HONG KONG, CHINA ROWING ASSOCIATION
INDOOR ROWING COMMITTEE
Terms of Reference

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1. Establishment

The Indoor Rowing Committee ("the Committee") is established by resolution of the Board of Directors ("the Board") of the Hong Kong, China Rowing Association ("HKCRA" or "the Association").

The Committee operates under authority delegated by the Board. The Board retains ultimate responsibility for the governance, management and affairs of the Association.

In accordance with the Articles of Association of HKCRA, the President, Chairman, Director of Finance and Company Secretary shall be ex-officio members of the Committee but shall not be entitled to vote at meetings of the Committee unless specifically appointed as members by the Board. Ex-officio members are not required to attend meetings of the Committee but may choose to attend any meeting in that capacity.

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2. Purpose

The purpose of the Committee is to:

- advise and make recommendations to the Board on matters relating to the promotion and development of indoor rowing;
- promote indoor rowing as an inclusive discipline providing both competitive and participation and recreational opportunities for all, and as a possible pathway into other forms of rowing;
- advise on the development of competition opportunities and recommend measures to promote the inclusion of indoor rowing in multi-sport and other events;
- support the development of indoor rowing as a lifelong sport and as a platform to promote the health, cross-training and rehabilitative benefits of the sport;
- support the Board in fulfilling its governance and oversight responsibilities in relation to indoor rowing matters; and
- promote transparency, accountability and good governance consistent with applicable laws, policies and guidelines.

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3. Authority

Unless expressly authorised by Board resolution, the Committee:

- acts in an advisory capacity to the Board;
- has no authority to bind the Association contractually; and
- may make recommendations to the Board for approval.

Where specific delegated authority is granted, this shall be clearly documented in writing by resolution of the Board.

The Committee shall not, unless specifically authorised by the Board:

- approve expenditure or commit Association funds outside approved budgets and any specific delegated authority;
- make appointments or removals on behalf of the Board;
- impose disciplinary sanctions; or
- exercise powers reserved to the Board under the Articles of Association or HKCRA policies.

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4. Composition

4.1 Membership

The Committee shall comprise:

- a minimum of three and a maximum of eight members, including the Chairperson; and
- such specialist advisers as the Board may approve, if applicable.

Specialist advisers shall not count towards the minimum or maximum membership.

4.2 Eligibility

In accordance with the Articles of Association, all voting members of the Committee must be Stewards or Ordinary Members of HKCRA and members of a Club Member of the Association.

Members shall possess relevant experience, expertise or qualifications appropriate to the Committee's remit.

4.3 Specialist Advisers

The Board may approve the appointment of specialist advisers to attend meetings where particular expertise is required. Such persons shall not be voting members of the Committee and may participate only in a non-voting advisory capacity, in accordance with the Articles of Association.

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5. Appointment and Term

Committee members shall be appointed by the Board.

The Chairperson shall be appointed by the Board.

Members shall serve for a term of two years, renewable upon reappointment by the Board.

Specialist advisers shall serve for a term of two years, renewable upon reappointment by the Board.

The Board may remove or replace members at its discretion.

The office of a member shall be automatically vacated if the member:

- resigns in writing addressed to the Association;
- ceases to be a Steward or Ordinary Member and member of a Club Member of HKCRA;
- becomes of unsound mind;
- has a receiving order made against him or her; or
- is removed from office in accordance with the Articles of Association or by Special Resolution at a General Meeting of the Association.

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6. Duties and Responsibilities

The Committee shall:

6.1 Strategic Oversight and Development

- advise the Board on the promotion, development and coordination of indoor rowing within Hong Kong;
- recommend to the Board strategies and priorities for the sustainable growth of indoor rowing within HKCRA, having regard to both competitive and participation objectives;
- keep the scope of indoor rowing activity under review and make recommendations to the Board where adjustments to priorities or approach may be appropriate.

6.2 Participation, Promotion and Community Engagement

- promote indoor rowing as an inclusive and accessible discipline offering competitive, recreational and lifelong participation opportunities;
- support initiatives that promote the health, cross-training and rehabilitative benefits of the sport to a broad audience, including schools, community groups and other relevant organisations;
- advise on measures to strengthen awareness of and engagement with indoor rowing across HKCRA's membership and the wider community.

6.3 Competition and Multi-Sport Development

- advise on the development and coordination of indoor rowing competitions and activities held under the Association's auspices;
- recommend measures to promote the inclusion of indoor rowing in multi-sport and other events;
- make recommendations on competition structure, timing and format so as to support participation, development and promotion of the sport.

