

## Introduction

1. [Name of the School] (hereafter referred to as “the School”) is fully committed to the principles of honesty, integrity and fair play. It is therefore important for Managers<sup>1</sup> to handle the School’s business in a fair and impartial manner, and ensure that the School’s reputation will not be tarnished by any acts of dishonesty, impropriety or corruption. To this end, this Code of Conduct sets out the standard of conduct expected of all Managers.

## General Principles

2. To uphold a high standard of integrity, Managers shall:
- (a) ensure that their conduct would not bring the School into disrepute;
  - (b) refrain from doing anything which may compromise or impair their integrity or impartiality in handling the School’s business;
  - (c) adhere to any guidelines, instructions, regulations and procedures made by the Management Committee/Incorporated Management Committee<sup>2</sup> (IMC) for handling the School’s business, and governing the conduct and integrity standards expected of Managers; and
  - (d) maintain an open, transparent and welcoming environment in the best interest of all stakeholders including students, parents and teachers.

*[Schools may include other suitable principles/core values.]*

## Compliance with Legislations and Professional Standards

3. Managers shall ensure policies and operations of the School are in full compliance with the relevant legislations and professional standards and requirements, in particular, the Education Ordinance (Cap. 279) and Education Regulations (Cap. 279A), circulars and advice issued by the Education Bureau (EDB), as well as any other guidelines and instructions issued by government departments and authorities for

<sup>1</sup> Managers (校董) are persons who are registered as Managers of the school under the Education Ordinance (Cap. 279). Members of the Management Committee (校董會) or Incorporated Management Committee (IMC, 法團校董會) (Footnote 2) of the school are Managers.

<sup>2</sup> According to the Education Ordinance (Cap. 279), all aided schools are required to set up IMC to manage the school. Direct Subsidy Scheme schools and specified schools may, according to their own needs, decide on whether or not to establish an IMC. A school without an IMC shall be managed by its Management Committee.

the implementation/enforcement of statutory requirements relating to the management and operation of schools.

### **Prevention of Bribery Ordinance (Cap. 201)<sup>3</sup>**

4. Managers are agents of the school and governed by section 9 of the Prevention of Bribery Ordinance (POBO) (*Annex 1*). Under the POBO, any Manager who, without the permission of the Management Committee/IMC of the school, solicits or accepts an advantage as a reward for or inducement to doing any act or showing favour in relation to the school's business, commits an offence. The person offering the advantage also commits an offence. The term "advantage" is defined in the POBO and includes any gift (both of money and in kind), loan, fee, reward, commission, office, employment, contract, service and favour, etc., except entertainment. It is also an offence under section 9(3) of the POBO for any Manager to use any document containing false information with the intent to deceive the school.

5. The School's policy on the solicitation, acceptance and offering of advantages and entertainment by Managers is set out in paragraphs 6-14.

### **Solicitation and Acceptance of Advantages**

6. The School prohibits Managers from soliciting or accepting any advantage from parents and persons or companies having official dealings with the School (e.g. suppliers and contractors). Solicitation or acceptance of advantages by Managers from staff to whom they may have an influence<sup>4</sup> is also prohibited.

7. Managers may accept, but should not solicit, the following advantages when they are offered on a voluntary basis:

- (a) advertising or promotional gifts or souvenirs of a nominal value; or
- (b) discount or other special offers given by any person or company to

---

<sup>3</sup> The description and explanation of the legal requirements under the Prevention of Bribery Ordinance (POBO) in this Sample Code of Conduct are necessarily general and abbreviated for ease of understanding. Users of this Sample Code of Conduct are advised to refer to the original text of the POBO or seek legal advice on particular issues where necessary. The ICAC will not accept any responsibility, legal or otherwise, for any loss occasioned to any person acting or refraining from action as a result of any material in this Sample Code of Conduct.

<sup>4</sup> For example, staff members whose appointment, performance, remuneration and contract renewal are subject to the Management Committee's/IMC's decisions.

them as customers, on terms and conditions equally applicable to other customers in general.

