

BYE-LAWS

OF

SQUASH ASSOCIATION OF HONG KONG, CHINA

(中國香港壁球總會)

As adopted by Special Resolution passed on 19 May 2023

Incorporated the 30th day of August, 2011

HONG KONG

THE COMPANIES ORDINANCE (CHAPTER 32)

Company Limited by Guarantee
and not having a Share Capital

BYE-LAWS

OF

SQUASH ASSOCIATION OF HONG KONG, CHINA
中國香港壁球總會

PRELIMINARY

1. Definitions

These Bye-Laws adopt the same definitions at Article 1 of the Articles of Association.

2. Interpretation of the Bye-Laws

The Executive Committee is the sole authority for the interpretation of the Bye-Laws of HK Squash. The decision of the Executive Committee upon any question of interpretation of the Bye-Laws is final and binding on all members. Words implying the masculine gender shall include (where the context admits) the feminine gender. In interpreting these Bye-Laws, it should be read in conjunction

with the Articles of Association.

LIABILITY OF HK SQUASH

3. Liability for Loss or Damage to Property

HK Squash shall not be liable for any loss of or damage to any property brought by a member, his family members or his guests to HK Squash's activities. A member is responsible and liable for the conduct of his guests. A member must be present at all times when his guests are present during HK Squash's activities. In the event of damage to HK Squash's property, the member shall be billed at or part of the cost of repair or replacement at the discretion of the General Committee.

4. Liability for Injuries

HK Squash shall not be liable for any injury sustained by a member, his family or his guests whilst participating in or attending HK Squash activities.

5. Supervision of Children

Members shall be responsible for the good behaviour and safety of their children and children of their guests at all times whilst participating in or attending HK Squash activities.

SELECTION OF HK SQUASH AND/OR 'HONG KONG, CHINA' **REPRESENTATION**

6. The Executive Committee has the sole authority to approve

As stated at Article 47(e) of the Articles of Association, the Executive Committee

is the sole authority with the power to approve and select players representing HK Squash and / or representing 'Hong Kong, China' to participate in local, regional and/or international squash contests and /or multi-sports contests. A player or member will be subject to disciplinary proceedings under Annex B of the Bye-Laws if he or she is in breach of this Clause 6 and Article 47 (e) of the Articles of Association.

FINANCE

7. HK Squash shall operate its own bank account(s) and shall ensure that all cheques drawn on such bank account(s) are signed by any two of the following signatories: Chairman, Honorary Secretary, Honorary Treasurer, Executive Director or Administrative Manager of HK Squash.
8. HK Squash shall comply with the then and current cheque signing restrictions stated in any relevant agreement with any government authorities at all times.

Annex A

General Committee Members' Code of Conduct

Purpose and Scope

This Code of Conduct ("the Code") seeks to provide practical guidance on the way in which General Committee ("GC") members of HK Squash perform their functions and exercise their powers in managing the affairs of HK Squash, having regard in particular to the law relating to company directors. It also sets out expected standards of personal behaviour on the part of GC members.

Application

The Code applies to each GC member, not only when he or she is conducting the affairs of HK Squash (whether as a GC member, Officer or Sporting Representative), but also in everyday situations, within and outside HK Squash, where the conduct of the GC member might have an adverse impact on the interests of HK Squash, its members, its staff or other stakeholders.

Provisions of the Code

1. A GC member must act honestly and in good faith for the benefit of HK Squash as a whole.
2. A GC member must perform his or her functions and exercise his or her powers for a proper purpose, in the best interests of HK Squash as a whole and not for purposes which are different from the purposes for which those functions and powers were conferred.
3. A GC member has a duty to use reasonable care, skill and diligence in the performance of functions and the exercise of powers as a GC member and should seek appropriate advice where he or she lacks sufficient knowledge or expertise in any matter.
4. A GC member must avoid conflicts between personal interests and the interests of HK Squash. Any actual or potential conflict of interest must be declared to the GC at the earliest opportunity and the GC member in question must absent himself or herself from the GC meeting whilst that matter is being considered, unless the GC decides otherwise.
5. A GC member must not make improper use of information obtained as a GC member.

6. A GC member must not use his or her position as such member to gain, whether directly or indirectly, a personal or pecuniary advantage for himself or herself or for a third party or otherwise use his or her position to cause detriment to the Club.
7. A GC member must not accept any benefit, pecuniary or otherwise, from a third party, which is given either because of the powers he or she has as a GC member or by way of reward for the exercise of such powers, whether in the past or in the future, unless such benefit has first been specifically authorised. The offer of any such benefit must be reported by the GC member to the GC at the earliest opportunity.
8. A GC member must act in accordance with the general law, company law and HK Squash's Articles of Association and Bye-laws and must comply with resolutions that are made in accordance with HK Squash's constitution.
9. Every decision made by the GC is a collegiate decision and a GC member must therefore accept collective responsibility for each GC decision and must not seek to undermine that decision.
10. Whilst a GC member is expected to maintain the ethos of transparency fostered by the GC, he or she must nevertheless keep confidential discussions and decisions of the GC which relate to certain sensitive matters, which include, for example, disciplinary matters and personal information relating to individual club members.
11. A GC member must maintain a high standard of propriety at all times and must avoid bringing HK Squash into disrepute.

ANNEX B

Disciplinary & Appeal Procedures

1. If any Member shall wilfully refuse or neglect to comply with the provisions of the Articles of Association and / or the Bye-Laws of HK Squash, or in case the conduct of any Member during or in connection with HK Squash activities shall in the opinion of the General Committee be injurious to the character or interests of HK Squash, the General Committee, shall be empowered to commence disciplinary proceedings against him or her.
2. Complaints and / or incidences relating to the Squash League shall be determined under the Disciplinary and Appeal Procedures of the Squash League Regulations as applicable from time to time. For complaints and / or incidents requiring disciplinary action other than those covered by this Squash League Regulations, the Executive Committee may inform the Member(s) who is the subject of the complaint and ask him/her to provide an explanation within a specified time limit. The Executive Committee shall investigate the matter and, if necessary, convene a meeting comprising the Member(s) concerned, the Chairman and two other members of the Executive Committee. At the conclusion of the investigation, the Executive Committee shall send a full report outlining its findings to the Disciplinary Committee.
3. The Disciplinary Committee shall review the case. The Disciplinary Committee may invite the Member(s) concerned to submit their views for their consideration. The Disciplinary Committee will then decide and communicate its decision, in writing, to the Member(s) concerned. Any appeal against the disciplinary action taken against the Member(s) concerned must be submitted, within 7 days, in writing to the Executive Committee.
4. The Executive Committee shall form a Select Committee to hear the appeal. The decision of the Select Committee shall be final.
5. HK Squash has the right to revise or amend the above procedures, or to issue new procedures from time to time without prior notice. All such procedures are binding on members.

Annex C

Code of conduct of members and players

All players who represent HK Squash must abide by the terms contained in this Code of Conduct. The objective is to ensure that all members and players representing HK Squash play squash in the true spirit and traditions of the game so that the game can be enjoyed by all, including spectators, opposing players and umpires.

1. Every player is also responsible for, and is expected to make his contribution to ensuring the spirit of the game is safeguarded.
2. The spirit of the game involves respect for opponents, team members, umpires and traditional values of the game.
3. It is against the spirit of the game to:
 - (a) dispute or show dissent to an umpire's decision by word, action or gesture;
 - (b) direct abusive language towards an opponent, umpire or team member;
 - (c) indulge in cheating or any unnecessary gamesmanship, for example by advancing towards an umpire in an aggressive manner when appealing;
 - (d) seeking to distract an opponent either verbally or by harassment with persistent clapping, excessive appealing or unnecessary noise under the guise of enthusiasm or motivation of one's own team.
4. There is no place for any act of violence on or off the court.