



12 December 2022

Dr Hon Priscilla Leung Mei-fun, SBS, JP
Chairman
Panel of Education
Legislative Council of the HKSAR
Legislative Council Complex
1 Legislative Council Road
Central, Hong Kong

Dear Dr Leung,

Proposed Amendments to the Lingnan University Ordinance (Cap. 1165)

As a Member of the Legislative Council (“LegCo”) and currently a Member of the Council of Lingnan University (“LU”), I am writing to present the “Lingnan University (Amendment) Bill 2022” (“the Bill”) as a Member’s Bill to the Panel of Education for discussion and consideration.

LU is one of the local universities funded by the University Grants Committee. Its predecessor “Lingnan College” was established in 1992 as a body corporate by the Lingnan College Ordinance (Cap. 422) and was subsequently retitled as “Lingnan University” through the enactment of the Lingnan University Ordinance (Cap.1165) (“the Ordinance”) in 1999. The LU Council, as the executive body of the University, reviews the governance arrangements on a regular basis and when the need arises. With the purpose of improving the governance of LU and preparing for its future growth, the LU Council proposed the following changes to the Ordinance:

- (i) proposed revision to clarify the Council’s role in approving the policy governing the terms and conditions of service of staff,
- (ii) proposed revision to reflect the Senate’s duty to direct and regulate matters relating to intellectual property rights and knowledge transfer,
- (iii) the appointment of up to three Vice-Presidents to strengthen the University’s management team, and
- (iv) proposed amendment to student membership in the Council and the Court, viz, two members from the full-time students appointed by the Council of whom one is to be elected by and from the full-time undergraduate students and the other is to be elected by and from the full-time postgraduate students.



- 2 -

In 2013, the LU Council set up a review panel, which consists of the LU Council leadership, the Chairman of the Court, the President, a Council Member who is a legal expert, a staff and a student Council Member and a Council Member nominated by the Lingnan Education Organization Limited, to review the Ordinance with its focus mainly on the student participation in the LU Council business and other aspects as appropriate. The review panel reconvened in 2021 and revisited its previous recommendations in light of the changes in the social environment in the past few years as well as the recent development of the University, and formulate its updated recommendations as set out above.

LU has consulted the Education Bureau and the Law Draftsman, and has taken into account their comments in proposing the amendments to the respective provisions of the Ordinance as detailed in the Bill at Annex A. The proposed changes to respective provisions of the LU Ordinance are also presented in form of a comparison table at Annex B showing the current version of the LU Ordinance and the proposed changes with justifications for easy reference. Letter received from the Education Bureau dated 20 September 2022 on the subject matter is also attached at Annex C for perusal.

Any questions on the above can be direct to my office or Mrs Monica Tsang, Secretary to the LU Council at telephone number 2616 8752 or email to monicat@LN.edu.hk.

Yours sincerely,

Lau Chi-pang
Legislative Council Member

Encl.

《2022 年嶺南大學(修訂)條例草案》

目錄

條次		頁次
1.	簡稱	1
2.	修訂《嶺南大學條例》	1
3.	修訂第 2 條(釋義)	1
4.	修訂第 9 條(諮議會的成員)	2
5.	修訂第 12 條(校董會的成員)	2
6.	修訂第 14 條(委員會的一般事宜)	3
7.	修訂第 15 條(校長、副校長及其他僱員的委任)	4
8.	修訂第 16 條(校董會有權轉授權力及責任予校長)	4
9.	修訂第 18 條(教務會)	4
10.	修訂第 23 條(校董會訂立規程的權力)	5
11.	修訂附表 1(諮議會的會議及程序)	5
12.	修訂附表 2(校董會的會議及程序)	6
13.	保留條文	6

本條例草案

旨在

修訂《嶺南大學條例》，闡明雖然校董會仍保留核准有關員工的服務條款及條件的政策之權力，但校董會可將核准個別僱員的服務的條款及條件之權力轉授予委員會或校長；明定教務會有責任指示及規管與知識產權和知識轉讓有關的事項；容許委任最多 3 名副校長；修訂校董會和諮議會的學生成員；及就相關事宜作出規定。

由立法會制定。

1. 簡稱

本條例可引稱為《2022 年嶺南大學(修訂)條例》。

2. 修訂《嶺南大學條例》

《嶺南大學條例》(第 1165 章)現予修訂，修訂方式列於第 3 至 12 條。

3. 修訂第 2 條(釋義)

- (1) 第 2 條，**副校長**的定義，在“委任的”之後——
加入
“一名”。
- (2) 第 2 條——
廢除**學生會**的定義。

4. 修訂第 9 條(諮議會的成員)

(1) 第 9(1)條 ——

廢除(g)及(h)段

代以

“(g) 1 名由校長按照規程提名並由校董會委任的副校長；

(h) 由本科學生按照規程互選產生並由校董會委任的全日制學生 1 名；

(ha) 由研究生學生按照規程互選產生並由校董會委任的全日制學生 1 名；及”。

(2) 第 9(5)條，在“(e)”之後 ——

加入

“、(h)、(ha)”。

(3) 第 9(7)條，在“(e)”之後 ——

加入

“、(h)、(ha)”。

(4) 第 9(8)條 ——

廢除

“或(e)”

代以

“、(e)、(h)或(ha)”。

5. 修訂第 12 條(校董會的成員)

(1) 第 12(1)條 ——

廢除(g)及(h)段

代以

“(g) 1 名由校長按照規程提名並由校董會委任的副校長；

(h) 由本科學生按照規程互選產生並由校董會委任的全日制學生 1 名；及

(i) 由研究生學生按照規程互選產生並由校董會委任的全日制學生 1 名。”。

(2) 第 12(6)條 ——

廢除

“或(e)”

代以

“、(e)、(h)或(i)”。

(3) 第 12(8)條 ——

廢除

“或(e)”

代以

“、(e)、(h)或(i)”。

(4) 第 12(9)條 ——

廢除

“或(e)”

代以

“、(e)、(h)或(i)”。

6. 修訂第 14 條(委員會的一般事宜)

(1) 第 14(2)(a)條，在“核准”之後 ——

加入

“有關”。

(2) 在第 14(2)條之後 ——

加入

“(2A) 即使有第(2)(a)款的規定，校董會可將按照該等政策核准大學所僱用或聘用的人的服務條款及條件的權力轉授予委員會。”。

7. 修訂第 15 條(校長、副校長及其他僱員的委任)

(1) 第 15(4)條 ——

廢除

“一名副校長”

代以

“最多 3 名副校長”。

(2) 第 15(5)條，在“校長或”之後 ——

加入

“一名”。

8. 修訂第 16 條(校董會有權轉授權力及責任予校長)

(1) 第 16(2)(a)條，在“核准”之後 ——

加入

“有關”。

(2) 第 16(2)(f)條，在“終止”之後 ——

加入

“任何”。

(3) 在第 16(2)條之後 ——

加入

“(3) 即使有第(2)(a)款的規定，校董會可將按照該等政策核准大學所僱用或聘用的人的服務條款及條件的權力轉授予校長。”。

9. 修訂第 18 條(教務會)

第 18(2)(b)條 ——

廢除

“和研究工作”

代以

“、研究工作及所有有關知識產權和知識轉移的事宜”。

10. 修訂第 23 條(校董會訂立規程的權力)

(1) 第 23(1)(g)條 ——

廢除

“9(1)(d)或(e)”

代以

“9(1)(d)、(e)、(h)或(ha)”。

(2) 第 23(1)(g)條 ——

廢除

“12(1)(d)或(e)”

代以

“12(1)(d)、(e)、(h)或(i)”。

11. 修訂附表 1(諮議會的會議及程序)

(1) 附表 1，第 7 段 ——

廢除

“學生會會長或”。

(2) 附表 1，第 7 段 ——

廢除

“或(e)”

代以

“、(e)、(h)或(ha)”。

(3) 附表 1，第 8 段 ——

廢除

“學生會當其時的會長”

代以

“根據本條例第 9(1)(h)或(ha)條委任的全日制學生”。

12. 修訂附表 2(校董會的會議及程序)

(1) 附表 2，第 6 段 ——

廢除

“、學生會會長”。

(2) 附表 2，第 6 段 ——

廢除

“或(e)”

代以

“、(e)、(h)或(i)”。

(3) 附表 2，第 7 段 ——

廢除

“學生會當其時的會長”

代以

“根據本條例第 12(1)(h)或(i)條委任的全日制學生”。

13. 保留條文

本條例的條文不影響亦不得當作影響中央或香港特別行政區政府根據《基本法》和其他法律的規定所享有的權利或任何政治團體或法人團體或任何其他人的權利，但本條例所述及者和經由、透過或藉著他們提出申索者除外。