8. If Managers wish to accept any advantage not listed in paragraph 7, they should seek prior permission from the Management Committee/IMC, using **Form A** (Sample at **Annex 2**). Where it is impossible to obtain prior approval before acceptance, the Manager should provide written justification to and apply for such permission from the Management Committee/IMC within [ \_\_ ] working days after acceptance of the advantage. In case of doubt, Managers should refer the matter to the Management Committee/IMC for advice and instruction.

*[Schools should refer to and comply with EDB Circular No. 14/2003 on the general principles on “Acceptance of advantages and donations by schools and their staff”, which is subject to review and update by EDB from time to time and can be accessed at the EDB Homepage via the following path:*

***EDB Homepage ([www.edb.gov.hk](http://www.edb.gov.hk)) > School Administration and Management > Financial Management > Notes to School Finance > Reference on Acceptance of Advantages and Donations by Schools and Their Staff]***

*[Sample letter and notice to inform suppliers/contractors and parents of the school’s policy on acceptance of advantages are at **Annexes 3 and 4** respectively.]*

9. Even if the offeror does not have any official dealings with the School, a Manager should decline an offer of advantage if the acceptance could affect his objectivity in conducting the School’s business, induce him to act against the School’s interest or place him under an improper obligation, or where he believes the offeror has such an intention, or the acceptance will likely lead to the perception or allegation of impropriety or conflict of interest. Managers should ensure that the acceptance of any advantages can stand up to public scrutiny and will not bring the School into disrepute.

### ***Gifts/Souvenirs Presented to Managers in Their Official Capacity***

10. A gift/souvenir presented to a Manager in his official capacity is deemed as an offer to the School (e.g. a gift/souvenir presented to a Manager who represents the School to participate in an event or to officiate at a ceremony). In principle, Managers should as far as possible decline to accept advantages offered/presented to them by

virtue of their official position. Where this cannot be done due to protocol reasons or the need to avoid causing offence or embarrassment or inconvenience (such as a gift/souvenir offered/presented to a Manager when attending a ceremonial occasion in his official capacity), he/she should report the acceptance to the School and follow the guidelines set out at **Annex 2** and **Form A** for the disposal of the gifts/souvenirs received. Such permission should be applied for within [ ] working days after acceptance of the gift/souvenir.

### **Acceptance of Entertainment**

11. As defined in section 2 of the POBO, “entertainment” means the provision of food or drink, for consumption on the occasion when it is provided, and of any other entertainment connected with or provided at the same time as the provision of food or drink.

12. Managers should not accept lavish, unreasonably generous, or frequent entertainment, or indeed any entertainment which is likely to give rise to any perceived or actual conflict of interest, put the Managers in an obligatory position in the discharge of their duties, compromise their impartiality or judgement, or bring them or the School into disrepute bearing in mind public perception. When offered entertainment, a Manager should consider whether the entertainment offered could be regarded as:

- (a) excessive – taking into account its value, substance, frequency and nature;
- (b) inappropriate – taking into account the relationship between the Manager and the offeror (e.g. the offeror is bidding for the School’s contract); or
- (c) undesirable – taking into account the character or reputation of the host or known attendees.

*[Schools may insert additional guidelines on acceptance of entertainment and the reporting requirements.]*

## Offering of Advantages

13. Managers are prohibited from offering advantages to any director or staff of any organisation, for the purpose of influencing such person or organisation in any dealings, or any public official<sup>5</sup> when conducting the business of the School<sup>6</sup>.

14. Managers should as far as possible refrain from offering souvenirs to others during the conduct of official activities. However, if it is unavoidable due to operational, protocol or other reasons, the number of souvenirs to be offered should be kept to a minimum and the exchange of souvenirs should be made from organisation to organisation. Souvenir items should not be lavish or extravagant and souvenirs inscribed with the School's logo or name are preferred.

## Managing Conflict of Interest

15. Managing conflict of interest is important to good governance. If not properly managed, it could give rise to criticism of favouritism, abuse of authority or even allegation of corruption, and undermine the integrity of Managers, their decisions and eventually the reputation of the School.

