong.

- (b) To take all such steps as shall be deemed necessary or desirable.
- (c) To purchase, take on lease or in exchange, hire or otherwise acquire any real and personal estate which may be deemed necessary or convenient for any of the purposes of the Association.
- (d) To construct, maintain and alter any houses; buildings, or works necessary or convenient for the purposes of the Association.
- (e) To sell, manage, lease, mortgage, dispose of, or otherwise deal with all or any part of the property of the Association.
- (f) To hire and employ all classes of persons considered necessary for the purposes of the Association and to pay to them and to other persons in return for services rendered to the Association, salaries, wages, gratuities and pensions.
- (g) To promote and hold either alone or jointly with any other society, club or person meetings, dinners, balls, concerts and other entertainments deemed to be necessary for the promotion of the Association's activities.
- (h) To subscribe for, become a member of and co-operate with any other association, whether incorporated or not, whose objects are altogether or in part similar to those of the Association.
- (i) To borrow or raise and give security for money by the issue of or upon bonds, debentures, debenture stock, bills of exchange, promissory notes or other obligations or securities of the Association, or by mortgage or charge upon all or any part of the property of the Association for the sole purpose of the attainment of the objects of the Association..
- (j) To establish and maintain libraries and to furnish the same with books, reviews, magazines, news-papers, film material and others which may be thought desirable for the promotion of the interests of the Association and its members.
- (k) To invest and deal with the moneys of the Association not immediately required, upon such securities and in such manner as may from time to time be determined.
- (l) To seek from and make representations to the Government for the tenure or lease of any land, property or building for the use of the Association towards the promotion of its objects and to enter into any arrangements with the Government or with any authority, supreme, municipal, local or otherwise that may be conducive to the Association's objects or any of them, and to obtain from the Government or any such authority any rights, privileges and concessions which the Association may think it desirable to obtain and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions.

- (m) To admit any persons (whether eligible or not eligible for membership) to be associate or honorary members of the Association on such terms and to confer on them such rights and privileges as may seem expedient for the attainment of the objects of the Association.
- (n) To amalgamate, enter into partnership or into any arrangement for sharing profits, union of interest, co-operation, joint adventure, reciprocal concession or otherwise with any person, company or association carrying on or engaged in or about to carry on or engage in any business or transaction which the Association is authorised to carry on or engage in or any business or transaction which is capable of being conducted so as directly or indirectly to benefit the Association and to take or otherwise acquire and hold shares or stock in or securities of and to subsidise or otherwise assist any such company or association, and to sell, hold, re-issue, with or without guarantee, or otherwise deal with, such shares or securities.
- (o) To purchase or hire or provide and maintain and to sell or otherwise dispose of all kinds of furniture, plate, linen, glass, books, papers, periodicals, stationery, billiard tables, cards, games, tools, implements, machines, utensils and other things required or which may be conveniently used in connection with the playing fields and grounds, club houses, bathing pavilions, and other premises of the Association by persons frequenting the same, whether members of the Association or not.
- (p) To buy, prepare, make, supply, sell and deal in all kinds of jerseys, uniforms, boots, balls, clubs, pads, masks, gloves, nets, bats, shuttlecocks, helmets, protectors, and all apparatus used in connection with the games of association; and all kinds of liquors, provisions and refreshments, food and catering services, required or used by the members of the Association or other persons frequenting the grounds, or premises of the Association.
(q) To promote, organize, finance and manage, either alone or jointly with any other associations, clubs or persons, tours or visits to places outside Hong Kong, of teams or individuals from the Hong Kong community to participate in competitions, contests, matches or exhibitions.
- (r) To promote, organize, invite, finance and manage either alone or jointly with any other associations, clubs, or persons, the visit to Hong Kong of teams or individuals outside Hong Kong to participate in competitions, contests, matches or exhibitions in Hong Kong upon such terms and conditions as may be determined.
- (s) To administer the funds of the Association for the sole purpose and objects of the Association and to regulate competitions, matches and exhibitions, and to frame rules for the regulation thereof, and to take all necessary steps to enforce such rules when made.
- (t) To do all such other lawful things as are incidental or conducive to the attainment of the above objects.