摘要說明

本條例草案的主要目的，是修訂《嶺南大學條例》(第 1165 章)(《主體條例》)以 ——

- (a) 闡明雖然校董會仍保留核准有關員工的服務條款及條件的政策之權力，但校董會可將核准個別僱員的服務的條款及條件之權力轉授予委員會或校長；
 - (b) 明定教務會有責任指示及規管與知識產權和知識轉讓有關的事項；
 - (c) 容許委任最多 3 名副校長；
 - (d) 修訂校董會和諮議會的學生成員；及
 - (e) 就相關事宜作出規定。
2. 草案第 1 條列出簡稱。
 3. 草案第 3 條廢除《主體條例》第 2 條中學生會的定義，因隨着對校董會和諮議會的學生成員的建議的修訂，學生會主席將不再是校董會和諮議會的成員。
 4. 草案第 3 條亦修訂《主體條例》第 2 條中副校長的定義，以訂立可委任多於一名副校長。
 5. 草案第 4(1)條修訂《主體條例》第 9(1)(g)條以 ——
 - (a) 訂立雖然最多可委任 3 名副校長，但僅有一名副校長可被委任至校董會和諮議會，以維持校董會和諮議會的成員人數，並賦予校董會作出該委任的權力；及
 - (b) 對校董會就由校長提名副校長以委任至校董會和諮議會訂立規程的權力作出規定。
 6. 草案第 4(1)條亦修訂《主體條例》第 9(1)(h)條以 ——
 - (a) 容許由從本科學生中推選出的學生代表作為諮議會的成員以鼓勵本科學生參與大學事務；及

- (b) 就校董會訂立規程以規定推選及進行委任的權力作出規定。
7. 草案第 4(1)條另在《主體條例》中加入第 9(1)(ha)條以 ——
- (a) 擴大校董會和諮議會的學生成員，以包括研究生，以使他們的意見可以更好地反映在大學的管治架構中。此外，鑑於大學的研究生人數顯著增加，而“增強研究生教育”是大學 2022-28 策略發展計劃中的策略領域之一，這將更好地讓大學反映學生的整體代表性；及
- (b) 就校董會訂立規程以規定推選及進行委任的權力作出規定。
8. 草案第 4(2)、4(3)及 4(4)條修訂《主體條例》第 9(5)、9(7)及 9(8)條以符合本摘要說明第 6 及第 7 段中提述的對《主體條例》第 9(1)條的修訂。
9. 草案第 5 條出於與本摘要說明第 5 至第 8 段相同的理由修訂《主體條例》第 12 條。
10. 草案第 6 條修訂《主體條例》第 14(2)(a)條以闡明雖然校董會仍保留核准有關員工的服務條款及條件的政策之權力，並在《主體條例》中第 14 條加入新訂第 14(2A)條以明確校董會仍可將核准個別僱員的服務的條款及條件之權力轉授予委員會或校長，因為由校董會核准每個僱員的條款和條件是不切實際的，而通過容許校董會轉授權力予委員會或校長，可提高效率。
11. 草案第 7 條修訂《主體條例》第 15(4)及 15(5)條以容許委任最多 3 名副校長，以加強大學管理團隊及促進大學發展。
12. 草案第 8 條出於與本摘要說明第 10 段相同的理由修訂《主體條例》第 16 條。
13. 草案第 9 條修訂《主體條例》第 18(2)(b)條以給予教務會權力以指示及規管與知識產權和知識轉讓有關的事項，以配合大學已開始註冊其研究工作產生的商標和專利，並釐清教務會的職能。

14. 草案第 10 至 12 條修訂《主體條例》第 23 條，附表 1 及附表 2，以符合本摘要說明第 5 至第 9 段中提述的對《主體條例》第 9 至 12 條的修訂。
15. 草案第 13 條為《香港特別行政區立法會議事規則》第 50(8)條要求下的保留條文。

Lingnan University (Amendment) Bill 2022

Contents

Clause		Page
1.	Short title.....	1
2.	Lingnan University Ordinance amended.....	1
3.	Section 2 amended (interpretation)	1
4.	Section 9 amended (membership of the Court).....	2
5.	Section 12 amended (membership of the Council)	3
6.	Section 14 amended (committees generally).....	4
7.	Section 15 amended (appointment of President, Vice- President and other employees)	4
8.	Section 16 amended (power of the Council to delegate to the President)	4
9.	Section 18 amended (Senate).....	5
10.	Section 23 amended (power of the Council to make statutes)	5
11.	Schedule 1 amended (meetings and procedures of the Court)	6
12.	Schedule 2 amended (meetings and procedures of the Council).....	6
13.	Saving	7

A BILL

To

Amend the Lingnan University Ordinance to clarify that while the Council still preserves the authority to approve the policies governing the terms and conditions of service of staff, the Council may delegate to its committee(s) or the President the power to approve the terms and conditions of service of individual employees; to stipulate the Senate's duty to direct and regulate matters relating to intellectual property rights and knowledge transfer; to allow appointment of up to three Vice-Presidents; to amend the student membership in the Council and the Court; and to provide for related matters.

Enacted by the Legislative Council.

1. Short title

This Ordinance may be cited as the Lingnan University (Amendment) Ordinance 2022.

2. Lingnan University Ordinance amended

The Lingnan University Ordinance (Cap. 1165) is amended as set out in sections 3 to 12.

3. Section 2 amended (interpretation)

(1) Section 2, definition of *Vice-President*—

Repeal

“means the”

Substitute

“means a”.

- (2) Section 2—

Repeal the definition of *Students' Union*.

4. Section 9 amended (membership of the Court)

- (1) Section 9(1)—

Repeal paragraphs (g) and (h)

Substitute

“(g) 1 Vice-President nominated by the President in accordance with statutes and appointed by the Council;

(h) 1 full-time student elected by and from the undergraduate students in accordance with statutes and appointed by the Council;

(ha) 1 full-time student elected by and from the postgraduate students in accordance with statutes and appointed by the Council; and”.

- (2) Section 9(5), after “(e)”—

Add

“, (h), (ha)”.

- (3) Section 9(7), after “(e)”—

Add

“, (h), (ha)”.

- (4) Section 9(8)—

Repeal

“or (e)”

Substitute

“, (e), (h) or (ha)”.

5. Section 12 amended (membership of the Council)

- (1) Section 12(1)—

Repeal paragraphs (g) and (h)

Substitute

“(g) 1 Vice-President nominated by the President in accordance with statutes and appointed by the Council;

(h) 1 full-time student elected by and from the undergraduate students in accordance with statutes and appointed by the Council; and

(i) 1 full-time student elected by and from the postgraduate students in accordance with statutes and appointed by the Council.”.

- (2) Section 12(6)—

Repeal

“or (e)”

Substitute

“, (e), (h) or (i)”.

- (3) Section 12(8)—

Repeal

“or (e)”

Substitute

“, (e), (h) or (i)”.

- (4) Section 12(9)—

Repeal

“or (e)”

Substitute

“, (e), (h) or (i)”.

6. Section 14 amended (committees generally)

- (1) Section 14(2)(a), after “to approve”—

Add

“the policies relating to”.

- (2) After section 14(2)—

Add

“(2A) Despite subsection (2)(a), the Council may delegate to the committee the power to approve the terms and conditions of service of persons in the employment of the University in accordance with such policies.”.

7. Section 15 amended (appointment of President, Vice-President and other employees)

- (1) Section 15(4)—

Repeal

“a Vice President”

Substitute

“up to 3 Vice Presidents”.

- (2) Section 15(5)—

Repeal

“the Vice-President”

Substitute

“a Vice-President”.

8. Section 16 amended (power of the Council to delegate to the President)

- (1) Section 16(2)(a), after “to approve”—

Add

“the policies relating to”.

- (2) Section 16(2)(f)—

Repeal

“the Vice-President”

Substitute

“any Vice-President”.

- (3) After section 16(2)—

Add

“(3) Despite subsection (2)(a), the Council may delegate to the President the power to approve the terms and conditions of service of persons in the employment of the University in accordance with such policies.”.

9. Section 18 amended (Senate)

Section 18(2)(b)—

Repeal

“and research”

Substitute

“, research, and all matters relating to intellectual property rights and knowledge transfer”.

10. Section 23 amended (power of the Council to make statutes)

- (1) Section 23(1)(g)—

Repeal

“9(1)(d) or (e)”

Substitute

“9(1)(d), (e), (h) or (ha)”.

