

Guidelines for Committee Members

Members of the TIC's committees shall observe the following guidelines:

I. Term of Office

- (1) A Committee member (including the Convenor) shall not serve on the same committee for more than six consecutive years.
- (2) Upon reaching the six-year limit, the Convenor or Committee member shall retire from the committee for at least one full term, which is normally one calendar year, before joining the same committee again.
- (3) Any person who after serving on the same committee as its member or Convenor for six consecutive years is at that time a director is eligible for appointment by the Board as Convenor of the committee for one term or until his/her term of office as a director expires, whichever is the earlier. Convenors appointed in this fashion shall retire from the committee for at least one full term, which is normally one calendar year, before eligible to join the same committee again.

II. Attendance at Meetings

- (1) Committee meetings are normally held once every two months. Panels formed by committees to deliberate non-compliance or complaint cases may meet at shorter intervals to enhance the efficiency of their regulatory functions. Members will be invited to attend panel meetings on a rotation basis. They shall try their best to attend committee and panel meetings.
- (2) Committee members are appointed by the Board in their personal capacities, except for the representative of the Tourism Commission. No alternate shall be appointed for any Committee member and no representative shall be allowed to attend committee meetings on behalf of the member except for those members of the panel of the Compliance Committee and those members of the Tourist Guide and Tour Escort Deliberation Committee who are tourist guide and tour escort representatives, and those members of the Membership Committee who are Association Member representatives.
- (3) Representatives of tourist guide and tour escort associations which have stated their position in any suspected violation cases to be heard will not be invited to attend the relevant panel meetings.
- (4) A Committee member who wishes to bring an observer or an interpreter to a meeting shall seek prior consent from the Committee Convenor and shall remind the observer to abide by the Rules for Observers Attending Board, Committee or Working Group Meetings. Observers shall not move a motion or vote at any meeting or be allowed at panel meetings.
- (5) Members of an ad hoc group set up by a Committee may appoint a representative to attend meetings of the ad hoc group on their behalf but

shall remind the representative to abide by these guidelines.

- (6) The Board may request a Committee member who is absent from three consecutive meetings of a committee to vacate his/her office.
- (7) A Committee member whose attendance at committee meetings is less than 50% in a certain year may not be considered for re-appointment in the following year.

III. Language

- (1) The notice of meeting, agenda and papers and all proceedings of committee and panel meetings shall be in either Chinese and/or English as decided by the Committee Convenor. Members shall, if necessary, make their own arrangements for translation and interpretation services. The validity of the decisions and proceedings of a committee or panel shall not be affected because of any failure of a member to arrange for such services to be provided during the whole or any part of the proceedings.

IV. Manners at Meetings

- (1) The Convenor, or in his/her absence the Deputy Convenor, shall be the chairman of committee meetings. The chairman of a meeting may address the committee at any time during which members shall remain silent. A member may speak only with the permission of the chairman. No member other than the chairman of the meeting shall interrupt another when speaking.
- (2) The chairman of a meeting shall preserve order and take care that all proceedings are conducted in a proper manner. His/her decision on a point of order shall be final. The chairman may ask members who use foul or offensive language at a meeting to leave the meeting. In the event the number of members present as a result falls short of that required for a quorum to be formed, the meeting shall still be considered as having a quorum and the resolution thus passed shall be considered valid.

V. Absence

- (1) Any member who is unable to attend a meeting shall inform the Executive Office as early as possible. If he/she wishes his/her comments on any item of the agenda to be recorded, he/she may send them in writing to the Executive Office before the meeting so that the comments can be put to the Committee at the meeting.

VI. Meeting Schedule, Agenda and Minutes

- (1) Agendas of Committee meetings will be posted in the “Members Only” section of the TIC’s website. General members may request Committee members to convey to the meetings their views and suggestions on matters to be discussed.

- (2) The schedule of panel meetings and the reference number of cases to be deliberated may be disclosed to members and the public as appropriate. However, the list of members attending particular panel meetings shall be classified as confidential.
- (3) All Committee and panel meetings shall remain closed-door meetings.
- (4) Confirmed minutes of Committee meetings but not those of panel meetings will be posted in the “Members Only” section of TIC’s website. The minutes will record only summaries of the discussions and decisions made at the meetings and the names of those persons who have spoken will be withheld.

VII. Confidentiality

- (1) A Committee member shall not disclose or permit to disclose information concerning deliberations of a committee to other TIC Members or to the public until the confirmed minutes of the relevant meeting are published. A Committee member shall not in any case disclose or disseminate information that is confidential, or false, or misleading, or cannot be substantiated, and shall not disclose the names of those persons who have spoken at any meeting.
- (2) A Committee member shall not disclose or permit to disclose information concerning deliberations of a panel meeting without prior approval of the TIC Board or the committee/panel concerned.
- (3) Committee members are prohibited from using confidential information obtained during the course of their duties for any personal or business use/benefit.
- (4) A Committee member who has been permitted to bring an interpreter to a Committee meeting shall undertake to ensure that the person concerned observes the guidelines in VII(1)-(3) above.

VIII. Declaration of interest

- (1) A Committee member shall endeavour to contribute through his/her work to the advancement of the industry, and not for any collateral purpose or personal motive. Where a Committee member is aware that he/she personally has or as a member/director of a company has a pecuniary or prejudicial interest in a matter under discussion by a committee or panel, he/she shall declare his/her interest and shall abstain from voting on the issue unless otherwise permitted by the committee or panel concerned.
- (2) The committee or panel concerned may preclude a Committee member with a declared interest to take part in the deliberations of the matter, taking into account the materiality of the interest declared.
- (3) All the declared interests and the subsequent decisions of the committee or panel shall be properly recorded in the minutes of the meeting.

- (4) Committee members shall be required to return any related documents to the Executive Office if a conflict of interest is detected before the meeting.

(Please refer to the “Declaration of Interest by Members of Public Councils, Boards and Committees - Guidelines for a One-tier Reporting System” attached.)

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Declaration of Interests by Members of Public Councils, Boards and Committees

Guidelines for a One-tier Reporting System

General Principles

When a member (including the chairman) of a public council, board or committee has a potential conflict of interest in a matter placed before the committee, he should make full disclosure of his interest. The basic principle to be observed is that members' advice should be disinterested and impartial and it is the responsibility of each member to judge and decide if the situation warrants a declaration, and to seek a ruling from the chairman in case of doubt.

It is impossible to define or describe all the situations that would call for such a declaration, because each individual case differs, and because of the difficulty of catering for unusual and unforeseen circumstances. On the other hand, it is not intended that a member should make a declaration of interest simply because the committee is considering a matter in which he has knowledge or experience.

Potential Conflict of Interest Situations

The following are potential conflict of interest situations :-

- (1) Pecuniary interests in a matter under consideration by the committee, held either by the member or by any close relative of his. Members are themselves the best judge of who, in the particular circumstances, is a "close relative".
- (2) A directorship, partnership, advisory or client relationship, employment or other significant connection with a company, firm, club, association, union or other organisation which is connected with, or the subject of, a matter under consideration by the committee.
- (3) Some friendships which might be so close as to warrant declaration in order to avoid situations where an objective observer might believe a member's advice to have been influenced by the closeness of the association.
- (4) A member who, as a barrister, solicitor, accountant or other professional adviser, has personally or as a member of a company, advised or represented or had frequent dealings with any person or body connected with a matter

under consideration by the committee.

- (5) Any interest likely to lead an objective observer to believe that the member's advice might have been motivated by personal interest rather than a duty to give impartial advice.

Declaration of Interests at Meetings

- (1) If a member (including the chairman) has any direct personal or pecuniary interest in any matter under consideration by the committee, he must, as soon as practicable after he has become aware of it, disclose to the chairman (or the committee) prior to the discussion of the item.
- (2) The chairman (or committee) shall decide whether the member disclosing an interest may speak or vote on the matter, may remain in the meeting as an observer, or should withdraw from the meeting.
- (3) If the chairman declares an interest in a matter under consideration, the chairmanship may be temporarily taken over by a vice-chairman.
- (4) When a known direct pecuniary interest exists, the secretary may withhold circulation of relevant papers to the member concerned. Where a member is in receipt of a paper for discussion which he knows presents a direct conflict of interest, he should immediately inform the secretary and return the paper.
- (5) All cases of declaration of interests shall be recorded in the minutes of the meeting.

[Note: Directors or committee members of the TIC who need a sample form of Declaration of Interests may contact the TIC Executive Office.]