16. A conflict of interest situation arises when the "private interests" of a Manager compete or conflict with the interests of the school or the official duties of the Manager. Private interests include financial and other interests of the Manager himself, and those of his connections including family and other relations, personal friends, associations, clubs and societies to which he belongs to, and any person to whom he owes a favour or to whom he may be obligated in any way. Use of official position and use of official information are some common areas in which conflict of interest may arise between official duties and private interests of a Manager. Some common examples of conflict of interest situations are set out in **Annex 5** but they are by no means exhaustive.

17. A fundamental integrity requirement is that all Managers should **avoid** situations which may compromise (or be seen to compromise) their personal judgement or

---

<sup>5</sup> Examples of public officials include officers of the Education Bureau, Social Welfare Department, Equal Opportunities Commission, Hong Kong Examinations and Assessment Authority, etc.

<sup>6</sup> Offer of advantages to public officials under the circumstances specified in Sections 4 or 8 of the POBO may constitute an offence.

integrity at work or lead to conflict of interest. When a situation involving a conflict of interest cannot be avoided, Managers should as soon as possible **make full disclosure** of all relevant interests which conflict, may conflict or may be seen to conflict with their official duties (**Form B in Annex 5**). The Management Committee/IMC should then decide on the **appropriate course of action** to be taken to mitigate the declared conflict. Any declarations made and the related decisions should be recorded and filed.

*[Schools should refer to Sections 40BF, 40BG and 40BH of the Education Ordinance (Cap. 279) regarding the statutory requirements on the declaration and disclosure of pecuniary or other personal interests as well as on the register of interests. Schools should also make reference to the guidelines stipulated under Section 5 of the School Managers' Handbook issued by the EDB. In a gist, a two-tier reporting system is adopted. Under this system, a Manager is required to declare in writing, upon appointment and at least once every 12 months thereafter, whether he has any pecuniary or other personal interests that raise or may raise a conflict with his duties as a Manager of the school; and if so, the Manager should register the particulars of such interests in writing. Managers are also required to disclose any pecuniary or other personal interests in a matter considered or to be considered at a meeting (**Form B in Annex 5**).]*

18. If Managers have doubts concerning the handling of conflict of interest situations, they should immediately consult the Management Committee/IMC.

### **Managers Bidding for Supply of Goods/Services to the School**

19. As a matter of principle, Managers should avoid entering into any business relationship with the School in their personal capacity to prevent the perception of impropriety of Managers using their capacity to obtain financial gains from the School. Where this is unavoidable, Managers should adhere to the guidelines set out in **Annex 6**.

### **Misuse of Official Position**

20. Managers should act impartially. They should not use their official position for personal gains or according preferential treatment to organisations or persons with whom they have connections. Moreover, they should not use or permit the use of their official position or title in a manner that is intended to coerce or induce another

person to provide any benefit for themselves or their relations, friends or associates, or that could reasonably be construed to imply that the School sanctions or endorses their personal activities.

## **Confidentiality of Information**

21. Managers should not disclose any classified or proprietary information of the School without authorisation or misuse any information of the School (e.g. using the information for personal gains or the benefit of others).

22. Managers who have access to or are in control of such information (e.g. personal data, questions for admission tests, tender/quotation information) should at all times ensure its security and prevent any abuse, unauthorised disclosure or misuse of the information.

23. Managers should continue to observe their duty of confidentiality after they have resigned/retired from the School. They should not use, or take advantage of any classified or proprietary information obtained in the course of their official duties.

## **Records, Accounts and Other Documents**

24. Managers should ensure, to the best of their knowledge, that any records, receipts, accounts or other documents they submit to the School, give a true representation of the events or transactions reported in the documents.

25. Intentional use of documents containing false information to deceive or mislead the School, regardless of whether or not the Managers may obtain any gain or advantage, may constitute an offence under section 9(3) of the POBO.

## **Use of School's Resources and Information**

26. Managers should ensure that the School's funds are used in a prudent and responsible manner to safeguard the School's interests. They should only approve funds for any project/activity/expenditure items which fall within the ambit of the funds and can achieve the purpose of the funds.

27. Managers should particularly ensure that an open, fair and competitive mechanism is adopted for the procurement of goods/services/assets, sale of assets and recruitment of staff for the School.