- (2) Section 23(1)(g)—

Repeal

“12(1)(d) or (e)”

Substitute

“12(1)(d), (e), (h) or (i)”.

11. Schedule 1 amended (meetings and procedures of the Court)

- (1) Schedule 1, paragraph 7—

Repeal

“the President of the Students’ Union or”.

- (2) Schedule 1, paragraph 7—

Repeal

“or (e)”

Substitute

“, (e), (h) or (ha)”.

- (3) Schedule 1, paragraph 8—

Repeal

“the President for the time being of the Students’ Union”

Substitute

“the full-time student appointed under section 9(1)(h) or (ha) of the Ordinance”.

12. Schedule 2 amended (meetings and procedures of the Council)

- (1) Schedule 2, paragraph 6—

Repeal

“, the President of the Students’ Union”.

- (2) Schedule 2, paragraph 6—

Repeal

“or (e)”

Substitute

“, (e), (h) or (i)”.

- (3) Schedule 2, paragraph 7—

Repeal

“the President for the time being of the Students’ Union”

Substitute

“the full-time student appointed under section 12(1)(h) or (i) of the Ordinance”.

13. Saving

Nothing in this Ordinance shall affect or be deemed to affect the rights of the Central Authorities or the Government of the Hong Kong Special Administrative Region under the Basic Law and other laws, or the rights of any body politic or corporate or of any other person except such as are mentioned in this Ordinance and those claiming by, from or under them.

Explanatory Memorandum

The object of this Bill is to amend the Lingnan University Ordinance (Cap. 1165) (*principal Ordinance*)—

- (a) to clarify that while the Council still preserves the authority to approve the policies governing the terms and conditions of service of staff, the Council may delegate to its committee(s) or the President the power to approve the terms and conditions of service of individual employees;
 - (b) to stipulate the Senate's duty to direct and regulate matters relating to intellectual property rights and knowledge transfer;
 - (c) to allow appointment of up to three Vice-Presidents;
 - (d) to amend the student membership in the Council and the Court; and
 - (e) to provide for related matters.
2. Clause 1 sets out the short title.
 3. Clause 3 repeals the definition of *Students' Union* in section 2 of the principal Ordinance, as following the proposed changes to the student membership in the Council and the Court, the President of the Students' Union will no longer be a member of the Council and the Court.
 4. Clause 3 also amends the definition of *Vice-President* in section 2 of the principal Ordinance to provide that more than one Vice-Presidents could be appointed.
 5. Clause 4(1) amends section 9(1)(g) of the principal Ordinance to—
 - (a) provide that although up to three Vice-Presidents may be appointed, only one Vice-President will be appointed to the Council and the Court in order to maintain the number

- of members in the Council and the Court, and the Council is empowered to make such appointment; and
- (b) provide for the Council's power to make new statutes to govern the nomination of the Vice-President by the President for appointment to the Council and the Court.
6. Clause 4(1) also amends section 9(1)(h) of the principal Ordinance to—
 - (a) allow a student representative to be elected from the undergraduate students to be a member in the Council to encourage participation of the undergraduate students in university business; and
 - (b) provide for the Council's powers to make statutes to govern the election and to make the appointment.
 7. Clause 4(1) further adds section 9(1)(ha) to the principal Ordinance to—
 - (a) expand the student membership in the Council and the Court to include postgraduate students to the effect that their views could be better reflected in the University's governance structure. Furthermore, given that there is a significant increase of the number of postgraduate students in the University and that "Augmenting Postgraduate Studies" is one of the strategic areas in the University's Strategic Plan 2022-28 this will better allow the University to reflect overall student representation; and
 - (b) provide for the Council's powers to make statutes to govern the election and to make the appointment.
 8. Clauses 4(2), 4(3) and 4(4) to 4(7) amend sections 9(5), 9(7) and 9(8) of the principal Ordinance in line with the amendments to section 9(1) of the principal Ordinance referred to in paragraphs 6 and 7 of this Explanatory Memorandum.

9. Clause 5 amends section 12 of the principal Ordinance for the same justifications as paragraphs 5 to 8 of this Explanatory Memorandum.
10. Clause 6 amends section 14(2)(a) of the principal Ordinance to clarify that while the Council still preserves the authority to approve the policies governing the terms and conditions of service of staff and adds a new subsection (2A) to section 14 of the Ordinance, to clarify that the Council may still delegate to its committee(s) or the President the power to approve the terms and conditions of service of individual employees as it is impractical for the Council to approve terms and conditions of every individual employee. By allowing the Council to delegate to the committee or the President it will improve their efficiency.
11. Clause 7 amends sections 15(4) and 15(5) of the principal Ordinance to allow appointment of up to three Vice-Presidents to strengthen the University's management team for the University's development.
12. Clause 8 amends section 16 of the principal Ordinance for the same justifications as paragraph 10 of this Explanatory Memorandum.
13. Clause 9 amends section 18(2)(b) of the principal Ordinance to empower the Senate to direct and regulate matters relating to intellectual property rights and knowledge transfer, given that the University has started to register trademark and patent that resulted from its research work and to clarify the role of the Senate.
14. Clauses 10 to 12 amend section 23, Schedule 1 and Schedule 2 of the principal Ordinance in line with the amendments to sections 9 and 12 of the principal Ordinance as referred to in paragraphs 5 to 9 of this Explanatory Memorandum.
15. Clause 13 is a saving provision required under Rule 50(8) of the Rules of Procedure of the Legislative Council of the Hong Kong Special Administrative Region.

嶺南大學

《嶺南大學條例》修訂建議

《嶺南大學條例》

(第 1165 章)
(版本: 21.4.2022)

本條例旨在就設立嶺南大學及相關事宜訂定條文。

[1999 年 7 月 30 日] 1999 年第 211 號法律公告
(格式變更——2022 年第 1 號編輯修訂紀錄)

鑑於——

- (1) 嶺南學院於1967年設立並根據《教育條例》(第279章)註冊為一所學校，以繼續和促進於1888年在中國廣州創立的嶺南大學的傳統與服務精神；
- (2) 嶺南學院於1978年根據《專上學院條例》(第320章)註冊；
- (3) 嶺南學院於1992年根據《嶺南學院條例》(第422章)以嶺南學院的名稱成立為法人團體；及
- (4) 現認為嶺南學院宜改稱為嶺南大學：
(略去制定語式條文——2014年第2號編輯修訂紀錄)

修訂建議
(以紫色顯示)

第I部

導言

1. 簡稱

(編輯修訂——2022年第1號編輯修訂紀錄)

- (1) 本條例可引稱為《嶺南大學條例》。
- (2) (已失時效而略去——2014年第2號編輯修訂紀錄)

2. 釋義

在本條例中，除文意另有所指外——

大學(University)指根據第3條設立的嶺南大學；

已廢除條例(repealed Ordinance)指根據第28條廢除的《嶺南學院條例》(第422章)；

合資格的教職員(eligible staff)指大學的全職教學人員及全職導修人員，包括規程界定為屬同等職級或職系的大學行政人員；

局長(Secretary)指教育局局長；(由2007年第130號法律公告修訂)

校長(President)指根據第15條委任的校長，亦指當其時署理校長職位的人；

校董會(Council)指第11(1)條所設立的嶺南大學校董會；

校監(Chancellor)指第4條所指的大學校監；

財政年度(financial year)指大學根據第19(3)條訂定為其財政年度的期間；

副校長(Vice-President)指根據第15條委任的副校長，亦指當其時署理副校長職位的人；

教務會(Senate)指根據第18條設立的大學教務會；

規程(statutes)指校董會根據第23條訂立的大學規程；

修改

副校長(Vice-President)指根據第15條委任的一名副校長，亦指當其時署理副校長職位的人；

說明(1)

根據第15條校董會可在徵詢諮議會意見後，委任一名副校長，以協助校長執

學生會 (Students' Union)指嶺南大學學生會；

諮議會 (Court)指第7條所設立的嶺南大學諮議會；

嶺南大學香港同學會有限公司 (Lingnan University Alumni Association (Hong Kong) Limited)指根據在《公司條例》(第622章)附表9第2條的生效日期*之前不時有效的《公司條例》(第32章)以“嶺南大學香港同學會有限公司”名稱註冊的法人團體；(由2012年第28號第912及920條修訂)

嶺南教育機構有限公司 (Lingnan Education Organization Limited)指根據在《公司條例》(第622章)附表9第2條的生效日期之前不時有效的《公司條例》(第32章)以“嶺南教育機構有限公司”名稱註冊的法人團體。(由2012年第28號第912及920條修訂)

(編輯修訂——2022年第1號編輯修訂紀錄)

編輯附註：

* 生效日期：2014年3月3日。

第II部 大學

3. 大學的設立

- (1) 於緊接本條生效*前根據已廢除條例名為嶺南學院的法人團體，在本條生效當日及之後名為嶺南大學，並以嶺南大學的名稱永久延續和可以該名稱起訴與被起訴。
- (2) 大學的宗旨是提供文科、人文學科、商科、社會科學科、理科及其他學科的教育、研修、訓練及研究。

編輯附註：

* 生效日期：1999年7月30日。

行職務。大學現時設有由校董會委任的一名校長及一名副校長，以及由校長委任的三名協理副校長分別負責處理學術及對外關係、學術素質保證與國際事務及學生事務。除了嶺大以外，其他大學教資會資助的大學均委任多於一名副校長(三至六名)。有見及此，嶺大建議最多可委任3名副校長以加強大學管理團隊及促進大學發展。因此，建議修改第2條中**副校長**的定義及其他相關條款。

廢除學生會的定義

~~**學生會** (Students' Union)指嶺南大學學生會；~~

說明(2)

隨着對校董會和諮議會的學生成員作出的建議的修訂，學生會主席將不再是校董會和諮議會的成員。因此，建議廢除第2條中**學生會**的定義。

4. 校監

大學設有一名校監，由行政長官出任。

5. 大學印章

- (1) 大學備有一個法團印章，使用該印章蓋印須——
 - (a) 由校董會藉決議授權或藉決議追認其有效性；及
 - (b) 由以下人士簽署認證——
 - (i) 校長或任何副校長；及
 - (ii) 校董會的一名成員，該成員須已獲校董會的一般授權或特別授權作簽署認證。
- (2) 一份看來是用大學的法團印章妥為簽立的文件，須予接納為證據，而且除非反證成立，否則須將該文件當作已妥為簽立。

6. 大學的權力

大學有權為貫徹執行其職能而作出一切所需或附帶需要的事情，或作出一切有助於貫徹執行其職能或與此目的相關的事情，在不損害前述條文的一般性的原則下，尤可——

- (a) 取得、承租、購買、持有和享有任何種類的財產，以及出售、出租或以其他方式處置或處理該等財產，其方式及範圍為假使該等財產是由一名自然人按與大學相同的權益持有時法律所容許者；
- (b) 為其學生及所僱用或聘用的人提供合適的適意設備(包括住宿安排、社交及康體活動所需的設施)；
- (c) 建造、提供、裝備、保養、改動、移去、拆卸、更換、擴大、改善、修繕與規管大學的建築物、處所、家具及設備以及所有其他財產；
- (d) 僱用或聘用任何全職或非全職的教職員、專業顧問或專家顧問；
- (e) 訂定教職員的薪酬條款及服務條件；
- (f) 收取與動用資金；

- (g) 以其認為需要或合宜的方式及規模，將大學的資金用於投資；
- (h) 以其認為合宜的方式，並以其認為合宜的保證或條款借入款項；
- (i) 為執行其職能而以其認為合適的條件申請與接受任何資助；
- (j) 就大學所提供的課程、設施及其他服務釐定與收取費用，並指明使用該等設施及服務的條件；
- (k) 在一般情況下或就任何個別情況或類別的情況減收、免收或退還如此釐定的費用；
- (l) 不論是以信託方式或其他方式，以大學名義接受與徵求饋贈，以及擔任以信託方式歸屬大學的款項或其他財產的受託人；
- (m) 為貫徹其宗旨以補助或貸款方式提供經濟援助；
- (n) 與他人訂立合約、成立合夥或其他形式的聯營關係；
- (o) 按大學認為適當或合宜而印刷、製作或出版任何手稿、書籍、戲劇、音樂、劇本、節目或其他材料，包括影音材料及電腦軟件；
- (p) 頒授學位及學術名銜，包括榮譽學位及榮譽名銜；
- (q) 核准大學的周年財政預算。

第III部

諮議會

7. 諮議會的設立

現設立名為嶺南大學諮議會的諮議會。

8. 諮議會的責任等

諮議會——

- (a) 須就校長或副校長的委任獲校董會徵詢意見；
- (b) 可審議周年財政預算並向校董會陳述意見；
- (c) 可審議周年帳目以及核數師作出的任何評註；
- (d) 可審議校董會向其作出的任何報告；及
- (e) 可討論任何關於大學整體政策的動議。

9. 諮議會的成員

(1) 諮議會由以下成員組成——

- (a) 行政長官根據第12(1)(a)條委任的10名校董會成員，擔任當然成員；
- (b) 由校董會提名並由行政長官委任的成員，以不逾6名為限；
- (c) 由嶺南教育機構有限公司提名並由行政長官委任的成員19名；
- (d) 由合資格的教職員按照規程互選產生並由校董會委任的成員2名；
- (e) 由教務會成員按照規程互選產生並由校董會委任的成員1名；
- (f) 校長，擔任當然成員；
- (g) 副校長，擔任當然成員；
- (h) 學生會會長，擔任當然成員；及
- (i) 由嶺南大學香港同學會有限公司提名，並由校董會委任的嶺南學院(本條例弁言所提述者)或大學的畢業生或舊生一名。

(2) 行政長官須從根據第(1)(a)、(b)或(c)款委任的成員中委任——

- (a) 1名成員擔任諮議會的主席；及
- (b) 1名成員擔任諮議會的副主席。

取代

- (g) 副校長，擔任當然成員；1名由校長按照規程提名並由校董會委任的副校長；

說明(3)

參照說明(1)建議最多可委任3名副校長，為維持校董會和諮議會的成員人數，建議僅有一名副校長可被委任至校董會和諮議會，並賦予校董會作出該委任的權力。此外，建議校董會就由校長提名副校長以委任至校董會和諮議會訂立規程的權力作出規定。

取代

- (h) 學生會會長，擔任當然成員；及由本科學生按照規程互選產生並由校董會委任的全日制學生1名；

說明(4)

嶺大深信學生為大學重要持份者之一，並認同學生參與大學事務的重要性。經審視校董會和諮議會的學生成員組成後，為更好地反映學生的整體代表性，嶺大參考《香港理工大學條例》(第1075章)委任學生成員的相關安排，建議修改第9(1)(h)條及第12(1)(h)條，並容許由從本科學生中推選出的學生代表作為校董會和諮議會的成員以鼓勵本科學生參與大學事務及就校董會訂立規程以規定推選及進行委任的權力作出規定。

加入

- (ha) 由研究生學生按照規程互選產生並由校董會委任的全日制學生1名；及

- (3) 如諮議會主席不在香港或因任何其他理由而不能執行主席職務，即由諮議會副主席署理主席職位。如在任何期間，主席及副主席均不在香港或不能執行其各自的職務，或主席及副主席職位同時懸空，諮議會各成員可委任第(1)(a)、(b)或(c)款所提述的成員的其中一人，在該段期間署理主席職位。
- (4) 第(1)(b)或(c)款所提述的成員的任期為3年或行政長官所決定的較短期間。
- (5) 除第(8)款另有規定外，第(1)(d)、(e)或(i)款所提述的成員的任期為3年或校董會所決定的較短期間。
- (6) 第(1)(b)或(c)款所提述的成員可隨時以書面通知行政長官或局長，辭去其在諮議會內的職位。
- (7) 第(1)(d)、(e)或(i)款所提述的成員可隨時以書面通知校董會主席，辭去其在諮議會內的職位。
- (8) 根據第(1)(d)或(e)款成為諮議會成員的成員自以下情況出現時起，即不再是諮議會的成員——
- (a) 他不再是推選他擔任諮議會成員的團體的成員；或
- (b) 他不再符合由規程所界定的獲選的資格準則。
- (9) 任何成員的委任因預定期限屆滿、辭職或不再符合規程所界定的獲選的資格準則而失效時，則為填補該懸空的職位而作出的新委任或再度委任的程序，是猶如首次委任成員出任該職位者一樣。

10. 諮議會的會議及程序

- (1) 附表1適用於諮議會的會議及程序。
- (2) 在符合本條例及規程的規定下，諮議會可自行決定其會議程序。

說明(5)

鑑於大學的研究生人數顯著增加，而「增強研究生教育」是大學2022-28策略發展計劃中的策略領域之一，嶺大建議擴大校董會和諮議會的學生成員，以包括研究生，以使他們的意見可以更好地反映在大學的管治架構中。為更好地反映學生的整體代表性，嶺大參考《香港理工大學條例》(第1075章)委任學生成員的相關安排，建議加入第9(1)(ha)條及第12(1)(i)條，容許由從研究生中推選出的學生代表作為校董會及諮議會的成員以鼓勵研究生參與大學事務及就校董會訂立規程以規定推選及進行委任的權力作出規定。

修改

- (5) 除第(8)款另有規定外，第(1)(d)、(e)、(h)、(ha)或(i)款所提述的成員的任期為3年或校董會所決定的較短期間。

說明(6)

嶺大建議修改第9(5)條以符合對第9(1)(h)條之修改及加入第9(1)(ha)條。

修改

- (7) 第(1)(d)、(e)、(h)、(ha)或(i)款所提述的成員可隨時以書面通知校董會主席，辭去其在諮議會內的職位。

說明(7)

嶺大建議修改第9(7)條以符合對第9(1)(h)條之修改及加入第9(1)(ha)條。

修改

- (8) 根據第(1)(d)~~或~~、(e)、(h)或(ha)款成為諮議會成員的成員自以下情況出現時起，即不再是諮議會的成員——

說明(8)

嶺大建議修改第9(8)條以符合對第9(1)(h)條之修改及加入第9(1)(ha)條。

第IV部

校董會

11. 校董會的設立

- (1) 現設立名為嶺南大學校董會的校董會。
- (2) 校董會是大學的行政團體，可行使大學所獲賦予的任何權力，亦須執行委予大學的所有責任。

12. 校董會的成員

- (1) 校董會由以下成員組成——
 - (a) 由行政長官委任而委任書亦指明他們是諮議會當然成員的成員10名；
 - (b) 由行政長官委任的成員8名；
 - (c) 由嶺南教育機構有限公司提名並由行政長官委任的成員7名；
 - (d) 由合資格的教職員按照規程互選產生並由校董會委任的成員3名；
 - (e) 由教務會成員按照規程互選產生並由校董會委任的成員2名；
 - (f) 校長，擔任當然成員；
 - (g) 副校長，擔任當然成員；及
 - (h) 學生會會長，擔任當然成員。
- (2) 行政長官須從根據第(1)(a)款委任的成員中委任——
 - (a) 1名成員擔任校董會主席；
 - (b) 1名成員擔任校董會副主席；及
 - (c) 1名成員擔任校董會司庫。
- (3) 如校董會主席不在香港或因任何其他理由不能執行主席職務，即由校董會副主席署理主席職位。

取代

- (g) 副校長，擔任當然成員；及1名由校長按照規程提名並由校董會委任的副校長；

說明(9)

與說明(3)相同。

取代

- (h) 學生會會長，擔任當然成員。由本科學生按照規程互選產生並由校董會委任的全日制學生1名；及

說明(10)

與說明(4)相同。

加入

- (i) 由研究生學生按照規程互選產生並由校董會委任的全日制學生1名。

說明(11)

與說明(5)相同。

- (4) 如在任何期間，主席及副主席均不在香港或不能執行其各自的職務，或主席及副主席職位同時懸空，校董會成員可委任根據第(1)(a)款委任的成員的其中一人，在該段期間署理主席職位。
- (5) 根據第(1)(a)、(b)或(c)款委任的成員，以及根據第(2)款委任的主席、副主席或司庫，其任期為3年或行政長官所決定的較短期間。
- (6) 除第(9)款另有規定外，根據第(1)(d)或(e)款委任的成員的任期為3年或校董會所決定的較短期間。
- (7) 根據第(1)(a)、(b)或(c)款委任的成員，或根據第(2)款委任的主席、副主席或司庫，可隨時以書面通知行政長官或局長，辭去其在校董會內的職位。
- (8) 根據第(1)(d)或(e)款委任的成員可隨時以書面通知校董會主席，辭去其在校董會內的職位。
- (9) 根據第(1)(d)或(e)款成為校董會成員的成員自以下情況出現時起，即不再是校董會成員——
- (a) 他不再是推選他擔任校董會成員的團體的成員；或
- (b) 他不再符合由規程所界定的獲選的資格準則。
- (10) 任何成員的委任因預定期限屆滿、辭職或不再符合規程所界定的獲選的資格準則而失效時，為填補該懸空的職位而作出的新委任或再度委任，其程序猶如首次委任成員出任該職位一樣。

13. 校董會的會議及程序

- (1) 附表2適用於校董會的會議及程序。
- (2) 在符合本條例的規定下，校董會可規管本身的程序。

14. 委員會的一般事宜

- (1) 校董會可為一般或特別目的而成立和委出任何委員會。委員會的部分委員可由非校董會成員的人出任，而委員會主席則須由校董會從校董會成員中委出。

修改

- (6) 除第(9)款另有規定外，根據第(1)(d)或(e)、(h)或(i)款委任的成員的任期為3年或校董會所決定的較短期間。

說明(12)

嶺大建議修改第12(6)條以符合對第12(1)(h)條之修改及加入第12(1)(i)條。

修改

- (8) 根據第(1)(d)或(e)、(h)或(i)款委任的成員可隨時以書面通知校董會主席，辭去其在校董會內的職位。

說明(13)

嶺大建議修改第12(8)條以符合對第12(1)(h)條之修改及加入第12(1)(i)條。

修改

- (9) 根據第(1)(d)或(e)、(h)或(i)款成為校董會成員的成員自以下情況出現時起，即不再是校董會成員——

說明(14)

嶺大建議修改第12(9)條以符合對第12(1)(h)條之修改及加入第12(1)(i)條。

- (2) 校董會可將其任何權力及責任以書面轉授予委員會，如校董會認為合適，並可就轉授附加限制或條件。但校董會不得將以下權力轉授予委員會——
- (a) 核准大學所僱用或聘用的人的服務條款及條件；
- (b) 核准周年財政預算；
- (c) 授權擬備第19(2)條所規定的報表；或
- (d) 訂立規程。
- (3) 在符合規程的規定下，各委員會可自行決定其會議程序。

第V部

校長、副校長及其他僱員

15. 校長、副校長及其他僱員的委任

- (1) 校董會須在徵詢諮議會意見後，委任一名校長。
- (2) 校長須受校董會監督。
- (3) 校長是大學的學術及行政方面的首長。
- (4) 校董會可在徵詢諮議會意見後，委任一名副校長，以協助校長執行職務。
- (5) 校董會有權在徵詢諮議會意見後，以行為不檢、不稱職或效率欠佳的理由，或其他好的因由，終止校長或副校長的委任。
- (6) 於校長不在香港或喪失履行職務能力期間，或其職位因任何原因而懸空期間，校董會可委任一人署理校長職位。
- (7) 校董會可委任其認為合適的其他人為大學僱員。
- (8) 校董會有權以行為不檢、不稱職、效率欠佳的理由，或其他好的因由，終止任何僱員的委任。

修改

- (a) 核准有關大學所僱用或聘用的人的服務條款及條件；

加入

(2A) 即使有第(2)(a)款的規定，校董會可將按照該等政策核准大學所僱用或聘用的人的服務條款及條件的權力轉授予委員會。

說明(15)

嶺大認為第12(4)條由校董會核准每個僱員的服務條款和條件是不切實際的，並建議容許校董會轉授權力予委員會或校長以提高管治效率。因此，嶺大建議修改第14(2)(a)條及第16(2)(a)條，並加入第14(2A)條及第16(3)條，以闡明雖然校董會仍保留核准有關員工的服務條款及條件的政策權力，惟校董會仍可將核准個別僱員的服務條款及條件的權力轉授予委員會或校長。

修改

- (4) 校董會可在徵詢諮議會意見後，委任一名最多3名副校長，以協助校長執行職務。
- (5) 校董會有權在徵詢諮議會意見後，以行為不檢、不稱職或效率欠佳的理由，或其他好的因由，終止校長或一名副校長的委任。

說明(16)

與說明(1)相同。

16. 校董會有權轉授權力及責任予校長

- (1) 在符合第(2)款的規限下，校董會可將其任何權力及責任以書面轉授予校長，如校董會認為合適，並可就轉授附加限制或條件。
- (2) 校董會不得將以下權力轉授予校長——
 - (a) 核准大學所僱用或聘用的人的服務條款及條件；
 - (b) 核准周年財政預算；
 - (c) 授權擬備第19(2)條所規定的報表；
 - (d) 訂立規程；
 - (e) 委任校長或副校長；
 - (f) 終止副校長的委任；
 - (g) 校董會在第15(6)條下的權力。

17. 校長有權轉授權力及責任

- (1) 在第(2)款的規限下，校長可將其權力及責任以書面轉授予他認為合適的人士或委員會，包括將校董會根據第16條轉授予他的權力或責任再轉授，如校長認為合適，並可就再轉授附加限制或條件。
- (2) 校長將校董會轉授予他的權力或責任再轉授的權力，須受校董會根據第16條施加於再轉授的限制或條件所規限。