4. The income and property of the Association, whencesoever derived, shall be applied solely towards the promotion of the objects of the Association as set forth in this

Articles of Association; and no portion thereof shall be paid or transferred, directly or indirectly, by way of dividend, bonus, or otherwise howsoever by way of profit, to the members of the Association. PROVIDED that no-thing herein shall prevent the payment, in good faith, of remuneration to any officer or servant of the Association, or to any member of the Association, in return for any services actually rendered to the Association, nor prevent the payment of interest at a rate not exceeding 15% per annum on money lent, or reasonable and proper rent for premises demised or let by any member to the Association; except as provided in the Articles, no member of the Board of Directors or governing body of the Association shall be appointed to any salaried office of the Association or any office of the Association paid by fees, and that no remuneration or other benefit in money of money's worth shall be given by the Association to any member of such Board of Directors or governing body except repayment of out-of-pocket expenses and interest at the rate aforesaid on money lent or reasonable and proper rent for premises demised or let to the Association.

5. The liability of the members is limited.

6. Every member of the Association undertakes to contribute to the assets of the Association in the event of its being wound up while he is a member, or within one year afterwards, for payment of the debts and liabilities of the Association contracted before he ceases to be a member, and the costs, charges and expenses of winding up, and for the adjustment of the rights of the contributories among themselves such amount as may be required, not exceeding \$10.00.

7. If upon the winding-up of the Association there remains after satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid or distributed among the members of the Association but shall be given or transferred to some other institution or institutions having objects similar to the objects of the Association and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as is imposed on the Association under or by virtue of the **Article (Part A)** hereof; such institution or institutions to be determined by the members of the Association before the time of dissolution, and in default thereof by such judge of the High Court of Hong Kong as may have or acquire jurisdiction in the matter, and if and so far as effect cannot be given to such provision, then to some charitable object.

8. True accounts shall be kept of the sums of money received and expended by the Association, and the matters in respect of which such receipts and expenditure take place, and of the property, credits, and liabilities of the Association; and, subject to any reasonable restrictions as to the time and manner of inspecting the same that may be imposed in accordance with the regulations of the Association for the time being in force, shall be open to the inspection of the members. Once at least in every year the accounts of the Association shall be examined, and the correctness of the balance sheet ascertained by one or more properly authorized Auditor or Auditors.

Part B

1. In these Articles, unless the context otherwise requires, the following expressions shall have the following meanings:--

"The Association" shall mean the "THE HONG KONG BASEBALL ASSOCIATION LIMITED 香港棒球總會有限公司"

"These Articles" shall mean these Articles of Association;

"The Ordinance" shall mean the Companies Ordinance (Chapter 622 of Laws of Hong Kong) as amended or supplemented from time to time;

"The Board" shall mean the Board of Directors of the Association from time to time;

"The "Standing Board" shall mean the Standing Board of Directors of the Association from time to time;

"The Director" shall mean the member of the Board of Directors of the Association from time to time;

"Annual General Meeting" shall mean the annual general meeting of members of the Association held in accordance with Article 14 (Part B) of these Articles and shall include the first general meeting of the Association;

"Membership Fee" shall mean any membership fee payable to the Association as determined by the Association from time to time;

"Extraordinary General Meeting" shall mean any general meeting of members of the Association held in accordance with these Articles but shall exclude the Annual General Meeting;

"General Meeting" shall mean any general meeting of members of the Association held in accordance with these Articles (whether Extraordinary General Meeting or Annual General Meeting);

"Honorary Member" shall mean any individual who is admitted to the membership of the Association in accordance with Article 6(a)(i) of Part B of these Articles;

"Full Member" shall mean any member of the Association which is entitled to vote at the General Meeting as described under Article 6(a)(ii) of Part B of these Articles;

"Associate Member" shall mean any individual or club or team which is admitted to the membership in accordance with Article 6(a)(iii) of Part B of these Articles;

"Student Member" shall mean any student or any minor who is admitted to the membership of the Association in accordance with Article 6(a)(iv) of Part B of these Articles;

“Membership Benefits” shall mean entitlements to receive publications and information released by the Association, to participate in any activities or competitions of the Association and to other privileges as determined by the Association from time to time;

“Officers” shall mean those officers of the Association as mentioned in Article 12 of Part B of these Articles;

“Term” shall mean the period from an Annual General Meeting or any point of time thereafter to the next following Annual General Meeting;

“Special Resolution” shall mean a resolution passed at a General Meeting by not less than 75% of the votes cast by the Full Members attending and voting at such General Meeting in person or by proxy;

“Ordinary Resolution” shall mean a resolution passed at a General Meeting by a majority of more than 50% of the votes cast by Full Members attending and voting at such General Meeting in person or by proxy;

“a person” shall include an individual, a company, a body corporate (whether limited or unlimited), a club or a team or any other entity in any form;

"in writing" shall mean any mode of reproducing words in a visible form including hand-writing, photography and printing;

“including” shall mean “including but not limited to”;

Words importing the singular number shall include the plural and vice versa; and

Words importing any one gender shall include the other genders.

General

2. For the purposes of registration, the number of members of the Association is unlimited.

3. The Association is established for the purposes expressed in Part A of these Articles.

4. The first members of the Association shall be the signatories to Part A of these Articles and these presents.

Membership

5. (a) Any person who applies to become a Full Member, an Associate Member or a Student Member shall do so in writing by way of a prescribed application form

as provided by the Association. Any application for the membership of a Full Member shall be proposed by at least one Full Member and seconded by at least another Full Member.

- (b) All applications for the membership of the Association made pursuant to Articles 5(a) in Part B of these Articles shall be subject to the approval of the Association. The Association may refuse any such applications without giving any reasons.
 - (c) Any member of the Association may terminate its membership of the Association by giving written notice to the Association. The Board may at its absolute discretion terminate the membership of any member of the Association
 - (d) All members of the Association shall comply with these Articles and other regulations or rules of the Association.
6. (a) The members of the Association shall be divided into the following categories:
- (i) Honorary Members: The Board may at its absolute discretion recommend and approve any individual be admitted to the membership of the Association as an Honorary Member. Honorary Members shall enjoy Membership Benefits and are not required to pay any Membership Fee. The membership of an Honorary Member shall last the life of such Honorary Member until terminated by such Honorary Member or the Board according to these Articles.
 - (ii) Full Members: Any individual at the age of 18 or above or any club lawfully organised may apply to become a Full Member in such manner as prescribed by these Articles. Each Full Member shall pay a one-off, upfront Membership Fee. Full Members shall enjoy Membership Benefits. Any Full member who is an individual shall be eligible to be appointed as a Director or an Officer or a coach or any team member or any other officers in any activities or competitions of the Association. Full Members shall be entitled to vote at the General Meetings.
 - (iii) Associate Members: Any individual at the age of 18 or above or any club or team may apply to become an Associate Member in such manner as prescribed by these Articles. Each Associate Member shall pay annual Membership Fee to renew the membership every year, otherwise, the membership shall be terminated automatically. Associate Members shall enjoy Membership Benefits.
 - (iv) Student Members: Any individual below the age of 18 or any student may apply to become a Student Member in such manner as prescribed by these Articles. Each Student Member shall pay annual Membership Fee to renew the membership every year, otherwise, the membership shall be terminated automatically. Student Members shall enjoy Membership Benefits.

7. The Board shall from time to time determine or revise the Membership Fees payable by different categories of members of the Association.

8. Any member of the Association who shall pay annual Membership Fee to renew its membership shall pay the annual Membership Fee of each annual membership within two weeks after the beginning of each such annual membership. Otherwise, the membership shall be terminated automatically but such membership shall be revived at the absolute discretion of the Board or upon payment of the required annual Membership Fee within the grace period as given by the Association.

9. Notwithstanding any provisions in these Articles, a member of the Association shall not be entitled to any Membership Benefits or other rights or benefits conferred by these Articles until and unless he has paid all moneys due and payable by him to the Association and settled all the claims against him by the Association.

10. Any member of the Association who fails to pay any moneys due from him to the Association by the deadline specified by the Association shall cease to be a member of the Association automatically but such membership could be revived at the absolute discretion of the Board.

11. The rights and privileges of a member of the Association as conferred by these Articles shall be personal to himself, shall not be transferable by him or by operation of law, and shall cease upon his death or upon the termination of his membership.

Officers of the Association

12. The officers of the Association shall consist of the President, the Chairman and one or more Vice-Chairmen of the Board, the Secretary General, the Treasurer and other functional officers of the Association. The Board shall elect among themselves the President, Chairman and one or more Vice-Chairmen of the Board, the Secretary General and the Treasurer of the Association, and not necessarily from the Board, other functional officers of the Association. The Board shall determine and fix the powers, duties and functions of the Officers. The Board shall hold a meeting immediately following the Annual General Meeting at which the Board is elected, to appoint the Officers. The Board shall be entitled to remove the Officers. Each Officer shall hold office until the term of office of the Board appointing such Officer or until terminated by the next newly elected Board, whichever is the later. However, no **Officer** shall hold the same office for more than **Eight** consecutive Terms, which shall run from the Annual General Meeting first held after these Articles have become effective.

Honorary President and Vice-Presidents

13. The Board may at its absolute discretion invite any individual to be the Honorary President and the Honorary Vice-Presidents of the Association. The Honorary President and the Honorary Vice-Presidents shall enjoy such benefits, rights and privileges as determined by the Board from time to time. The number of Honorary Vice-Presidents to be appointed and the

respective terms of office of the Honorary President and the Honorary Vice-Presidents shall be determined or varied from time to time by the Board at its absolute discretion.

General Meetings

14. The Association shall in each calendar year hold a General Meeting as its Annual General Meeting in addition to any other General Meetings in that calendar year. Notwithstanding the foregoing, the Association's first Annual General Meeting shall be held within **Nine months after the anniversary of its incorporation, or Three months after the end of the Accounting reference period of the Association, whichever is the later if the first Accounting reference period of the Association is more than 12 months, otherwise, the first Annual General Meeting and thereafter, each Annual General Meeting shall be held within Nine months from the end of accounting reference period of the Association** (unless the otherwise permitted by the Ordinance). The Annual General Meeting shall be held at such time and place as determined by the Board.

15. All General Meetings other than the Annual General Meetings shall be Extraordinary General Meetings. Extraordinary General Meeting may be convened in the following manners:

- (a) by the Board at its absolute discretion; or
- (b) by an individual Director if there are insufficient Directors in Hong Kong to form a quorum at the meeting of the Board; or
- (c) by the Board on the requisition by Full Members holding in aggregate 5 per cent, or more of the total voting rights of the Association at the General Meetings; or
- (d) by two Full Members if there are insufficient Directors in Hong Kong to form a quorum at the meeting of the Board; or
- (e) by other means as permitted under the Ordinance.

Notice of General Meetings

16. Extraordinary General Meetings called for the passing of a Special Resolution and Annual General Meetings shall be called by not less than 21 days' written notice. Extraordinary General Meetings not called for the passing of a Special Resolution shall be called by not less than 14 days' written notice unless otherwise agreed by Full Members holding in aggregate 95 per cent, or more of the total voting rights of the Association. Annual General Meetings shall be called by less than 21 days' written notice if agreed by all Full Members. Extraordinary General Meetings called for a Special Resolution shall be called by less than 21 days' written notice and Extraordinary General if agreed by Full Members holding in aggregate 95 per cent, or more of the total voting rights of the Association. Notice of an Annual General Meeting shall specify the fact that the meeting being called in such notice is an Annual General Meeting. Notice of a General Meeting shall:

- (a) be exclusive of the day on which it is served or deemed to be served and inclusive of the day on which it is given;

- (b) specify the place, the day and the hour of the General Meeting, general nature of special business (as defined in Article 19 of Part B of these Articles) to be conducted at the General Meeting ~~and the notice of the resolutions to be removed at the General Meeting;~~
- (c) be given to all Full Members by mail, e-mail, fax, hand delivery to the addresses of the Full Members on the records of the Association or by posting on the web site or notice board of the Association or in such other manner as prescribed by the Association; and
- (d) be deemed to be served on the date of being posted on the website or the notice board of the Association, the 2nd day after local mailing of such notice, the 7th day after overseas mailing of such notice or the date of faxing out or e-mailing out or delivering such notice. .