28. Managers in charge of or having access to any information not made available to the public, assets of the School, including funds, property, information, and intellectual property should use them solely for the purpose of conducting the School's business. They should make the best use of the School's assets and resources in terms of money, property, goods or services economically and diligently. Any misappropriation of the School's properties or unauthorised disclosure of proprietary information of the School for personal use or personal gain is strictly prohibited, and may amount to a criminal offence.

## **Loans**

29. Managers should not accept a loan from or through the assistance of parents, persons or organisations having official dealings with the School; or use a staff member as a guarantor for a loan or a hire purchase agreement. There is, however, no restriction on borrowing from a licensed bank or financial institution.

## **Compliance**

30. Managers should understand and comply with this Code when performing duties and work for the School. In case of suspected corruption or other criminal offences, a report should be made to the ICAC or the appropriate law enforcement agencies.

## **Review**

31. This Code is subject to review and revision from time to time by the School.

## **Enquiry**

32. Any enquiries, comments or suggestions in relation to this Code may be referred to the Management Committee/IMC.



## **Extracts of the Prevention of Bribery Ordinance (Cap. 201)**

### **Section 9 – Corrupt transactions with agents**

- (1) Any agent who, without lawful authority or reasonable excuse, solicits or accepts any advantage as an inducement to or reward for or otherwise on account of his –
  - (a) doing or forbearing to do, or having done or forborne to do, any act in relation to his principal's affairs or business; or
  - (b) showing or forbearing to show, or having shown or forborne to show, favour or disfavour to any person in relation to his principal's affairs or business,shall be guilty of an offence.
  
- (2) Any person who, without lawful authority or reasonable excuse, offers any advantage to any agent as an inducement to or reward for or otherwise on account of the agent's –
  - (a) doing or forbearing to do, or having done or forborne to do, any act in relation to his principal's affairs or business; or
  - (b) showing or forbearing to show, or having shown or forborne to show, favour or disfavour to any person in relation to his principal's affairs or business,shall be guilty of an offence.
  
- (3) Any agent who, with intent to deceive his principal, uses any receipt, account or other document –
  - (a) in respect of which the principal is interested; and
  - (b) which contains any statement which is false or erroneous or defective in any material particular; and
  - (c) which to his knowledge is intended to mislead the principal,shall be guilty of an offence.

- (4) If an agent solicits or accepts an advantage with the permission of his principal, being permission which complies with subsection (5), neither he nor the person who offered the advantage shall be guilty of an offence under subsection (1) or (2).
- (5) For the purposes of subsection (4) permission shall –
- (a) be given before the advantage is offered, solicited or accepted; or
  - (b) in any case where an advantage has been offered or accepted without prior permission, be applied for and given as soon as reasonably possible after such offer or acceptance,
- and for such permission to be effective for the purposes of subsection (4), the principal shall, before giving such permission, have regard to the circumstances in which it is sought.

## Section 2 – Interpretation

### **“Advantage” means:**

- (a) any gift, loan, fee, reward or commission consisting of money or of any valuable security or of other property or interest in property of any description;
- (b) any office, employment or contract;
- (c) any payment, release, discharge or liquidation of any loan, obligation or other liability, whether in whole or in part;
- (d) any other service, or favour (other than entertainment), including protection from any penalty or disability incurred or apprehended or from any action or proceedings of a disciplinary, civil or criminal nature, whether or not already instituted;
- (e) the exercise or forbearance from the exercise of any right or any power or duty; and
- (f) any offer, undertaking or promise, whether conditional or unconditional, of any advantage within the meaning of any of the preceding paragraphs (a), (b), (c), (d) and (e),

but does not include an election donation within the meaning of the Elections (Corrupt and Illegal Conduct) Ordinance (Cap. 554), particulars of which are included in an election return in accordance with that Ordinance.

**“Entertainment” means:**

the provision of food or drink, for consumption on the occasion when it is provided, and of any other entertainment connected with, or provided at the same time as, such provisions.

## **Guidelines for Handling Gifts/Souvenirs Given to Managers in their Official Capacity**

All gifts/souvenirs received by Managers in their official capacity should be forwarded to the [Management Committee/Incorporated Management Committee] for disposal in the following manner:

- (a) If the gift/souvenir is of perishable nature (e.g. food, drink), it may be shared among staff and students.
- (b) If the gift/souvenir is a useful item (e.g. stationery, office items), it may be kept for use by the School.
- (c) If the gift/souvenir is suitable for display (e.g. a painting, vase, trophy), it may be displayed at appropriate locations of the School.
- (d) If the gift/souvenir is of low value, it may be donated as a prize in functions organised by the School.
- (e) If the gift/souvenir is a personal item of low value, such as a plaque or pen inscribed with the name of the recipient presented on special occasions (e.g. Manager's retirement, graduation), it may be retained by the recipient.
- (f) If the gift/souvenir is of low value and distributed to all participants in public activities, such as a ball pen, file folder or key clasp, etc., it may be retained by the recipient.
- (g) Any gift/souvenir of high value should be returned to the offeror.

## Report on Advantages Received

*[The school may consider specifying the timeframe for reporting acceptance of advantages (e.g. within \_\_ working days after such acceptance).]*

### Part A: To be completed by the recipient

To: (Management Committee/Incorporated Management Committee (IMC)\*)

Description of Offeror:

Name & Title: \_\_\_\_\_

Company: \_\_\_\_\_

Relationship (Business/Personal): \_\_\_\_\_

Occasion on which the Advantage was/is to be received: \_\_\_\_\_

Description & (assessed) value of the Advantage: \_\_\_\_\_

**Suggested Method of Disposal:**

- To be Retained by the Recipient
- To be Retained for Use/Display in the Office
- To be Shared among Staff and Students
- To be Reserved as Lucky Draw Prize at School/Staff Functions
- To be Returned to Offeror
- Others (please specify):

**Remark**

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

(Name of Recipient)  
(Date)

### Part B: To be completed by Management Committee/IMC\*

To: (Name of Recipient)

The recommended method of disposal is approved /not approved\*.

The advantage concerned should be disposed of by way of :

\_\_\_\_\_

\_\_\_\_\_  
(Chairperson (or the Management Committee/IMC) \*)  
Date

\* Please delete as appropriate.

## **Sample Letter to Suppliers/Contractors regarding Policy on Acceptance of Advantages by School Managers/Staff**

(Date)

Dear Sir/Madam,

### **Policy on Acceptance of Advantages by School Managers/Staff**

I am pleased to inform you that our School has a clear policy on the solicitation and acceptance of advantages by Managers/staff in their official dealings.

It is a must that we have to maintain a team of clean and honest School Managers/staff at all times. Therefore, it is our policy that no Managers/staff shall solicit or accept gifts, money or any other form of advantages in their course of duty respectively without the special permission of the [Management Committee/Incorporated Management Committee or approving authority, as appropriate].

All our Managers/staff are committed to this policy and are fully aware that any breach of the policy will result in disciplinary action. Where the situation warrants, the case will even be reported to the Independent Commission Against Corruption for further action.

As a major stakeholder, we earnestly request your support to our commitment of managing our School in a fair and just way. Should any member of our Managers/staff approach you for an advantage, please let me know immediately.

Thank you for your cooperation.

Yours sincerely,

Head of School

## **Sample Notice to Parents regarding Policy on Acceptance of Advantages by School Managers/Staff**

(Date)

Dear Parents,

### **Policy on Acceptance of Advantages by School Managers/Staff**

I am pleased to inform you that our School has a policy on the solicitation and acceptance of advantages by Managers/staff in their official dealings.

In order to maintain a high moral standard of our Managers/staff and to set a good example to our students, it is our policy that no Managers/staff in our School should solicit or accept gifts, money or any other form of advantages in the course of their duty. Although we understand that offering advantages by parents is a gesture of goodwill, the acceptance of which, however, may turn it into a common practice. This may in turn cause speculations by outsiders and bring disrepute or embarrassment to the School and its Managers/staff as well as the parents. May I therefore appeal to you to refrain from offering advantages to our Managers/staff and join hands with us in managing our School in a fair and just way. Should any member of our Managers/staff approach you for an advantage, please let me know immediately.

Thank you for your cooperation.

Yours sincerely,

Head of School

## **Examples of Conflict of Interest Situations**

### ***Procurement***

- (a) A Manager has a financial interest in or is closely related with a company which is a supplier of goods or contractor of service (e.g. maintenance contractor, education materials supplier) to the school.
- (b) A Manager evaluates and selects a supplier/contractor from a number of bidders, and he, his spouse, family member, relative or personal friend, has a financial interest in one of the bidders, e.g. a bidder is operated by his spouse.

### ***Staff Recruitment***

- (c) A Manager appoints his relative or friend to take up a post in the school without following the established recruitment procedures.
- (d) A Manager interviews and recruits his relative or friend applying for a job in the school.

### ***Student Admission/Assessment***

- (e) A Manager requests the Principal to admit a student without following the established admission procedures.
- (f) A Manager influences the admission interview result or performance assessment of a student who is his or his close friend's child or relative.

### ***Confidentiality of Information***

- (g) A Manager leaks confidential information relating to the school's operations (e.g. internal scoring guidelines in evaluating tenders for works contracts) to favour his friends or relatives.

### ***Others***

- (h) A Manager enters into business relationship with parents or takes up part-time jobs for contractors of the school.
- (i) A Manager leases or sells his property to the school.

*[The School may include more conflict of interest examples.]*



## Declaration of Conflict of Interest by Managers

### Part A – Declaration *(To be completed by Declaring Manager)*

To : (Management Committee/Incorporated Management Committee (IMC)\*)

I would like to report the following existing/perceived\* conflict of interest situation in relation to the discussion item:

<b>(i) Matter to be discussed by the Management Committee/IMC*</b>
<b>(ii) Brief description of my connection with the matter in (i) above (e.g. directorship in a company which is connected with the matter)</b>

\_\_\_\_\_

(Name of Declaring Manager)

(Date)

### Part B – Approval *(To be completed by Management Committee/IMC\*)*

To : (Declaring Manager)

(a) The information contained in your declaration form of \_\_\_\_\_(Date)\_\_\_\_\_ is noted. It has been decided that:

- You may continue to speak and vote on the matter as described in Part A, provided there is no change in the information declared above.
- You may continue to speak but should not vote on the matter as described in Part A, provided that there is no change in the information declared above.
- You may remain in the meeting as an observer (but not to speak or vote) on the matter as described in Part A, provided that there is no change in the information declared above.
- You should withdraw from the meeting and immediately return any documents regarding the matter sent to you earlier.
- Others (please specify): \_\_\_\_\_

(b) The justification(s) for the measure(s) as described in Part B(a) above is/are:

\_\_\_\_\_

\_\_\_\_\_

(Chairperson (or the Management Committee/ IMC)\*)

(Date)

\* Please delete as appropriate.

## **Measures to Manage Possible Conflict of Interest Arising from Managers' Bidding for Supply of Goods/Services to the School**

- (1) When a procurement requiring the decision of the Management Committee/ Incorporated Management Committee (IMC) is discussed, Managers should be asked at the outset to declare whether they or any company associated with them are interested in bidding for the supply of goods/services.
- (2) Managers who have declared an interest to bid should not take part or be present at any subsequent discussions or meetings concerning the proposed procurement, and should be prohibited from access to any information in relation to the procurement (other than in the capacity of a bidder).
- (3) Managers who have not declared an interest to bid (and the companies concerned) should not be allowed to bid subsequently.
- (4) When a Manager (or a company associated with him) has expressed an interest to bid, the Management Committee/IMC should ascertain whether any information relating to the tender/quotation has already come to the possession of the Manager in the course of his duties as a Manager. If so, such information should be made available to other bidders as far as practicable to ensure a level playing field.
- (5) If a Manager (or a company associated with him) has put in a bid/quotation, care should be taken to ensure that he subsequently has no access to the submitted tender documents/quotations which may contain commercially sensitive information.
- (6) Bidder identities should be anonymised before the evaluation of bids if a Manager (or a company associated with him) is one of the bidders.
- (7) If a Manager (or a company associated with him) is successful in bidding for the supply of goods/services, he should withdraw from all related discussions, except when attending in the capacity of a supplier or a service provider.