第VI部

教務會

18. 教務會

- (1) 大學設有教務會。教務會是大學的最高教務機構。
- (2) 教務會須——

修改

- (a) 核准有關大學所僱用或聘用的人的服務條款及條件；

說明(17)

與說明(15)相同。

修改

- (f) 終止任何副校長的委任；

說明(18)

與說明(1)相同。

加入

- (3) 即使有第(2)(a)款的規定，校董會可將按照該等政策核准大學所僱用或聘用的人的服務條款及條件的權力轉授予校長。

說明(19)

與說明(15)相同。

- (a) 檢討及發展學術課程；
 - (b) 指示及規管大學的教學和研究工作；
 - (c) 規管各認可課程取錄學生及該等學生上課的事宜；
 - (d) 規管大學的學位及其他學術名銜的考試；及
 - (e) 決定獲頒授學位、文憑、證書及其他學術名銜(榮譽學位或榮譽名銜除外)的資格。
- (3) 關於教務會的成員及程序的事宜須符合規程的規定。

第VII部

財政報表及報告

19. 帳目

- (1) 大學須就其所有收支備存妥善的帳目及紀錄。
- (2) 在每個財政年度完結後，大學須擬備該年度的大學收支結算表和以該年度完結日為準的大學資產負債表。
- (3) 大學可不時訂定某段期間為其財政年度。

20. 核數師

- (1) 大學須委任核數師。核數師有權隨時取覽大學的所有帳簿、付款憑單及其他財務紀錄，並有權隨時要求取得他們合理地認為必需的資料及解釋。
- (2) 核數師須審計根據第19(2)條擬備的報表，並就該等報表向大學提交報告。

21. 將報表及報告呈交校監

大學須在每個財政年度完結後6個月內，或在校監就個別年度所容許的較後日期之前，向校監呈交一份大學校務報告、根據

修改

- (b) 指示及規管大學的教學和研究工作、研究工作及所有有關知識產權和知識轉移的事宜；

說明(20)

嶺大建議修改第18(2)(b)條以給予教務會權力以指示及規管與知識產權和知識轉讓有關的事項，以配合大學已開始註冊其研究工作產生的商標和專利，並釐清教務會的職能。

第19(2)條擬備的各報表的副本及根據第20(2)條作出的報告的副本。

第VIII部

一般規定

22. 未經授權而使用大學名稱

- (1) 任何人不得組織——
 - (a) 偽稱是或偽冒是——
 - (i) 大學或其任何分支或部分的團體；或
 - (ii) 與大學在任何方面有關連或聯繫的團體；或
 - (b) 以“嶺南大學”或“Lingnan University”命名而意圖欺騙或誤導的團體，或使用任何語文中與該等名稱非常相近的名稱的團體，以致能欺騙或誤導任何人相信該團體是——
 - (i) 大學或其任何分支或部分；或
 - (ii) 與大學在任何方面有關連或聯繫，或成立該團體為法團，或成為該團體的董事、高級人員、成員或籌辦人，或從事和該團體有關的工作。
- (2) 任何人違反第(1)款的規定，即屬犯罪，一經定罪，可處第6級罰款。

23. 校董會訂立規程的權力

- (1) 在符合本條例的條文下，校董會可訂立規程，以便更有效地執行本條例的條文，而在不影響前述條文的一般性的原則下，尤可訂立規程，就以下事項作出規定——
 - (a) 規管諮議會、教務會及根據第14條成立的委員會的程序；

- (b) 教務會及根據第14條成立的委員會的成員及法定人數；
- (c) 教務會的權力及責任，以及根據第14條成立的委員會的權力及責任；
- (d) 大學所僱用或聘用的人的紀律；
- (e) 規管大學學生的操行及紀律；
- (f) 學位及其他學術名銜(包括榮譽學位及榮譽名銜)的頒授；及
- (g) 為根據第9(1)(d)或(e)條推選候選人以供委任晉身諮議會以及根據第12(1)(d)或(e)條推選候選人以供委任晉身校董會而舉行和進行選舉。

(2) 根據本條訂立的任何規程不屬附屬法例。

24. 附表的修訂

局長可藉憲報刊登的命令修訂附表1或2。

25. 歸屬

- (1) 在符合第3條的規定下，在緊接該條生效*之前根據已廢除條例名為嶺南學院的法人團體，在該條生效當日及之後作為大學而繼續存在；據此，所有在該條生效日期之前歸屬嶺南學院的財產(不論是動產或不動產)、權利及特權，須按照其在該日期歸屬嶺南學院所按照的條款及條件(如有的話)繼續歸屬大學，而嶺南學院在緊接該日期前所承擔的義務及法律責任，則同樣地須由大學繼續承擔。
- (2) 在符合第(1)款的規定下，嶺南學院在第3條生效之前所委任的僱員，須當作已獲大學委任，而就各方面而言，該僱員的服務期須視為自他獲嶺南學院委任當日起連續不斷。

編輯附註：

* 生效日期：1999年7月30日。

修改

(g) 為根據第9(1)(d)或(e)、(h)或(ha)條推選候選人以供委任晉身諮議會以及根據第12(1)(d)、或(e)、(h)或(i)條推選候選人以供委任晉身校董會而舉行和進行選舉。

說明(21)

嶺大建議修改第23(1)(g)條以符合對第9(1)(h)條及第12(1)(h)條之修改及加入第9(1)(ha)條及第12(1)(i)條。

26. 過渡性條文

- (1) 在第11條生效*之前，根據已廢除條例設立的嶺南學院校務會，可在不損害《釋義及通則條例》(第1章)第32條的實施的原則下，行使本條例賦予校董會的任何權力(包括校董會委任校董會成員的權力)，或執行本條例委予校董會的所有責任。
- (2) 在有待根據第7條設立諮議會的期間，須將根據已廢除條例設立的校董會當作為諮議會。
- (3) 在有待根據第18條設立教務會的期間，須將根據已廢除條例設立的教務會當作為教務會。
- (4) 在有待根據第15條委任校長的期間，須將根據已廢除條例委任的嶺南學院校長當作為校長。
- (5) 根據已廢除條例訂立而在緊接第3條生效**前有效的所有規則，須在作出必要的變通後當作為根據第23條訂立的規程，並可據此而被修訂或廢除。

編輯附註：

* 生效日期：1999年10月22日。

**生效日期：1999年7月30日。

27. 保留條文

本條例的條文不影響亦不得當作影響中央或香港特別行政區政府根據《基本法》和其他法律的規定所享有的權利或任何政治體或法人團體或任何其他人的權利，但本條例所述及者和經由、透過或藉着他們提出申索者除外。

28. (已失時效而略去——2022年第1號編輯修訂紀錄)

29. (已失時效而略去——2022年第1號編輯修訂紀錄)

30. (已失時效而略去——2022年第1號編輯修訂紀錄)

31. (已失時效而略去——2022年第1號編輯修訂紀錄)

32. (已失時效而略去——2022年第1號編輯修訂紀錄)
33. (已失時效而略去——2022年第1號編輯修訂紀錄)
34. (已失時效而略去——2022年第1號編輯修訂紀錄)
35. (已失時效而略去——2022年第1號編輯修訂紀錄)
36. (已失時效而略去——2022年第1號編輯修訂紀錄)
37. (已失時效而略去——2022年第1號編輯修訂紀錄)
38. (已失時效而略去——2022年第1號編輯修訂紀錄)
39. (已失時效而略去——2022年第1號編輯修訂紀錄)

附表1

[第10及24條]

諮議會的會議及程序

1. 諮議會會議在主席指定的時間及地點舉行。
2. 主席收到由10名或以上的成員提出的請求後，須在21天內召開特別大會，以討論該等成員所指明的事宜。
3. 諮議會會議的法定人數為當其時在任成員的半數。
4. 如諮議會會議須審議的事項，涉及出席會議的成員的直接或間接個人利害關係，則該成員須在會議開始後，盡快說明該利害關係及其性質；如有過半數出席成員要求他在會議審議該