6.4 Pathways and Cross-Committee Coordination

- advise on how indoor rowing can serve as a pathway into other forms of rowing, supporting athlete identification, skill development and longer-term engagement in the sport;

- collaborate with other relevant committees on matters where indoor rowing intersects with broader participation, development and event planning work.

6.5 Equipment, Facilities and Support Needs

- advise the Association on indoor-rowing-related equipment, venue, facility and operational support needs;
- make recommendations regarding procurement priorities and development needs for indoor rowing equipment and related resources, subject to the Association's approval and financial controls;
- review whether existing arrangements adequately support safe and effective indoor rowing development.

6.6 Policy Recommendations and Review

- make recommendations to the Board regarding policies, procedures and development initiatives relating to indoor rowing;
- advise on any other matters referred to the Committee by the Board.

6.7 Risk Management

- identify material risks within the Committee's remit, including risks relating to event delivery, equipment, facilities, participant safety, sustainable development and governance;
- escalate significant issues or risks to the Board in a timely manner.

6.8 Financial Responsibility

- review, where relevant, the budgetary implications of indoor rowing activities, competitions, equipment and development initiatives within its remit;
- monitor the use of any budget or resources specifically allocated to indoor-rowing-related activities within its area of responsibility, subject always to the Association's financial controls and Board authority;
- make recommendations to the Board on indoor-rowing-related resource needs and priorities.

The Committee shall also ensure that activities within its remit are conducted in accordance with:

- the HKCRA Articles of Association;
- applicable laws of Hong Kong;
- guidelines issued by the Sports Federation & Olympic Committee of Hong Kong, China;
- relevant subvention requirements of the Leisure and Cultural Services Department; and
- relevant ICAC corruption prevention and integrity guidance.

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7. Meetings

The Committee shall meet not less than three times per year, or more frequently as required.

Meetings may be conducted in person or by electronic means, including video conference.

Notice of meetings shall be given at least seven days in advance unless urgent circumstances require otherwise.

The agenda and relevant papers shall be circulated in advance where practicable.

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8. Quorum and Voting

A quorum shall consist of at least 50% of duly appointed voting members.

Voting shall be by show of hands unless the Chairperson of the meeting directs otherwise.

Decisions shall be made by simple majority of those present and voting.

In the event of a tie, the Chairperson of the meeting shall have a casting vote.

No person appointed in an advisory or non-voting capacity, and no person in receipt of a salary or wages from the Association, shall be entitled to vote at meetings of the Committee.

Written resolutions signed by all voting members may be adopted if unanimously agreed, where permitted.

If a meeting is inquorate, discussion may take place but no formal recommendation shall take effect unless subsequently confirmed at a quorate meeting or by valid written resolution.

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9. Conflict of Interest

Members shall comply with HKCRA’s Conflict of Interest Policy.

An annual declaration of interests shall be completed by each member.

Members must declare any actual, potential or perceived conflict of interest at the beginning of each meeting, or as soon as it arises.

Any member with a conflict of interest in relation to a matter shall abstain from discussion and decision-making on that matter, and such abstention shall be recorded in the minutes. In accordance with the Articles of Association, any vote cast in breach of this requirement shall not be counted.

Particular care shall be taken in relation to event opportunities, equipment procurement, development funding, school or community partnerships and any matter affecting the interests of a member, club, programme provider or other stakeholder.

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10. Reporting

The Committee shall report to the Board after each meeting.

Written minutes shall be prepared and maintained as official records of the Committee's proceedings. Copies of all minutes shall be furnished promptly to the Company Secretary and to the HKCRA Secretariat in accordance with the Articles of Association.

Significant decisions or recommendations shall be submitted to the Board for approval where required.

An annual summary report shall be provided to the Board.

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11. Secretariat Support

Administrative support shall be provided by the HKCRA Secretariat.

All records, minutes and documentation shall be securely retained in accordance with HKCRA record-keeping policies.

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12. Access to Information and Advice

The Committee may request relevant information from the Secretariat necessary to discharge its duties.

The Committee may consult, through appropriate channels, with relevant officials, organisers, schools, community partners, coaches or other appropriate persons on matters within its remit.

Where specialist external advice is required, prior Board approval shall be obtained.

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13. Review of Terms of Reference

These Terms of Reference shall be reviewed every two years by the Committee, and any proposed amendments submitted to the Board for approval.

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14. Adoption

Approved by the Board of Directors of the Hong Kong, China Rowing Association on:

Date: 23 April 2026

Chairman: