

## Content

Title : Act for the Establishment of the Hakka Public Communications Foundation Ch

Date : 2019.01.07

Legislative : Consisting of these 25 articles formulated and promulgated pursuant to the order No. Hua-Zong-Yi—Yi-Zi10800002081 dated Jan. 7, 2019 and enforced on the date of promulgation

Content : Article 1

In the spirit of multiculturalism as defined in the Constitution, the Hakka Public Communications Foundation (hereinafter referred to as the HPCF) is established in accordance with the Act, which is formulated in accordance with Article 17 (1) of the Hakka Basic Act, for the purpose of passing on the Hakka language and its culture and dealing with Hakka public communication affairs.

Article 2

The HPCF is established in accordance with the Act. Matters not provided for in the Act shall be subject to the Civil Code and applicable laws.

Article 3

The competent authority of the HPCF is the Hakka Affairs Council.

Article 4

The business scope of the HPCF is as follows:

1. Production, broadcasting and operation of Hakka broadcasts, films and television programs;
2. Publication and promotion of the audio-visual publications relating to Hakka communication;
3. Establishment, operation and promotion of media convergence, platforms and websites relating to Hakka communication;
4. Counseling, handling and sponsoring the activities relating to Hakka communication;
5. Cultivating and rewarding the persons engaging in Hakka communication; and
6. Other businesses relating to Hakka communication.

The HPCF may entrust wireless radio and television agencies to broadcast the programs and advertisements of the Hakka radio and television stations, which shall not be restricted by Paragraph 2 of Article 4 of the Radio and Television Act and Paragraph 2 of Article 7 of the Public Television Act.

The broadcast license of, and the frequency allotted for, the broadcasting station of Hakka Affairs Council shall be transferred to and used by the HPCF upon establishment of the HPCF, which shall not be restricted by Paragraph 2 of Article 4 of the Radio and Television Act.

Article 5

The establishment fund of the HPCF is provided by the competent authority with a budgetary contribution of NT 50 million.

The state-owned movable effects and rights in the control of the competent authority may be donated to the HPCF by the competent authority if the movable effects are necessary for the business of the HPCF upon its establishment, which shall not be restricted by Articles 25 (1) of the Budget Act, Articles 28 and 60 of the National Property Act.

In the event that the rights mentioned in the preceding paragraph are intellectual property rights, the competent authority shall still make them available, without compensation, for the development of Hakka culture.

Article 6

The financial sources of the HPCF are as follows:

1. Contribution from domestic and foreign, public and private institutions, groups, legal persons or individuals, excluding contribution from citizens, legal persons, groups or other institutions of the Mainland China;
2. Contribution from the government's budget;
3. Income from the provision of services or the engagement in Hakka

culture-related media businesses;

4. Income from the interests derived from the utilization of funds;

5. Income from commissioned program production; and

6. Other relevant income.

#### Article 7

A board of directors is established in the HPCF, consisting of between eleven and seventeen directors among whom there shall be at least two employee representatives. One chairman of the board of directors is elected among the directors.

The chairman of the board of directors shall be an individual who has Hakka language ability and identifies himself as Hakka.

The chairman of the board of directors is in charge of the general affairs of the board of directors and presides at the meeting of the board of directors internally, and represents the HPCF externally. In the event that the chairman of the board of directors cannot perform his duties for any cause whatsoever, a person will be elected among the directors to act on behalf of the chairman of the board of directors.

In the event that the chairman of the board of directors cannot perform his duties for more than three months for any cause whatsoever, the board of directors may resolve to discharge his duties as a chairman of the board of directors by a majority vote of the directors present at the meeting attended by more than two-thirds of total directors.

When the chairman is vacant, one of the directors shall be elected by the directors to fill the vacancy in accordance with the provisions of

Paragraph 1. The new chairman filling the vacancy serves until the original term expires.

#### Article 8

The HPCF has three supervisors. One of them is the managing supervisor who shall be elected among the supervisors.

#### Article 9

Director candidates and supervisor candidates are recommended by the competent authority from just and fair people from the society, scholars, experts and HPCF employee representatives. The list of the candidates is submitted to Premier of Executive Yuan for appointment and reported to Legislative Yuan for reference. The regulations governing the qualifications, procedures and other relevant matters regarding appointment shall be determined by the competent authority.