事項時避席，則該成員須遵辦，且在任何情況下均不得就該事項投票表決。

5. 在第4段中，**利害關係** (interest)包括金錢上的利害關係。
6. 主席或會議主持人可將諮議會會議押後；如出席成員以過半數通過決議，亦可將會議押後。
7. 在符合本條例及任何規程的規定下，諮議會可自行決定其會議程序，並可於主席或會議主持人認為是符合大學的最佳利益的情況下，不讓校長、副校長或學生會會長或根據本條例第9(1)(d)或(e)條委任的任何成員參加諮議會的任何會議或會議的任何部分。
8. 在不損害第7段的一般性的原則下，學生會當其時的會長無權參與審議個別主管人員、教師及其他教職員的委任、晉升或個人事務，亦無權參與審議個別學生的取錄或學業評核。
9. 諮議會可藉傳閱文件的方式處理其任何事務。除非有5名成員以書面要求主席將正處理的事務的任何個別項目提交下次諮議會會議，否則由過半數成員以書面通過的書面決議，其效力及作用猶如該決議是在諮議會會議上通過的一樣。

附表2

[第13及24條]

校董會的會議及程序

1. 校董會會議在主席指定的時間及地點舉行。

修改

7. 在符合本條例及任何規程的規定下，諮議會可自行決定其會議程序，並可於主席或會議主持人認為是符合大學的最佳利益的情況下，不讓校長、副校長或學生會會長或根據本條例第9(1)(d)或、(e)、(h)或(ha)條委任的任何成員參加諮議會的任何會議或會議的任何部分。
8. 在不損害第7段的一般性的原則下，學生會當其時的會長根據本條例第9(1)(h)或(ha)條委任的全日制學生無權參與審議個別主管人員、教師及其他教職員的委任、晉升或個人事務，亦無權參與審議個別學生的取錄或學業評核。

說明(22)

嶺大建議修改附表1第7段及第8段以符合對第9(1)(h)條之修改及加入第9(1)(ha)條。

2. 主席收到由7名或以上的成員提出的請求後，須在21天內召開特別大會，以討論該等成員所指明的事宜。
3. 校董會會議的法定人數為當其時在任成員的半數。
4. 主席或會議主持人可將校董會會議押後；如出席成員以過半數通過決議，亦可將會議押後。
5. 如校董會會議須審議的事項，涉及出席會議的成員的直接或間接金錢上的利害關係或其他的個人利害關係，則該成員須在會議開始後，盡快說明該利害關係及其性質；如有過半數出席成員要求他在會議審議該事項時避席，則該成員須遵辦，且在任何情況下均不得就該事項投票表決。
6. 校董會可自行決定其會議程序，並可於主席或會議主持人認為是符合大學的最佳利益的情況下，不讓校長、副校長、學生會會長或根據本條例第12(1)(d)或(e)條委任的任何成員參加校董會的任何會議或會議的任何部分。
7. 在不損害第6段的一般性的原則下，學生會當其時的會長無權參與審議個別主管人員、教師及其他教職員的委任、晉升或個人事務，亦無權參與審議個別學生的取錄或學業評核。
8. 校董會可藉傳閱文件的方式處理其任何事務。除非有5名成員以書面要求主席將正處理的事務的任何個別項目提交下次校董會會議，否則由過半數成員以書面通過的書面決議，其效力及作用猶如該決議是在校董會會議上通過的一樣。

修改

6. 校董會可自行決定其會議程序，並可於主席或會議主持人認為是符合大學的最佳利益的情況下，不讓校長、副校長~~、學生會會長~~或根據本條例第12(1)(d)~~或(e)~~、(h) 或(i)條委任的任何成員參加校董會的任何會議或會議的任何部分。
7. 在不損害第6段的一般性的原則下，學生會當其時的會長根據本條例第12(1)(h)或(i)條委任的全日制學生無權參與審議個別主管人員、教師及其他教職員的委任、晉升或個人事務，亦無權參與審議個別學生的取錄或學業評核。

說明(23)

嶺大建議修改附表2第6段及第7段以符合對第12(1)(h)條之修改及加入第12(1)(i)條。

Lingnan University

Proposed amendments to the respective provisions in the LU Ordinance

Lingnan University Ordinance

(Cap./Instrument No.: 1165)
(Version date: 21.4.2022)

An Ordinance to provide for the establishment of Lingnan University and for matters connected therewith.

[30 July 1999] *L.N. 211 of 1999*
(*Format changes—E.R. 1 of 2022*)

WHEREAS—

- (1) in 1967 Lingnan College was established and registered as a school under the Education Ordinance (Cap. 279) in order to continue and foster the tradition and spirit of service of Lingnan University founded in 1888 in Canton, China;
- (2) in 1978 Lingnan College was registered under the Post Secondary Colleges Ordinance (Cap. 320);
- (3) in 1992 Lingnan College was established in that name as a body corporate by the Lingnan College Ordinance (Cap. 422); and
- (4) it is considered desirable to retitle Lingnan College as Lingnan University:

(*Enacting provision omitted—E.R. 2 of 2014*)

Proposed amendments
(highlighted in purple)

Part I

Preliminary

1. Short title

(Amended E.R. 1 of 2022)

- (1) This Ordinance may be cited as the Lingnan University Ordinance.
- (2) *(Omitted as spent—E.R. 2 of 2014)*

2. Interpretation

In this Ordinance, unless the context otherwise requires—

Chancellor (校監) means the Chancellor of the University under section 4;

Council (校董會) means the Council of Lingnan University established under section 11(1);

Court (諮議會) means the Court of Lingnan University established under section 7;

eligible staff (合資格的教職員) means the full-time teaching and instructional staff of the University, and includes members of the administrative staff of the University of equivalent rank or grade as defined by statutes;

financial year (財政年度) means the period fixed by the University under section 19(3) to be its financial year;

Lingnan Education Organization Limited (嶺南教育機構有限公司) means the body corporate registered under the Companies Ordinance (Cap. 32) as in force from time to time before the commencement date* of section 2 of Schedule 9 to the Companies Ordinance (Cap. 622) as “Lingnan Education Organization Limited”; *(Amended 28 of 2012 ss. 912 & 920)*

Lingnan University Alumni Association (Hong Kong) Limited (嶺南大學香港同學會有限公司) means the body corporate registered under the Companies Ordinance (Cap. 32) as in force from time to time before the commencement date of section 2 of Schedule 9 to the Companies Ordinance (Cap. 622) as “Lingnan University Alumni Association (Hong Kong) Limited”; (*Amended 28 of 2012 ss. 912 & 920*)

President (校長) means the President appointed under section 15 and any person for the time being acting in that capacity;

repealed Ordinance (已廢除條例) means the Lingnan College Ordinance (Cap. 422) repealed under section 28;

Secretary (局長) means the Secretary for Education; (*Amended L.N. 130 of 2007*)

Senate (教務會) means the Senate of the University established under section 18;

statutes (規程) means the statutes of the University made by the Council under section 23;

Students’ Union (學生會) means the Lingnan University Students’ Union;

University (大學) means Lingnan University established under section 3;

Vice-President (副校長) means the Vice-President appointed under section 15 and any person for the time being acting in that capacity.

Editorial Note:

* Commencement date : 3 March 2014.

REPEAL definition of “Students’ Union”

~~**Students’ Union** (學生會) means the Lingnan University Students’ Union;~~

Justification (1)

Following the proposed changes to the student membership in the LU Council and the Court, the President of the Students’ Union will no longer be a member of the LU Council and the Court. LU therefore proposes the definition of **Students’ Union** in section 2 be repealed to this effect.

CHANGE TO -

Vice-President (副校長) means ~~the~~ a Vice-President appointed under section 15 and any person for the time being acting in that capacity.

Justification (2)

Section 15 stipulates that “The Council may also, in consultation with the Court, appoint a Vice-President to assist the President.”. The current structure of LU’s senior management team consists of a President and a Vice-President appointed by the LU Council and three Associate Vice-Presidents appointed by the President who are responsible for academic affairs and external relations, academic quality assurance and internationalisation, and student affairs respectively. In all the UGC-funded institutions except LU, there are more than one Pro-Vice-Chancellor/Vice-President (ranging from three to six) in their senior management teams. LU deems it appropriate to appoint up to three Vice-Presidents to strengthen its management team for the University’s development, and thus proposes the relevant stipulation in section 2 and other relevant sections of the LU Ordinance be revised to this effect.

Part II
The University

3. Establishment of the University

- (1) The body corporate known as Lingnan College under the repealed Ordinance immediately before the commencement* of this section shall, on and after that commencement, be known as Lingnan University, which in that name shall have perpetual succession and may sue and be sued.
- (2) The objects of the University are to provide for education, studies, training and research in arts, humanities, business, social sciences, science and other subjects of learning.

Editorial Note:

* Commencement date: 30 July 1999.

4. Chancellor

There is a Chancellor of the University who is the Chief Executive.

