

THE INCORPORATED MANAGEMENT COMMITTEE
OF ST.ANTONIUS PRIMARY SCHOOL
聖安當小學法團校董會

<p>Rules of Procedure for Conducting Business 會議常規 (2013.12.17 修訂版)</p>
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1. Definitions

定義

1.1 In these Rules of Procedure:

本常會議常規:

“**School**” means the [name of school];

「**本校**」指聖安當小學；

“**IMC**” means the Incorporated Management Committee of the School established in accordance with the Ordinance;

「**法團校董會**」是指本校按照教育條例成立的法團校董會；

“**Ordinance**” means the Education Ordinance (Cap. 279) (as may be amended from time to time) and, unless the context otherwise requires, all subsidiary legislation under the Ordinance;

「**條例**」是指教育條例 (第 279 章) (及經不時修訂的) 及根據該條例所訂立的全部附屬法例，除非其上下文另作指明；

“**Constitution**” means the Constitution of the IMC of the School;

「**章程**」是指本校法團校董會的章程；

“**Manager**” means a person registered under the Ordinance as a Manager of the School, and for the purpose of the Constitution, includes an Alternate Manager, where appropriate;

「**校董**」是指根據教育條例註冊成為本校校董的人士；按章程的用意，在適當情況亦包括替代校董；

“**Supervisor**” means the Supervisor of the School;

「**校監**」是指本校的校監；

“**Principal**” means the Principal of the School;

「**校長**」是指本校的校長；

“**Chairman**” means the Chairman of the IMC who is also the Supervisor of the School

「**主席**」是指本法團校董會的主席，即本校的校監。

“**Secretary**” means the Secretary of the IMC who is also the Principal of the School;

「**秘書**」是指本法團校董會的秘書，即本校的校長；

“Rules” means the Rules of Procedure;

「常規」是指本會議常規；

“Member” means a member of the IMC of the School.

「成員」是指本校的法團校董會的成員。

2. Applicability

會議常規的應用

2.1 The business of the IMC shall be conducted in accordance with these Rules.

本會議常規應用於有關本法團校董會的事務上。

3. Language

語言

3.1 The consideration of proposed resolutions and other business of the IMC shall be conducted in Chinses; but this rule shall not preclude the IMC from inviting members or other persons or organizations to address it in English, or to conduct meetings in English if Members agree.

法團校董會在考慮議案和其他事項須以中文進行，但此常規並不妨礙校董會邀請成員或其他人士或機構以英文作討論，或在成員同意下以英文召開會議。

4. Number of Meetings

會議的次數

4.1 The IMC shall meet at least 3 times in any school year for the dispatch of business of the School and of the IMC in accordance with the directives given by the Permanent Secretary or the SSB.

法團校董會在一個學年內須至少開會三次，按照常任秘書長或辦學團體所發出的指令，處理學校及法團校董會的事務。

5. Convening of Meetings

會議的召集

5.1 The Supervisor may convene a meeting of the IMC to be held at such time and place as the Supervisor may specify by notice in writing given to the other Managers.

校監以書面通知其他校董，即可按其指定的開會時間和地點召開法團校董會會議。

5.2 At the request in writing of not less than one third of the total number of the Managers, the Supervisor shall, not later than seven days after the receipt of the request, convene an extraordinary meeting of the IMC to be held at such time and place as the Supervisor may specify by notice in writing given to other Managers.

倘不少於全體總數的三分之一校董以書面提出要求，校監必須在接到要求後七天內召開法團校董會的特別會議，而校監只需以書面通知其他校董，即可按其指定的開會時間和地點召開該次會議。

5.3 At the request of the Supervisor, an extraordinary meeting of the IMC may be convened to be held at such time and place as the Supervisor may specify by notice in writing given to all Managers not less than seven days before the meeting takes place except in cases of emergency.

倘校監提出要求，可按其指定的開會時間和地點召開法團校董會的特別會議，惟須在會議召開前不少於七天以書面通知全體校董。在緊急情況下，上述條件則可豁免。

6. Notice of Meetings

開會通知書

- 6.1 A notice of meeting accompanied by the agenda of the meeting shall be given to all the Managers **not less than fourteen days** before the meeting takes place except in cases of emergency.

除緊急情況外，開會通知書連同會議程序必須於會議召開前不少於十四天發給全體校董。

- 6.2 The accidental omission to give notice of any meeting to, or the non-receipt of such notice by, a member entitled to receive notice thereof shall not invalidate any resolution passed or proceedings held at any meeting.

因意外遺漏而未能將任何會議的通知書發給有權接收有關通知書的成員，或該成員未有收到有關通知書，均不能令任何會議中通過的決議案或進行的程序失去效力。

- 6.3 The agenda of a meeting shall be set by the Supervisor.

任何會議的議程須由校監規定。

- 6.4 Any Manager may request the Supervisor to place an item on the agenda of a meeting. If the Supervisor refuses to do so, the Supervisor shall give reasons for his refusal at the meeting.

任何校董可要求校監在會議的議程中加入議案，倘若校監拒絕其要求，校監須在會議上提出其拒絕的理由。

- 6.5 Relevant papers or reports in connection with matters requiring the consideration of the IMC at a meeting shall be transmitted by the Secretary as far as possible to all Managers at least seven days before the meeting. Other supplementary papers can be tabled at the time of the meeting. In the case of a meeting not pre-scheduled, the agenda and papers shall be transmitted as soon as possible.

秘書須於指明的法團校董會會議日期最少七天前將議程連同有關的資料文件或報告傳送給所有校董，其他補充文件則可在會議席上呈閱。如非預先計劃的會議，其議程及資料文件亦須盡快發給所有校董。

7. Quorum

法定人數

- 7.1 The quorum for a meeting of the IMC shall be not less than half of all the Managers, the majority of whom must be those appointed by the SSB.

法團校董會的會議法定人數必須不少於全體校董的半數，而當中的大多數必須屬辦學團體所委任的校董。

- 7.2 For the purpose of forming a quorum for any meeting of the IMC, the Alternate Teacher Manager or Alternate Parent Manager shall be counted only if a regular Manager of the same constituency is unable to attend; the Alternate SSB manager shall be counted only if there is a vacancy of SSB Manager of the School for the time being.

為構成法團校董會任何會議的法定人數，替代教員校董及替代家長校董只限於其相同選組的常規校

董未能出席時方可計算；替代辦學團體校董則只限於該校的辦學團體校董出現空缺的當時方可計算。

- 7.3 In any meeting of the IMC, the number of Managers who hold salaried positions in the School should be less than the number of Managers who do not hold such positions. Any meeting in which the number of Managers who hold salaried positions in the School is more than the number of Managers who do not hold such positions shall be invalid.

法團校董會開會時，在校內持有受薪職位的校董在人數上必須少於並無持有該等職位的校董；任何會議一旦出現持有受薪職位的校董在人數上多於並無持有該等職位的校董，即屬無效。

- 7.4 If within half an hour from the time appointed for the meeting a quorum as described in paragraphs 7.1, 7.2 and 7.3 is not formed, the meeting, if convened upon the requisition of members, shall be dissolved; and in any other case, it shall stand adjourned for not less than one week but not more than four weeks, and be held at such time and place as specified by the Supervisor.

在指定開會時間後的三十分鐘內，倘未能構成第 7.1、7.2 及 7.3 段所述的法定人數，該次會議如由成員請求召開的即須解散；而在任何其他情況，該次會議即須中止並押後不少於一星期，惟不多於四星期，並在校監所指定的時間及地點再召開。

- 7.5 Notwithstanding paragraphs 7.1 to 7.3, at any IMC meeting that has been adjourned twice owing to an insufficient quorum, the Managers present shall form a quorum and shall have full power to transact the proposed business of the adjourned meeting.