17. Annual General Meetings shall consider ordinary and usual businesses which the annual general meetings of other companies incorporated under the Ordinance would consider or are required to consider at annual general meetings under the Ordinance. Other than that, an agenda of a General Meeting shall be determined by the person convening such Meeting. In addition, every Full Member may submit to the Secretary General of the Association any motion or proposal to be considered at any General Meeting. Such motion or proposal must be in writing, seconded by another five Full Members and received by the Secretary General of the Association at least twenty-eight days before the date of the General Meeting. Such motion or proposal shall then be included on the agenda of the General Meeting.

18. The accidental omission to give notice of a General Meeting to or the non-receipt of notice of a General Meeting by any Full Member shall not invalidate the proceedings or resolutions passed

19. All businesses that are transacted at Extraordinary General Meetings shall be deemed to be special businesses. All businesses that are transacted at Annual General Meetings, except for consideration of the accounts, balance sheet and the reports of the Board and the auditors, election of Directors in the place of those retiring, and the appointment of and fixing of the remuneration of the auditors ~~shall be deemed to special businesses~~. The Chairman of the Board and the Treasurer of the Association for the period to which the accounts and balance sheets of the Association to be considered at an Annual General Meeting relate shall be present at such Annual General Meeting.

Proceedings at General Meetings

20. No business shall be transacted at any General Meeting unless a quorum of Full Members is present at the time when the General Meeting proceeds to business and continues to be present until the conclusion of the General Meeting. Not less than 15 Full Members present in person or by proxy at a General Meeting shall be a quorum for such General Meeting.

21. If within half an hour from the time appointed for a General Meeting, a quorum is not present, such General Meeting, if convened upon the requisition of members of the Association, shall be dissolved; in any other case, it shall stand adjourned to the same day in the next week at the same time and place, and if a quorum is not present within half an hour from the time appointed for such adjourned General Meeting, the Full Members present in person or by proxy at such adjourned General Meeting shall be a quorum.

22. The Chairman of the Board, and in his absence, a Vice-Chairman of the Board, shall preside as chairman at every General Meeting. If at any General Meeting, the Chairman or a Vice-Chairman is not present within 15 minutes after the time appointed for holding such General Meeting, any other Director shall preside, or if no other Director is present or willing to take the chair, the Full Members present in person or by proxy at such General Meeting shall choose one of their number to be chairman of such General Meeting.

23. At any General Meeting, a resolution put to the vote of the General Meeting shall be decided on a show of hands, unless a poll is demanded, before or on the declaration of the results of the show of hands, by at least two Full Members present in person or by proxy. The form of proxy shall be prescribed by the Association from time to time and be dispatched to the Full Members together with the notice of the General Meeting. Unless a poll is so demanded, a declaration by the chairman of the General Meeting that a resolution has, on a show of hands, been carried, or carried unanimously or by a particular majority, or lost, and an entry to that effect in the book of the proceedings of the Association, shall be conclusive evidence of that fact, without proof of the number of votes recorded in favour of or against that resolution. On a show of hands, every Full Member present in person or by proxy has only one vote irrespective of the number of voting rights it holds.

24. Each Full Member being an individual shall be entitled to one vote only at the General Meetings. Each Full Member being a club shall be entitled to two votes at the General Meetings. The voting right of a Full Member being an individual under the age of 18 shall not be exercised by the Full Member himself but shall be exercised by any of his guardian or parents who shall be at the age of 18 or above.

25. If a poll is duly demanded according to these Articles at any General Meeting, it shall be taken in such a manner as the chairman of such General Meeting shall direct, and the results of the poll shall be deemed to be the resolution of the General Meeting at which the poll was demanded.

26. In the case of an equality of votes for any Ordinary Resolution at any General Meetings, whether on a show of hands or on a poll, the chairman of such General Meeting shall be entitled to a second or casting vote.

The Board

27. The property and affairs of the Association shall be managed by the Board. The Board may do all acts and exercise all powers of the Association which are required to give effect to the objects of the Association described in **Part A of these Articles** of Association and

which are not required under the law or these Articles to be done or exercised by the Association in General Meeting.

28. No **Director**, committee member or employee of the Association with executive or management decision making power or right of access or actual access to information relating to any executive or management decision of the Association, shall at the same time hold office as a director, committee member, employee or officer of any other baseball organization other than (i) any baseball organization of which the Association is a member, and (ii) any baseball organization which is a member or an affiliate of the Association.

