



# Stronger 更強

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The HKTB has implemented a broad range of measures to further strengthen its corporate governance, showing its determination to increase transparency, enhance accountability and communicate more effectively with stakeholders.

旅發局銳意加強企業管治，採取多項措施增加透明度，提升問責水平，並積極與持份者溝通。

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# Corporate Governance

## 企業管治

**As a government-subsidized body, the HKTB is determined to implement high standards of corporate governance practices and enhance the transparency of its operational and financial matters. During the year, the HKTB strictly observed applicable regulations and procedures, and maintained high level of integrity in its operations.**

旅發局是政府資助機構，致力奉行高水平的企業管治常規，提高營運和財務範疇的透明度。旅發局年內嚴格遵行所有適用規例及程序，在日常運作中均保持最高誠信標準。

### *Structure and Management*

#### *The Board*

The Board of the HKTB comprises 20 Members, representing a broad cross-section of the tourism and other industries. Members of the Board are appointed by the Chief Executive of the Hong Kong SAR (HKSAR) Government. They are broadly based and include, amongst others, passenger carriers, hotel operators, licensed travel agents, tour operators, retailers and restaurant operators.

The Board is the governing body of the HKTB, and is given the authority to exercise the general powers conferred under the Hong Kong Tourism Board Ordinance. The Board is also empowered to appoint committees to oversee various aspects of the HKTB's operations and provide advice to the Board on corporate governance matters arising from the Committee's work. The various committees are described in the following paragraphs.

### *架構及管理*

#### *旅發局的組織及成員*

旅發局共有20位成員，均由香港特別行政區行政長官委任，並廣泛代表旅遊及其他不同的界別，包括客運商、旅館營運人、持牌旅行代理商、旅遊經營商、零售商及食肆營運人等。

全體成員組成一個監管旅發局的組織，有權行使《香港旅遊發展局條例》賦予的一般權力，並獲授權委任不同的委員會，監督旅發局不同範疇的工作，及就與委員會職責相關的企業管治事宜向旅發局成員提供建議。各委員會的資料詳載如下。



### *Marketing and Business Development Committee (MBDC)*

This committee provides strategic input and advice to the Board on its marketing direction and business development, reviews the draft annual business plan, and provides advice on new marketing directions and opportunities, global developments affecting tourism in Hong Kong, and strategies for enhancing the Board's external communications and industry relations. The committee meets on a quarterly basis, and extraordinary meetings can be convened if necessary. It comprises a chairman and six members from the Board, with the Senior Manager, Strategic Planning & Research acting as Committee Secretary.

### *Product and Event Committee (PEC)*

This committee provides strategic direction and input on the development of product and event strategy, and evaluates the contribution of any initiatives to the HKTB's overall marketing direction set by the Marketing and Business Development Committee. It reviews and approves the Product and Event Strategy Plan by providing comments and recommendations on new product initiatives and infrastructure development. It also approves the concepts and implementation of Mega Events. The committee meets quarterly, and extraordinary meetings can be convened if necessary. It comprises a chairman and five members from the Board, with the Head, Product Marketing acting as Committee Secretary.

### *市場推廣及業務發展委員會*

委員會就旅發局的市場推廣方向及業務發展提供策略和意見，檢討全年業務計劃草擬本，就新的市場推廣方向和契機、國際市場發展的趨勢對香港旅遊業的影響，及改善旅發局對外溝通及與業界關係上的策略提供建議。委員會每季開會一次，如有需要亦會召開特別會議。委員會由一位主席和六位旅發局成員組成，並由策略籌劃及研究高級經理擔任秘書。

### *產品及活動委員會*

委員會就產品及活動的發展策略提供意見，評估個別項目是否能協助達至由市場推廣及業務發展委員會為旅發局制定的整體市場推廣方向。委員會就新旅遊產品和基礎設施的發展，提供策略意見和建議，並據此審議和批核產品及活動策略綱領。此外，委員會又審批大型活動的概念和推行方案。委員會每季開會一次，如有需要亦會召開特別會議。委員會由一位主席和五位旅發局成員組成，並由旅遊產品推廣主管擔任秘書。

### *Staff and Finance Committee (SFC)*

The committee reviews and endorses financial matters, including financial policies, management control, audited annual accounts, and matters involving long-term financial commitment by HKTB such as office lease. It also reviews and endorses manpower planning, human resources policies, terms and conditions of employment, the creation and deletion of senior managerial positions, and the promotion of senior executives. The committee meets every four months, and extraordinary meetings can be convened if necessary. It comprises a chairman and five members from the Board, with the General Manager, Human Resources & Administration acting as Committee Secretary.