儘管如第 7.1 及 7.3 段所述，任何因法定人數不足而已押後兩次的法團校董會會議，凡出席的校董即可構成法定人數，並具全權處理再續會議所提出的事務。

8. Proceedings of Meetings

會議的程序

- 8.1 The Supervisor who is the Chairman of the IMC shall preside at meetings of the IMC. If the Supervisor is absent at any meeting, the SSB Managers present at the meeting shall elect one from among themselves to preside at the meeting. This Manager presiding at the meeting shall not act in the capacity of the Supervisor.

身為主席的校監須主持法團校董會的所有會議，倘若校監未能出席會議，出席的辦學團體校董須從其當中選出一位主持會議，惟該位校董僅主持會議，不可署理校監的職務。

- 8.2 Unless any other provision of the Constitution provides otherwise, every question to be resolved during a meeting shall be determined by a majority of votes of the Managers present and voting. In the event of an equality of votes the Supervisor or Manager presiding shall have a casting vote.

除非章程任何其他條款另有規定，會議上每項議題的決議必須獲得超過一半出席並投票的校董人數確定；如經投票而出現相同票數，主持會議的校監或校董得享有決定性的一票。

- 8.3 At any meeting, a resolution put to the vote of the meeting shall be decided on a show of hands.

在任何會議中，付諸表決的決議案須以舉手方式決定。

- 8.4 All business discussed at any meeting of the IMC shall be confidential and no disclosure shall be made without the consent of the Chairman.

法團校董會任何會議上討論的所有事務皆須保密，在未經主席同意前不得向外披露。

9. Absence of Managers

校董缺席

- 9.1 Any Manager who is prevented from attending a meeting of the IMC shall inform the Supervisor as early as possible of his/her inability to attend and give reasons for his/her absence.
任何校董如無法出席法團校董會會議，須盡早通知校監，並提出缺席理由。
- 9.2 No Manager may appoint a representative to attend a meeting of the IMC in lieu of himself/herself.
校董不得委派代表以代表他/她出席法團校董會會議。

10. Responsibility of Order

會議的秩序

- 10.1 The Supervisor shall be responsible for the observance of the rules of order at the meeting of the IMC and his/her ruling upon any point of order shall be final.
校監須確保會議按照既定的規則進行。校監在會議規則問題上所作決定為最終決定。

11. Rules of Debate

辯論規則

- 11.1 Every motion or amendment must be proposed and seconded.
會議上的動議或修正動議必須經過建議及贊同。
- 11.2 A formal decision of the IMC requires the support of a majority of votes of the managers present. When the IMC has achieved consensus on the issues before them, formal voting is not required.
法團校董會的正式議決須得到出席校董的多數票通過。如法團校董會已就所審議的事項達成共識，則毋須正式投票表決。
- 11.3 At any meeting of the IMC, the Supervisor shall have an original vote and also, if the votes be equal, a casting vote.
校監在校董會會議有投票權，他/她可就票數均等的事項投下決定性的一票。
- 11.4 The IMC may, at its own discretion, require an outsider or any person serving as an advisor to be present at a meeting, to assist or provide related information. However, it is important that these persons or advisors should not have voting rights.
法團校董會可邀請外間人士或任何人士出任顧問，並出席會議，給予協助或提供有關的資料。然而，這些人士或顧問並無投票權。

12. Transaction of Business by Circulation of Papers

藉傳閱文件處理會議事務

- 12.1 Where it is impractical to convene a meeting or where the business concerned is unlikely to be controversial, businesses of the IMC may be transacted by circulating papers among the Managers. The Chairman shall decide on the business which may or may not be transacted by circulation and written resolution.
凡遇上現實情況未能召集會議，或有關事項不易引發爭議，此類法團校董會的事務可透過傳閱文件處理；至於應否透過傳閱文件並以書面議決的事務，則由主席判斷。

- 12.2 A resolution that is circulated and endorsed with the support of more than half of the total number of Managers shall be valid as if it was passed at a meeting of the IMC.