29. The subscribers of **Part A of these Articles** of Association **upon the incorporation of the Association** or a simple majority of them shall determine the number of the first Directors and shall appoint the first Directors in writing. The first Directors shall hold office until the second Annual General Meeting.

30. Other than the first Directors, each Director shall hold office for two consecutive Terms. Each Director shall retire from office and be eligible for being re-elected as a Director at the Annual General Meeting upon expiry of two consecutive Terms. **Any Officer or Director who reaches his or her age of 75 years' old shall retire from the Board no later than the date of the up-coming Annual General Meeting.** Unless otherwise determined by the Association in General Meeting, the maximum number of Directors shall be twenty one (21). Subject to the maximum number of Directors stipulated in these Articles, the Board shall determine or alter the number of Directors from time to time. The Association in Annual General Meeting shall appoint the Directors for the coming year by Ordinary Resolution. Each Director shall be entitled to nominate a candidate for being elected to be a Director but each such nomination shall be seconded by at least two other Full Members. No such nomination shall be accepted unless candidate's consent to act as a Director together with the written nomination by at least one Director seconded by at least two other Full Members reaches the Secretary General of the Association not less than 6 weeks before the date of the Annual General Meeting at which election of Directors is to take place.

31. If any vacancy occurs in the Board by death, resignation or otherwise, it may be filled by a simple majority vote of the remaining Directors at any meeting of the Board called for such purpose.

32. The Board shall hold **at least four** regular meetings every year. Any Director may at any time summon a meeting of Board on ad hoc basis. The date, time and place of the Board meetings shall be determined by the Board. Reasonable notice of Board meeting shall be given by the Secretary General to each Director by such means or in such manner as prescribed by the Board from time to time. A simple majority of the Board shall constitute a quorum for a Board meeting.

33. The Board shall elect among themselves the President, the Chairman and Vice-Chairmen of the Board, the Secretary General and the Treasurer of the Association and other functional officers of the Association, and shall determine and fix the powers, duties and functions of such Officers so appointed. All Directors and Officers shall provide their service to

the Association on a free of charge basis but shall be reimbursed for any expenses reasonably incurred on behalf of the Association and with the approval of the Board.

34. The Board shall have the power to appoint a Standing Board and other Board Committees to delegate such powers of the Board to them as the Board shall deem appropriate. The composition, powers, rights, obligations and proceedings of meetings of the Standing Board and other Board Committees shall be determined by the Board.

35. The Board may from time to time make, alter or repeal regulations or by-laws of the Association on the holding of matches, sending of representatives to overseas and the discipline and penalties of players. To the extent not inconsistent with these Articles and the law, such regulations and by-laws of the Association so made or altered or repealed by the Board shall be binding on all members of the Association and shall form part of these Articles.

36. The Board may adopt such rules and regulations for the conduct of its meetings and the management of the Association as it may deem proper.

Disqualification of Directors

37. The office of Director shall be vacated if the Director--
- (a) without the consent of the Association in General Meeting holds any other office of profit under the Association; or
 - (b) becomes bankrupt or makes any arrangement or composition with his creditors generally; or
 - (c) becomes of unsound mind; or
 - (d) resigns his office by notice in writing to the Association; or
 - (e) shall for more than 6 months have been absent without permission of the Directors from meetings of the Board held during that period; or
 - (f) breaches Article 28 of Part B of these Articles; or
 - (g) is directly or indirectly interested in any contract (being a contract of significance in relation to the Association business) with the Association and, if his interest in the contract is material, fails to declare the nature of his interest in manner required by sections 536-538, & 542 of the Ordinance.

A Director shall not be counted in the quorum and shall not vote in respect of any contract in which he is interested or any matter arising therefrom, and if he does vote, his vote shall not be counted.

Finance and Accounts

38. The Board shall decide all financial matters of the Association.

39. All monies received by or on behalf of the Association shall be deposited in the bank account of the Association. The Board shall approve the opening of bank accounts of the Association and shall appoint the bank signatories of the bank accounts of the Association. Unless otherwise approved by the Board, all checks or electronic payment made by the Association shall be jointly signed or authorized by any two of the following Officers, the Chairman, the Treasurer or any other Officers of the Association authorized by the Board to do so.

40. The Board shall not permit the contribution of funds or property to individual teams of the Association, but shall solicit the same or the common treasury of the local league of the Association.