### *Audit Committee (AC)*

This committee provides advice to the Board on adequacy of internal controls and the effectiveness and efficiency of HKTB operations, and is authorised to investigate any activities within its terms of reference. It reviews and endorses the annual audit plan to ensure adequate audit coverage of critical operations, reviews major findings, recommendations and the implementation of actions arising from internal audit and other relevant authorities. It also reviews the annual audited financial statements before submission to the Board. The committee meets three times a year, and extraordinary meetings can be convened if necessary. It comprises a chairman and four members from the Board, with the Chief Internal Auditor acting as Committee Secretary.

### *財務及編制委員會*

委員會負責檢討和確認有關財務的事項，包括財務政策、管理監控、經審核年度賬目及關乎旅發局長期財務承擔的事項，如辦公室租約等。委員會又負責檢討和確認員工規劃、人力資源政策、聘用條款及條件、高級管理職位的增刪，以及高級行政人員的晉升。委員會每四個月開會一次，如有需要亦會召開特別會議。委員會由一位主席和五位旅發局成員組成，並由人力資源及行政總經理擔任秘書。

### *稽核委員會*

委員會就旅發局運作的成效和效率，以及內部調控是否充足，向旅發局成員提供建議。委員會獲授權調查屬其職權範圍內的任何事宜，並負責檢閱及確認周年審核計劃以確保其涵蓋重要的業務運作、檢討內部及其他相關機構審查所得的主要結果和建議及其執行情況。同時，委員會亦會預先審閱經審核的周年財務報表，以供各成員審批。委員會每年開會三次，如有需要亦會召開特別會議。委員會由一位主席和四位旅發局成員組成，並由總稽核擔任秘書。

*Board Members' Meeting Attendance (for the year ended 31 March 2009)*  
旅發局成員會議出席率(截至2009年3月31日止年度)