決議案一旦經過傳閱，並獲全體校董之中超過一半人數支持和確認，即屬有效，等同在法團校董會會議中通過。

13. Transaction of Business by Chairman's Action

經主席決定處理會議事務

- 13.1 Where there is business which is not controversial but requires immediate action of the IMC, the Chairman shall take immediate action on behalf of the IMC to make decision. The Chairman shall decide on the nature of business which may require Chairman's action. A report of all such decisions taken by the Chairman shall be made at the next meeting.

凡遇上不易引發爭議而需法團校董會作即時行動的事務，主席可代表法團校董會作決定和即時行動。主席可判斷那些事務需要主席作決定。主席所作的決定須於下次法團校董會會議中報告。

14. Declaration and Disclosure of Interests

利益申報及利益披露

- 14.1 In accordance with Section 40BF of the Ordinance, every Manger shall, at least once in every twelve months, submit to the IMC a written declaration stating the particulars of any pecuniary or other personal interests, direct or indirect, he has in any matter that may raise a conflict with his duties as a Manager. Within one month after a change occurs in any matter stated in the declaration, the Manager who made the declaration shall submit to the IMC another written declaration stating the change.

根據條例第 40BF 條，所有校董須至少每十二個月一次，向法團校董會以書面申報有關直接或間接涉及的任何金錢上利益或其他個人利益，與其履行校董職責可能引起衝突的詳情。倘申報詳情出現任何變更，該位申報的校董亦須在一個月內向法團校董會呈交另一份書面申報，以說明有關變更。

- 14.2 Without limiting Section 40BG of the Ordinance, a Manager shall make a disclosure of interests in accordance with that section in respect of a matter that is considered or is to be considered at a meeting of the IMC if he has any pecuniary or other personal interests in the matter. In particular, he shall make a disclosure in the following situations –

在不為條例第 40BG 條設限的前題下，法團校董會在會議上考慮或即將考慮的任何事項，若任何校董在其中涉及任何金錢上或其他個人利益，必須依照該條款披露與其相關的利益關係，而涉及下述情況更須披露：

- (a) the Manager is the Principal or a teacher of the School and the matter involves the appraisal of the Manager's performance as a staff member, his own appointment, conditions of service, remuneration and promotion; or

該位校董是學校的校長或教員，而有關事項涉及其本人作為員工的表現評鑑，其本人的聘任、服務條件、薪酬及晉升；或

- (b) the Manager is the parent of a pupil of the School and the matter involves the appraisal of the pupil's performance, or the taking of disciplinary actions against the pupil; or

該位校董是該校學生的家長，而有關事項涉及該名學生表現的評鑑、或對該名學生施行的紀律處分；或

- (c) the Manager is directly or indirectly related to pupil or a teacher of the School or another Manager, against whom a complaint has been made, and the matter involves the appraisal of the performance of the pupil, teacher or that other Manager, or the taking of disciplinary actions against the pupil, teacher or that other Manager respectively; or
 該位校董與遭受投訴的校內學生或教員或另一位校董存在或親或疏的親屬關係，而有關事項涉及該名學生或教員或該另一位校董的表現評鑑，或分別對該名學生或教員或該另一位校董施行的紀律處分；或
- (d) the matter relates to a complaint against the Manager. or
 該事項涉及一宗投訴該位校董的個案；或
- (e) the Manager is directly or indirectly related to the trading operations/business contracts to be discussed or tenders to be awarded.
 該位校董直接或間接涉及有待討論的買賣營運或商業合約，或有待批核的標書。

- 14.3 In any of the circumstances described in paragraph 14.2, the Manager shall take leave of the meeting(s) of the IMC as long as the proceedings on the relevant items of the agenda are still in session.
 按照第 14.2 段所述任何情況下，只要法團校董會會議尚在進行討論和議決相關議程事項，該位校董則須迴避出席會議。
- 14.4 The IMC shall maintain and update from time to time a register or record of any declaration and disclosure of interests made by all Managers pursuant to the Article.
 法團校董會須將全體校董根據條款作出任何利益申報及利益披露的登記冊或紀錄保存及不時更新。