41. The Board shall not permit the solicitation of funds by the Association in the name of Association unless all funds so raised are placed in the Association's treasury. The Board shall not permit the disbursement of Association's funds for purposes other than the conduct of Association's activities.

42. The Board of Directors shall cause proper books of accounts to be kept with respect to:

- (a) All sums of money received and expended by the Association and the matters in respect of which such receipts and expenditure take place;
- (b) all sales and purchases of goods, lands and other things whatsoever by the Association; and
- (c) the assets and liabilities of the Association.

43. The accounts of the Association for each financial year of the Association shall be audited by the auditors of the Association. The audited accounts of the Association shall be presented to the Annual General Meeting for adoption. Every such audited accounts shall be accompanied by proper reports of the Directors and the auditors of the Association. Copies of such audited accounts and reports together with any other documents required by law to be annexed thereto shall be sent to all Full Members not later than 21 days prior to the Annual General Meeting at which such audited accounts are to be considered for adoption.

Auditors of the Association

44. Auditors of the Association shall be appointed and renewed according to, and their duties shall be those specified under Sections 393 - 400, 402(2)(b)(i), 404, 405, 408, 411 - 413, 416(4), 417, 422, 424, 426 - 428, 515 of the Ordinance.

Amendments

45. These Articles may be amended, repealed or altered in whole or in part by Special Resolution in General Meeting.

The Seal

46. The seal of the Association shall not be affixed to any instrument except by the authority of a resolution of the Board and in the presence of the Chairman of the Board and of the Secretary General of the Association or any other person authorized by the Board for such purpose; that the Chairman of the Board and the Secretary General of the Association or such authorized person as aforesaid shall sign the instrument to which the seal of the Association is so affixed in their presence.

Secretary

47. The first Secretary of the Association shall be Inter-Con Secretarial Services Limited which may resign from this office upon giving notice to the Association of such intention and such resignation shall take effect upon the expiration of such notice or its earlier acceptance.

Winding Up

48. To the extent permitted by the law, the provisions of **Article 7 of Part A of these Articles** of Association relating to the winding up or dissolution of the Association shall have effect and be observed.

香港棒球總會有限公司

二〇一四年周年會員大會(或其續會)適用之代表委任表格

本人 _____ 地址為 _____，
 聯絡電話為 _____，為香港棒球總會有限公司(本會)之正式會員，茲委任^(註一)
 _____ 地址為 _____ 或如其未克
 出席則委任大會主席為本人代表人，代表本人出席本會於2014年10月17日(星期五)下午七時三
 十分時假座香港銅鑼灣大球場徑一號奧運大樓一樓會議室召開之周年會員大會(或其續會)，並
 於該大會(或其續會)進行投票表決時，代表本人並以本人名義，決定2014-2016年度的董事人數，
 以及依照下列欄內所載指示投票。委任代表亦可酌情就正式提呈大會而未有載入大會通告內之
 任何決議案投票。

		(註二) 贊成	(註二) 反對			(註三) 贊成
1.	接納本會董事會周年報告書			3.11	重選麥年豐先生為董事	
2.	接納本會截至2014年3月31日止 經審核之財務報告及核數師報告			3.12	重選三好正記先生為董事	
				3.13	選任吳光遠先生為董事	
				3.14	重選黃期先生為董事	
3.	重選或選任下列其中 <u>15</u> 人為 2014-2016年度董事會董事：	(註三) 贊成		3.15	重選黃大維先生為董事	
				3.16	選任胡雪岡先生為董事	
3.1	重選區學良先生為董事			3.17	重選甄天龍先生為董事	
3.2	重選區潔儀小姐為董事			3.18	重選楊杰玲小姐為董事	
3.3	重選區穎良先生為董事			3.19	重選葉偉光博士為董事	
3.4	重選鄭素文先生為董事			4	續委聘張耀鴻會計師行為本 會2014至2016年度之核數師	(註二) 贊成
3.5	重選卓莞爾小姐為董事					(註二) 反對
3.6	選任張安橋先生為董事					
3.7	重選范家和先生為董事					
3.8	選任梁國業先生為董事					
3.9	選任梁得光先生為董事					
3.10	重選李永權先生為董事					

日期：_____

簽署：_____

附註：

- (一) 請填上 閣下所擬委派代表之姓名及地址，如未有任何姓名填上，則 閣下之代表將由大會主席出任。
- (二) 注意： 閣下如贊成某項議案，請在適用之「贊成」欄內加上「✓」符號。如反對某項議案，請在適用之「反對」欄內加上「✓」符號。如未在有關欄內填上指示，則受委代表將有權決定如何投票。
- (三) 請在你選擇的候選人姓名旁之方格內加上「✓」符號；超出或不足董事局人數的選擇，一律視作廢票；
- (四) 本代表委任表格最遲須於大會或續會(視乎情況而定)舉行時間四十八小時前送達香港銅鑼灣大球場徑一號奧運大樓1003室本會辦公室，方為有效。

The Hong Kong Baseball Association Limited

Form of proxy for use at 2014 Annual General Meeting or adjourned meeting
(as the case may be) of the Association

I _____ (insert member's name) of _____
_____ (insert member's address), phone number is _____
being a full member of The Hong Kong Baseball Association Limited (the
"Association"), hereby appoint _____ (insert proxy's name, if applicable) of _____
_____ (insert proxy's address) as my proxy to attend the 2014 Annual General Meeting or adjourned meeting (as the case may be) to be held in Meeting Room, 1/F., Olympic House, 1 Stadium Path, Causeway Bay, Hong Kong on Friday, 17 October 2014 at 7:30 p.m. and vote for me on my behalf to determine the number of Directors for 2014-2016 and in respect of the undermentioned resolutions as indicated. My proxy will also be entitled to vote at his discretion on any resolution properly put to the meeting other than those referred to in the notice convening the meeting.

		(Note 2) FOR	(Note 2) AGAINST			(Note 3) FOR	
1.	To receive and approve the Chairman’s Report			3.11	To re-elect Mr. Allan Mak as Director		
2.	To receive and approve the audited consolidated financial statements and the reports of the Auditors for the year ended 31 March 2014			3.12	To re-elect Mr. Miyoshi Masanori as Director		
				3.13	To elect Mr. Ng Kwong Yuen as Director		
				3.14	To re-elect Mr. Jonathan Wong as Director		
3.	To re-elect or elect 15 candidates as 2014-2014 Board of Directors:		(Note 3) FOR	3.15	To re-elect Mr. David Wong as Director		
				3.16	To elect Mr. Wu Suet Kong as Director		
3.1	To re-elect Mr. Au Hok Leung as Director			3.17	To re-elect Mr. Philipe Yan as Director		
3.2	To re-elect Ms Kitty Au as Director			3.18	To re-elect Ms. Yeung Kit Ling as Director		
3.3	To re-elect Mr. Au Wing Leung as Director			3.19	To re-elect Dr. Felix Yip as Director		
3.4	To re-elect Mr. Cheng So Man as Director					(Note 2) FOR	(Note 2) AGAINST
3.5	To re-elect Ms Sinney Cheuk as Director						
3.6	To elect Mr. Cheung On Kiu as Director			4.	To re-appoint Y.H. Cheung & Co as Auditor for the Association for the year 2014-2016.		
3.7	To re-elect Mr. Fang Ka Wor as Director						
3.8	To elect Mr. Leung Kwok Yip as Director						
3.9	To elect Mr. Leung Tak Kwong as Director						
3.10	To re-elect Mr. Philip Li as Director						

Date : _____

Signature : _____

Note :

- Chairman of the Annual General Meeting will be your proxy if the proxy's name and address column is blank.
- If you wish to vote for either of the resolutions, please use 「✓」 in the box marked "FOR" beside the appropriate resolution. If you wish to vote against either of the resolutions, tick in the box marked "AGAINST" beside the appropriate resolution. Your proxy may vote on behalf of you if the FOR/AGAINST column is blank.
- Please use a 「✓」 in the box marked "FOR" beside your vote for director, vote lesser or more than the number of Directors of the Board that the ballot will be invalid.
- In order to be valid, this form of proxy must be deposited at the office of the Association at Room 1003, Olympic House, 1 Stadium Path, Causeway Bay, Hong Kong not less than 48 hours before the time appointed for the holding of the Annual General Meeting or adjourned meeting (as the case may be).