| Members<br>旅發局成員                            |                  | Board<br>旅發局會議 | MBDC<br>市場推廣及<br>業務發展委員會 | PEC<br>產品及<br>活動委員會 | SFC<br>財務及<br>編制委員會 | AC<br>稽核<br>委員會 |
|---|------------------|----------------|--------------------------|---------------------|---------------------|-----------------|
| Mr James Tien (Chairman)                    | 田北俊 (主席)         | 7/7            | –                        | –                   | –                   | –               |
| Miss Margaret Fong<br>(Deputy Chairman) (i) | 方舜文<br>(副主席) (i) | 7/7            | 6/6                      | 6/6                 | 7/7                 | 3/3             |
| Ms Vivien Chan                              | 陳韻雲              | 5/7            | –                        | –                   | 6/7*                | –               |
| Sir C K Chow                                | 周松崗爵士            | 6/7            | –                        | –                   | –                   | 3/3*            |
| Mr Ronnie Ho                                | 何栢霆              | 6/7            | –                        | 4/6                 | –                   | –               |
| Mr Frederick Lam                            | 林天福              | 6/7            | 4/6                      | –                   | –                   | –               |
| Mr Lo Sui-on                                | 盧瑞安              | 4/7            | 1/2                      | –                   | 0/5                 | –               |
| Mr Wilfred Wong                             | 王英偉              | 5/7            | 2/2*                     | 4/4                 | –                   | –               |
| Mr Dane Cheng                               | 程鼎一              | 7/7            | 5/6                      | –                   | –                   | –               |
| Dr Patrick Fung                             | 馮鈺斌              | 3/7            | –                        | –                   | –                   | 3/3             |
| Mr Peter Lam                                | 林建岳              | 6/7            | –                        | 5/6*                | –                   | –               |
| Ms Shirley Chan                             | 陳淑玲              | 5/7            | –                        | 5/6                 | –                   | –               |
| Dr Michael Chan                             | 陳裕光              | 5/7            | 5/6                      | –                   | –                   | –               |
| Mr Ko Chi-sum                               | 高志森              | 3/7            | –                        | 4/6                 | –                   | –               |
| Mr Larry Kwok                               | 郭琳廣              | 4/7            | –                        | –                   | 5/7                 | –               |
| Mr Stanley Hui                              | 許漢忠              | 2/7            | 2/4                      | –                   | 2/2                 | –               |
| Mr Ananda Arawwawela (ii)                   | 安楠達(ii)          | 2/3            | –                        | –                   | 2/2                 | –               |
| Ms Lo Po-man (ii)                           | 羅寶文(ii)          | 3/3            | –                        | 2/2                 | –                   | 1/1             |
| Mr Stephen Chan (iii)                       | 陳志雲(iii)         | 2/2            | 2/2                      | –                   | 2/2                 | –               |
| Mr Sin Chung-kai (iii)                      | 單仲偕(iii)         | 2/2            | –                        | –                   | –                   | 1/1             |
| Mr Mark Lettenbichler (iv)                  | 李敦白(iv)          | 2/4            | –                        | –                   | 0/4                 | –               |
| Mr Gary Naroomal Harilela (iv)              | 夏加利(iv)          | 3/4            | –                        | –                   | –                   | 0/1             |
| Dr Chan Wai-kwan (vi)                       | 陳偉群(vi)          | 4/4            | –                        | –                   | 4/4                 | 1/1             |
| The Hon Vincent Fang (v)                    | 方剛議員(v)          | 4/5            | 4/4                      | –                   | –                   | –               |

\* Committee Chairman (as at 31 March 2009)  
委員會主席(截至2009年3月31日)

(i) Miss Margaret Fong is a member of the Board by virtue of her capacity as Commissioner for Tourism. She succeeded Miss Au King-chi as Commissioner for Tourism on 27 November 2008. Meetings held before the aforesaid date were attended by Miss Au.  
方舜文小姐於2008年11月27日接替區環智小姐出任旅遊事務專員，並因擔任此職位而成為旅發局成員。在該日前舉行的會議由區小姐出席。

(ii) Appointment effective 1 November 2008.  
任期由2008年11月1日起生效。

(iii) Appointment effective 1 January 2009.  
任期由2009年1月1日起生效。

(iv) Appointment until 31 October 2008.  
任期於2008年10月31日後屆滿。

(v) Appointment until 31 December 2008.  
任期於2008年12月31日後屆滿。

(vi) Dr Chan Wai-kwan passed away in October 2008.  
陳偉群博士於2008年10月逝世。

## Internal Control and Compliance

One of the Board's responsibilities is to ensure that satisfactory systems and procedures of internal control are in place. These procedures are to provide reasonable assurance that management policies are adhered to, assets are safeguarded, operations are efficient and effective, misconduct and errors are prevented or detected, accurate and complete accounting records are compiled, and financial information is prepared in a timely manner. An exception reporting mechanism is in place through which cases of significant violation of internal rules and respective follow up actions are reported to the Board or its relevant committees. The compliance of legislation relevant to the HKTB is regularly reviewed by the internal Legal Counsel.

The Internal Audit Department has an independent role to evaluate the adequacy and effectiveness of the internal control. It formulates an audit plan yearly, covering the financial, operational and compliance control of functional units and worldwide offices. The Department has unrestricted access to information and personnel to perform its duties under the Internal Audit Charter. The Chief Internal Auditor reports to the Executive Director and has direct access to the Audit Committee and its Chairman, thereby ensuring his/her independence.

Apart from internal audit, the HKTB also engages an external auditor to perform statutory audit. The Audit Committee meets, at least once a year, with the external auditor without the presence of the HKTB Management, and discusses the nature and scope of statutory audit before the audit commences.

## Management

Under the current organisation structure, the HKTB's activities are conducted through the following divisions:

- Business Development Division
- Corporate Affairs Division
- Finance & Information Technology Division
- Human Resources & Administration Division
- Marketing Division
- MICE & Cruise Division
- Strategic Planning & Research Division
- Worldwide Offices

## 內部監控及遵規

旅發局成員的職責之一是確保內部監控系統和程序合乎滿意水平而且行之有效。這些程序是為合理保證管理層推行的政策得以遵循、資產得以保障、日常運作暢順而有效率、防止及偵察不當行為和謬誤、編製準確完備的會計賬目，以及確保財務資料能適時備妥。旅發局設有匯報機制，可向旅發局成員或有關委員會報告重大違規情況及相應的跟進行動。內部法律顧問亦會定期檢討旅發局遵守與其相關法例的情況。

稽核部屬獨立部門，負責評估內部監控是否足夠及有效。部門每年制訂審核計劃，審閱各部門和全球辦事處的財務、運作及遵規監控。稽核部在根據稽核規章履行其職責時，有權在不受任何限制的情況下取得所需資料及聯絡有關人員。總稽核除向總幹事匯報外，並可直接與稽核委員會及其主席接觸，以確保其工作的獨立性。

除內部稽核外，旅發局亦聘用獨立核數師進行法定審核。稽核委員會最少每年一次在旅發局管理層避席的情況下與獨立核數師會面，及在展開法定審核前與獨立核數師討論審核的性質與範圍。

## 管理層

在現行架構下，旅發局透過以下部門推行各項業務和活動：

- 業務拓展部
- 企業事務部
- 財務及資訊科技部
- 人力資源及行政部
- 市場推廣部
- 會議展覽及郵輪部
- 策略籌劃及研究部
- 全球辦事處

# Corporate Information

## 企業資訊

### About the HKTB

The Hong Kong Tourist Association (HKTA), a Government-subsided statutory body established in 1957, was reconstituted as the Hong Kong Tourism Board (HKTB) on 1 April 2001. Unlike the former HKTA, which was an association of members, the HKTB is a statutory body established under the Hong Kong Tourism Board Ordinance (Cap 302) and has no affiliation to any specific sector or organisation within the industry and is able to support the interests of Hong Kong's tourism as a whole.

### 香港旅遊發展局

香港旅遊協會(旅協)於1957年成立，是政府資助的法定機構，並於2001年4月1日改組為香港旅遊發展局(旅發局)。旅發局是根據香港法例第302章《香港旅遊發展局條例》成立的法定機構，其與前旅協不同，不再沿用會員制度，與業內任何界別或組織亦無從屬關係，能更有效地為本港整體旅遊業提供支援和服務。

The primary responsibilities of the HKTB are to market and promote Hong Kong as a destination worldwide, as well as to take initiatives to enhance visitors' experiences upon their arrival. These include making recommendations to the Government and other relevant bodies on the range and quality of visitor facilities.

The HKTB's missions are to maximise the social and economic contribution made by tourism to the community of Hong Kong, and to consolidate Hong Kong's position as a unique, world-class and most desired destination.

旅發局的主要職能是在世界各地宣傳和推廣香港為旅遊勝地，以及提升旅客在香港的旅遊體驗，更就本港旅遊設施的範疇和質素，向政府和有關機構提供建議。

旅發局的使命是要盡量提升旅遊業對香港社會及經濟的貢獻，並致力鞏固香港作為別具特色和令人嚮往的世界級旅遊點的地位。



The six objectives of the HKTB, as defined under the Hong Kong Tourism Board Ordinance, are:

- to endeavour to increase the contribution of tourism to Hong Kong;
- to promote Hong Kong globally as a leading international city in Asia and a world-class tourist destination;
- to promote the improvement of facilities for visitors;
- to support the Government in promoting to the community the importance of tourism;
- to support, as appropriate, the activities of persons providing services for visitors to Hong Kong;
- to make recommendations to and advise the Chief Executive in relation to any measures which may be taken to further any of the foregoing matters.

### *Human resources*

At 31 March 2009, the total HKTB headcount numbered 325, of whom 99 were stationed outside Hong Kong. The HKTB expects a high level of integrity from its employees, and acquaints its staff with code of conduct guidelines and procedures through training sessions and briefings. The Employees' Handbook also provides full and specific guidance on employee behaviour.

### *Advisory role and industry functions*

The HKTB works closely with the tourism-related sectors and relevant Government departments through its representation in the following strategy groups and forums:

- Advisory Committee on Cruise Industry
- Advisory Committee on Hotel and Tourism Management, The Chinese University of Hong Kong
- Advisory Committee on School of Hotel & Tourism Management, The Hong Kong Polytechnic University

《香港旅遊發展局條例》為旅發局訂定六項工作目標：

- 致力擴大旅遊業對香港的貢獻；
- 在全世界推廣香港為亞洲區內一個具領導地位的國際城市和位列世界級的旅遊目的地；
- 提倡對旅客設施加以改善；
- 在政府向公眾推廣旅遊業的重要性的過程中給予支持；
- 在適當的情況下支持為到訪香港旅客提供服務的人士的活動；
- 就促進以上事宜所採取的措施向行政長官作出建議及提供意見。

### *人力資源*

於2009年3月31日，旅發局員工編制共325人，其中派駐香港以外共99人。旅發局期望僱員擁有高度誠信，因此透過舉辦培訓課程及簡報會，讓僱員熟悉行為守則的指引和程序。僱員手冊亦就員工操守訂定詳盡和特定的指引。

### *諮詢角色及業界功能*

旅發局透過參與以下策略工作小組及會議，與旅遊業相關界別及政府有關部門緊密聯繫：

- 郵輪業諮詢委員會
- 香港中文大學酒店及旅遊管理學諮詢委員會
- 香港理工大學酒店及旅遊管理學院顧問委員會
- 旅行代理商諮詢委員會
- 香港入境團旅行社協會委員會
- 東亞運動會籌備委員會
- 香港旅行社協會執行委員會
- 香港服務業聯盟執行委員會



- Advisory Committee on Travel Agents
- Committee, Hong Kong Inbound Tour Operators Association
- The East Asian Games Planning Committee
- Executive Committee, Hong Kong Association of Travel Agents
- Executive Committee, Hong Kong Coalition of Service Industries
- Executive Committee, The Joint Council of the Travel Industry of Hong Kong
- The Hong Kong Association of Registered Tour Co-ordinators
- Hong Kong Exhibition & Convention Industry Association
- Hong Kong Japanese Tour Operators Association
- Hong Kong Trade Development Council
- Hotel, Catering and Tourism Training Board, Vocational Training Council
- Inbound Committee, Travel Industry Council of Hong Kong
- Mainland China Inbound Tour Affairs Committee, Travel Industry Council of Hong Kong
- Planning and Development Committee, Travel Industry Council of Hong Kong
- The Steering Committee on MICE
- Tender Assessment Panel for the Development of a New Cruise Terminal at Kai Tak
- Tourism Strategy Group
- 香港旅遊業聯會理事會
- 香港註冊導遊協會
- 香港展覽會議業協會
- 香港日本人旅客手配業社協會
- 香港貿易發展局
- 職業訓練局酒店業、飲食業及旅遊業訓練委員會
- 香港旅遊業議會來港旅遊委員會
- 香港旅遊業議會內地來港旅行團事務委員會
- 香港旅遊業議會策劃與發展委員會
- 會議展覽及獎勵旅遊業跨界別督導委員會
- 啟德新郵輪碼頭投標評審委員會
- 旅遊業策略小組

此外，旅發局又與以下機構合作，為旅遊業和相關行業作出貢獻：

In addition, the HKTB also contributes to the tourism and related industries by partnering with the following organisations:

- Guangdong, Hong Kong & Macau Tourism Marketing Organisation
- Pacific Asia Travel Association (PATA)
- Pan-Pearl River Delta grouping
- World Tourism Organisation (UNWTO)
- 粵港澳旅遊推廣機構
- 亞太旅遊協會
- 泛珠三角區域組織
- 世界旅遊組織