15. Minutes of Meetings

會議的紀錄

- 15.1 The Secretary shall take and keep minutes of every meeting of the IMC. In particular, the Secretary shall make a record of a summary of the discussions, decisions and follow-up actions.
 秘書須記錄法團校董會的所有會議並保管相關會議紀錄，尤其須記錄有關討論、決議及跟進行動的撮要。
- 15.2 A Manager who has expressed a dissenting view may ask for his/her view to be recorded in the minutes. The Secretary shall make a record of a summary of such dissenting view in the minutes accordingly.
 任何校董表達相反意見後，可要求將其意見記錄在會議紀錄上，秘書必須據此將其所持相反意見的撮要記錄在會議紀錄。
- 15.3 The Secretary shall draft the minutes of all proceedings at IMC meetings. The draft minutes shall be checked by the Supervisor before being circulated among Managers for comments and endorsement within one month of each meeting.
 秘書須記錄法團校董會會議上所有的討論和議決，並將該份會議紀錄擬稿交予校監查核，然後交各校董審閱。會議紀錄須在會議結束後一個月內提交給校董。
- 15.4 The minutes should be marked as “DRAFT” until approved at the next meeting. The Supervisor will announce any amendments to the minutes during the next meeting.
 該份會議紀錄應註明為「擬稿」，直至下次會議席上通過作實為止。校監須在下次會議席上宣佈在會

議記錄須作的修訂。

- 15.5 The minutes of a meeting of the IMC if approved, shall be signed by the Chairman and the minutes when so signed shall be sufficient evidence of the matters therein recorded.

法團校董會的會議紀錄一經通過，必須由主席簽署，而有關會議紀錄經主席簽署後，對記錄其內的事項即構成認可的實據。

- 15.6 The minutes of a meeting shall be tabled for approval in a subsequent meeting of the IMC.

法團校董會的會議紀錄必須在下一一次會議上提交並徵求通過。

- 15.7 The agenda of every meeting of the IMC, together with the signed minutes of every meeting, shall be entered in books kept and made available for inspection if required.

法團校董會會議的每份議程，連同每份已簽署的會議紀錄，均須存檔，並在有需要時可供查閱。

- 15.8 The minutes of a meeting and any papers/reports considered in the meeting are confidential. Manager should respect the confidentiality of these.

法團校董會的會議紀錄及文件/報告均屬機密。校董須就這些議事項目保密。

- 15.9 For the part of the minutes in which members were excused because of potential conflict of interests shall be kept confidentially and separately. The relevant manager should not be given access to this part of the minutes.

會議紀錄中有關因潛在利益衝突而需要成員避席的事項，須保密及獨立存檔。而有關校董亦不可接觸該部份的會議紀錄。

- 15.10 The general principles of confidentiality should be observed by each manager.

各校董均須遵從保密事宜的一般原則。

16. Admission of Non-members to Meetings

非校董會成員參與會議

- 16.1 Meetings of the IMC shall not be open to other persons who are not Members of the IMC except by permission of the Supervisor.

出席校董會會議的非校董會成員人士必須事前獲得校監的批准。

17. Miscellaneous

其他

- 17.1 The secretary of IMC can sound-record in meetings of writing the minutes. However, the sound-record must be destroyed or deleted by the secretary after the adoption of the minutes.

法團校董會秘書在會議中可錄音，為幫助撰寫會議紀錄，待會議紀錄通過後，法團校董會秘書須把會議錄音銷毀。

- 17.2 Each Member shall be provided with a copy of these Rules for reference and get acquainted with the operation of the IMC.

每位校董應備有一份會議常規以作參考，並要熟悉其內容及有關運作。