

# ESG S T R A T E G Y C O R P O R A T E G O V E R N A N C E

**Corporate Governance**

The Authority believes that good corporate governance will help the Authority fulfil its functions and pursue its objectives that are in the interest of the organisation and the public, lead to better corporate performance and reputation, and attain long-term, sustainable growth.

### **Standing Orders and Code of Conduct**

Honesty, integrity and fair play are important assets for a public body. To ensure good governance of Board and committee proceedings and business, a set of Standing Orders covering meeting proceedings and declaration and registration of interests was endorsed by the Board and the six committees respectively.

To uphold public trust, it is important that the business of the Board and its committees be conducted — and seen to be conducted — in an impartial manner and free from acts of dishonesty, impropriety or corruption. To this end, a Code of Conduct — which sets out the standards of conduct expected of all Board and committee members, including arrangements with regard to acceptance of advantages and entertainment, management of conflict of interest, use of confidential or privileged information and public funds, misuse of capacity, etc. — was endorsed by the Board and the six committees respectively. A similar Code of Conduct for the Authority's staff has also been drawn up and endorsed by the Board.

### **Declaration of Interest**

Board and committee members shall disclose any registrable interest as detailed in the Standing Orders on their first appointment and at the beginning of each calendar year after the appointment. They shall also declare interest on becoming aware of the existence of one not previously disclosed, or after the occurrence of any change to an interest previously disclosed.

To enable any member of the public to ascertain the particulars of any disclosure of interest, the Authority has established a register relating to any disclosure of interest and has made the register available for inspection by the public at the office of the Authority at any reasonable time. To further enhance transparency of disclosure of interest, the register has also been uploaded to the website of the Authority ([www.wkcda.hk](http://www.wkcda.hk)) for public access.

## **Guidelines**

### **Guidelines for Travel and Related Expenses**

To ensure good corporate governance and accountability in the use of public funds, the Authority has drawn up appropriate guidelines to govern travel and related expenses incurred by overseas Board and committee members attending meetings in Hong Kong, and for Board and committee members conducting duty visits overseas. The guidelines were approved by the Board at its third meeting on 20 January 2009, and will be refined taking into account the operational needs of the Authority.

### **Guidelines on Entertainment Expenses**

A set of guidelines on entertainment expenses for the Authority's staff was approved by the Remuneration Committee and subsequently by the Board. The guidelines set out the general principles, application procedure, maximum limits and approving authority for both local official entertainment and official entertainment during overseas duty visits. The guidelines will be refined, taking into account the operational needs of the Authority.

### **Guidelines for Procurement of Goods and Services**

A set of guidelines for procuring goods and services was approved by the Board at its first meeting held on 28 October 2008 for adoption by the Authority. A set of guidelines regarding restricted or single tendering for the procurement of goods and services was subsequently approved by the Board at its fourth meeting held on 17 March 2009.

## **Transparency Measures**

While recognizing that corporate governance can be affected by many factors, the Authority believes that transparency is an important pillar of good governance. Having recognized the need to strike a balance between protecting sensitive and commercial information and enhancing transparency, the Board endorsed a set of guidelines for opening Board meetings to the public. Starting from the fourth Board meeting held on 17 March 2009, sessions of Board meetings that do not involve sensitive and commercial information will be open to the public.

Board meetings will be open to the public through live webcast on the Authority's website. This will provide the greatest level of convenience to the public, who can watch the proceedings without being restricted by considerations of venue location and can review the proceedings anytime after meetings are held. The agenda, minutes and papers of the open session of the meetings will also be uploaded to the Authority's website for public access.