The directors shall be elected and appointed based on whether they are representative enough of Hakka and their expertise in communication, education and culture.

Two of the supervisors shall be experienced or educated in law, accounting or finance.

The number of Hakkas serving as directors or supervisors shall not be less than a half of the number of the total directors or supervisors. The directors of either gender and the supervisors of either gender shall not be less than a third of the directors and a third of the supervisors respectively.

The number of the directors who are in the same political party shall not exceed a quarter of the total directors, and the number of the supervisors who are in the same political party shall not exceed one-third of the total supervisors. The directors and supervisors shall not participate in political activities during their tenures.

#### Article 10

A director or a supervisor serves a term of three years and is eligible to be reelected for a consecutive term only. The number of the directors reelected and the number of the supervisors reelected shall not exceed a half of the newly appointed directors and a half of the newly appointed supervisors respectively.

If a vacancy occurs due to the resignation, death or dismissal of a director or supervisor, the vacancy will be filled by appointment by the competent authority according to the preceding Article. The provisions of this paragraph are also applicable to change and vacancy of an employee representative.

The new director or supervisor filling the vacancy in accordance with the preceding paragraph serves until the original term expires.

#### Article 11

Except for the chairman of the board of directors, which is a full-time paid position, the rest of the directors and supervisors receive no remuneration.

#### Article 12

The board of directors is in charge of the following matters:

1. Approving the operational goals and the annual major work plans;
2. Reviewing and approving the fiscal budget and final accounts;
3. Adopting the amendments to the act of endowment;
4. Establishing and amending internal charters and examining other major by-laws and regulations;
5. Approving the acquisition and disposal of, and creation of encumbrance over, real estates, and the disposal of transmitting equipment or the investment in other businesses;
6. Appointing and discharging major personnel; and
7. Other matters required by this Act or the articles of association to be handled by the board of directors.

The meeting of the board of directors is convened once a month. If the chairman of the board of director deems it necessary or as requested by one-third or more of the directors, an extraordinary meeting may be held.

A resolution of the board of directors shall be passed by more than half of the directors present at the meeting at which half or more of the directors shall be present. However, the resolutions on the matters specified in Subparagraphs 1 to 6 of the first Paragraph of this Article shall be passed by a majority vote of the directors present at the meeting attended by more than two-thirds of total directors.

#### Article 13

The supervisors are in charge of the following matters:

1. Reviewing and approving the business and financial conditions;
2. Reviewing and approving the final accounting books and statements;
3. Auditing financial accounts, documents and assets data; and
4. Reviewing and approving or auditing other matters of material importance.

Supervisors may attend the board meeting and provide comments.

#### Article 14

The following persons shall not act as directors or supervisors of the HPCF:

1. Public officials, exclusive of educators and researchers at all levels of public schools and academic institutions;
2. Political party workers;
3. Responsible persons or executives of over-the-air, cable and satellite broadcast and television and telecommunication enterprises, excluding the persons taking charge of broadcast and television and telecommunication enterprises on behalf of the HPCF;
4. Persons who engage in manufacturing, import or sale of transmitting equipment and facilities;
5. Persons whose total investments in enterprises specified in the preceding two Subparagraphs exceed five percent of the capital of such enterprises;
6. Natural persons or the responsible persons or executives of the entities that are contracted to engage in any business of the HPCF; or
7. Non-R.O.C. citizens.

#### Article 15

A director or supervisor shall comply with the principle of conflict of interest, and shall not abuse the power, opportunities or means arising out of his position to attain his own interests or the interests of any third party.

A director or supervisor shall not be or used to be a spouse or a relative by blood or marriage within three degrees of kinship to another director or supervisor.

The spouse or the relative by blood or marriage within three degrees of kinship to a director or supervisor shall not be in charge of general affairs, accounting, or personnel affairs of the HPCF.

If a director or a supervisor violates laws or articles of associations when performing his duties and thus causes any loss to the HPCF, the director or the supervisor shall be liable to compensate the HPCF for its loss.

## Article 16

The director falling into any of the following situations shall be reported by the competent authority to Premier of Executive Yuan for dismissal of the director:

1. Violating any laws or regulations or the articles of association when performing his duties;
2. Acting in such a way that is materially and specifically improper for his position
3. Being declared bankruptcy, or starting to undergo liquidation procedures in accordance with the Statute for Consumers' Debts Clearance and his financial transaction rights have not been restored;
4. Being declared under guardianship or supervision, and the declaration has not been revoked;
5. Having been served a sentence of an imprisonment with final judgment, except where probation has been announced or the punishment has been commuted to a fine;
6. Falling into any of the situations stated in Article 14; or
7. Being determined through a resolution of the board of directors to have violated his duties or acted in such a way that is improper for a director.

The provisions of the preceding paragraph, except Subparagraph 7, apply to the supervisors.

## Article 17

The HPCF has one general manager.

The general manager candidate is nominated by the chairman of the board of directors pursuant to the open nomination process and is approved by the board of directors by a majority vote of the directors present at the board meeting attended by more than two-thirds of total directors.

The general manager is in charge of the businesses of the HPCF under the directions and supervision of the chairman.

The general manager shall not be current public official or political party worker.

The general manager shall not invest any other business relevant to Hakka communication or carry out businesses rather than those of the HPCF and shall not also work for any entity in addition to the HPCF.

Paragraphs 1 and 3 of Article 15 apply to the general manager.

## Article 18

The general manager falling into any of the following situations will be discharged by the board of directors:

1. Failing to obtain the approval of the board of directors prior to acquisition or disposal of, or creation of encumbrance over, any real estates, or disposal of transmitting equipment or investment in other businesses;
2. Being declared bankruptcy, or starting to undergo liquidation procedures pursuant to the ruling of the court and in accordance with the Statute for Consumers' Debts Clearance and his financial transaction rights have not been restored;
3. Being declared under guardianship or supervision, and the declaration has not yet been revoked;
4. Falling into any of the situations stated in Paragraph 4 of the preceding article; or
5. Being determined through a resolution of the board of directors to have violated his duties or acted in such a way that is improper for his position.

If the general manager violates laws or articles of associations or falls into any of the situations mentioned in the preceding paragraph and thus causes any loss to the HPCF, the general manager shall be liable to compensate the HPCF for its loss.

## Article 19

The act of endowment of the HPCF is adopted by the competent authority. The amendment to the act of endowment of the HPCF is drafted by the board of directors and thereafter submitted to the competent authority for approval.

## Article 20

The fiscal year of the HPCF shall be consistent with the fiscal year of the government.

## Article 21

The budgeting and auditing of the HPCF shall conform to the following

procedures:

1. Before the beginning of a year, a yearly business plan and a yearly budget shall be prepared for the approval of the board of directors and thereafter submitted to the competent authority to be carried out in accordance with standard budget procedures.
2. Within two months upon the end of a year, a yearly work performance report and an audited income and expenditure account shall be prepared for the review of the supervisors and the approval of the board of directors and thereafter submitted to the competent authority to be carried out in accordance with standard auditing procedures.
3. At the end of a business year, the residual budget of the HPCF, if any, shall be listed as part of the remainder of the funds of the HPCF save for reserved items.

#### Article 22

The HPCF shall establish its personnel, accounting, internal control and audit systems and report them to the competent authority for approval. The operational policy, business plan, management of funds, utilization of budget, category of assets, the financial statements audited and certified by the accountant and other documents which are in connection with business operations shall be prepared and available at the HPCF or publicized on the website for the reference of the public.

The items to be publicized as mentioned in the preceding Paragraph shall be publicized within three months after the end of a year, provided that the operational policy and business plan shall be publicized four months prior to the beginning of a year.

#### Article 23

The HPCF shall invite relevant broadcasting groups, public interest groups, media monitoring groups, scholars and experts to attend the public hearing or liaison meeting held for HPCF development planning and use of public resources every year, and submit the performance reports and the explanation of improvement to Legislative Yuan for reference.

#### Article 24

The HPCF, in any of the following situations, will be dissolved by the competent authority. After its dissolution, the remaining properties of the HPCF will be confiscated to the National Treasury.

1. The continuance is no longer necessary because the establishment purpose has been attained or it is unable or ineffective to attain the establishment purpose; or
2. The continuance is no longer necessary due to change of circumstances.

#### Article 25

This Act is enforced on the date of its promulgation.

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Files : Act for the Establishment of the Hakka Public Communications Foundation.pdf

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