5. Seal of the University

- (1) The University shall have a common seal and the affixing of the seal shall—
 - (a) be authorized or ratified by resolution of the Council; and
 - (b) be authenticated by the signatures of—
 - (i) the President or of any Vice-President; and
 - (ii) 1 member of the Council, authorized by the Council either generally or specially to act for that purpose.
- (2) A document purporting to be duly executed under the common seal of the University shall be admitted in evidence and shall, unless the contrary is proved, be deemed to have been duly executed.

6. Powers of the University

The University shall have power to do all such things as are necessary for, or incidental or conducive to, or connected with, the furtherance of its functions and may in particular, without prejudice to the generality of the foregoing—

- (a) acquire, take on lease, purchase, hold and enjoy property of any description and sell, let or otherwise dispose of or deal with the same in such manner and to such extent as the law would allow if the property were held by a natural person in the same interest;
- (b) provide appropriate amenities (including residential accommodation, facilities for social activities and physical recreation) for its students and persons in its employment;
- (c) erect, provide, equip, maintain, alter, remove, demolish, replace, enlarge, improve, keep in repair and regulate the buildings, premises, furniture and equipment and all other property of the University;
- (d) employ or engage any staff, expert or professional adviser or consultant on a full-time or part-time basis;
- (e) set terms of remuneration and conditions of service for staff;
- (f) receive and expend funds;
- (g) invest its funds in such manner and to such extent as it thinks necessary or expedient;
- (h) borrow money in such manner and on such securities or terms as it thinks expedient;
- (i) apply for and receive any grant in aid for its functions on such conditions as it thinks fit;
- (j) fix and collect fees and charges for courses of study, facilities and other services provided by it, and specify conditions for the use of such facilities and services;
- (k) reduce, waive or refund fees and charges so fixed generally or in any particular case or class of case;

- (l) receive and solicit gifts, whether on trust or otherwise, on its behalf and act as trustees of moneys or other property vested in it on trust;
- (m) provide financial assistance by way of grant or loan in pursuance of its objects;
- (n) enter into a contract, partnership or other form of joint venture with other persons;
- (o) print, produce or publish any manuscript, book, play, music, script, programme or other materials including video and audio materials and computer software as the University thinks appropriate or expedient;
- (p) confer degrees and academic awards including honorary degrees and honorary awards;
- (q) approve annual budget estimates of the University.

Part III

The Court

7. Establishment of the Court

There is hereby established a Court to be known as the Court of Lingnan University.

8. Duties, etc. of the Court

The Court—

- (a) shall be consulted by the Council on the appointment of a President or Vice-President;
- (b) may consider the annual budget estimates and make representations to the Council;
- (c) may consider the annual accounts together with any comments that may have been made by the auditors;
- (d) may consider any reports made to it by the Council; and
- (e) may discuss any motion on general University policy.

9. Membership of the Court

- (1) The Court shall consist of the following members—
 - (a) 10 members of the Council appointed by the Chief Executive under section 12(1)(a), as ex-officio members;
 - (b) up to 6 members nominated by the Council and appointed by the Chief Executive;
 - (c) 19 members nominated by the Lingnan Education Organization Limited and appointed by the Chief Executive;
 - (d) 2 members elected by the eligible staff among themselves in accordance with statutes and appointed by the Council;
 - (e) 1 member elected by the Senate from among its members in accordance with statutes and appointed by the Council;
 - (f) the President as an ex-officio member;
 - (g) the Vice-President as an ex-officio member;
 - (h) the President of the Students' Union as an ex-officio member; and
 - (i) a graduate or past student of the Lingnan College referred to in the preamble to this Ordinance or of the University, nominated by the Lingnan University Alumni Association (Hong Kong) Limited and appointed by the Council.
- (2) The Chief Executive shall appoint from the members appointed under subsection (1)(a), (b) or (c)—
 - (a) 1 member as Chairman of the Court; and
 - (b) 1 member as Deputy Chairman of the Court.
- (3) The Deputy Chairman of the Court shall act as Chairman of the Court if the Chairman is absent from Hong Kong or is, for any other reason, unable to act as Chairman. If for any period both the Chairman and the Deputy Chairman are

SUBSTITUTE -

- (g) the 1 Vice-President as an ex-officio member nominated by the President in accordance with statutes and appointed by the Council;

Justification (3)

Following the proposed appointment of up to three Vice-Presidents to strengthen the LU's management team for its development, with a view to maintain the number of members in the LU Council, LU proposes that only 1 Vice-President will be appointed to the LU Council and the Court, and the LU Council be empowered to appoint the Vice-President, noting that the other internal Council and Court members are appointed by the LU Council. In addition, given that the LU Council has the power to make its own statutes, with the adoption of the proposed amendment, the LU Council might make a new statute governing the nomination of the Vice-President for appointment to the LU Council and the Court by the President. LU therefore proposes sections 9(1)(g) and 12(1)(g) be revised to this effect.

SUBSTITUTE -

- (h) 1 full-time student elected by and from the undergraduate students in accordance with statutes and appointed by the Council~~the President of the Students' Union as an ex-officio member; and~~

Justification (4)

Following the review of the student membership in the LU Council and the Court, the LU Council appreciates that students are among the key stakeholders of LU and the importance of student member's participation in university business, and deems it appropriate the student representation in the LU Council and the Court to include student representatives who are truly representative of them. By referencing to the model of appointing student representatives onto its Council as stipulated in section 10(1)(f) of the Hong Kong Polytechnic University Ordinance (Cap. 1075), LU proposes section 9(1)(h) and 12(1)(h) be revised to this effect. In addition, given that the LU Council has the power to make its own statutes, with the adoption of the proposed amendment, the Council might make statute governing the elections of the student members of the LU Council and the Court.

ADD -

- (ha) 1 full-time student elected by and from the postgraduate students in accordance with statutes and appointed by the Council; and

absent from Hong Kong or unable to act in their respective offices, or if both of these offices are vacant, the members may appoint one of the members referred to in subsection (1)(a), (b) or (c) to act as Chairman during that period.

- (4) A member referred to in subsection (1)(b) or (c) shall hold office for a period of 3 years or such lesser period as the Chief Executive may determine.
- (5) Subject to subsection (8), a member referred to in subsection (1)(d), (e) or (i) shall hold office for a period of 3 years or such lesser period as the Council may determine.
- (6) A member referred to in subsection (1)(b) or (c) may at any time by notice in writing to the Chief Executive or the Secretary resign from the Court.
- (7) A member referred to in subsection (1)(d), (e) or (i) may at any time by notice in writing to the Chairman of the Council resign from the Court.
- (8) A member who became a member of the Court under subsection (1)(d) or (e) shall cease to be a member of the Court—
 - (a) when he ceases to be a member of the body from which he is elected; or
 - (b) when he ceases to meet the criteria of eligibility for election as defined by statutes.
- (9) Upon the expiry of the appointment of any member, whether by reaching pre-set time limits or as a result of resignation or ceasing to meet the criteria of eligibility for election as defined by statutes, the procedure for a new appointment or re-appointment will be as if the position thus vacated were being filled for the first time.

10. Meetings and procedures of the Court

- (1) Schedule 1 shall have effect with respect to the meetings and procedures of the Court.
- (2) Subject to this Ordinance and any statutes, the Court may determine its own procedures at its meetings.

Justification (5)

Noting that there is a significant increase of the number of postgraduate students in LU and “Augmenting Postgraduate Studies” is one of the strategic areas in the LU’s Strategic Plan 2022-28, the LU Council is of the view that student membership in the LU Council and the Court should be expanded to include postgraduate students so that their views could be better reflected in the LU’s governance structure. Taking the opportunity and after completion of the related review, the LU Council proposes to also include a student representative of the postgraduate students who is truly representative of them in the LU Council and the Court. By referencing to the model of appointing student representatives onto its Council as stipulated in section 10(1)(f) of the Hong Kong Polytechnic University Ordinance (Cap. 1075), LU proposes section 9(1)(ha) and 12(1)(i) be added to this effect. In addition, given that the LU Council has the power to make its own statutes, with the adoption of the proposed amendment, the Council might make statute governing the elections of the student members of the LU Council and the Court.

CHANGE TO -

- (5) Subject to subsection (8), a member referred to in subsection (1)(d), (e), (h), (ha) or (i) shall hold office for a period of 3 years or such lesser period as the Council may determine.

Justification (6)

Following the proposed revisions to section 9(1)(h) and the proposed addition of a new section 9(1)(ha), LU proposes section 9(5) be revised to this effect.

CHANGE TO -

- (7) A member referred to in subsection (1)(d), (e), (h), (ha) or (i) may at any time by notice in writing to the Chairman of the Council resign from the Court.

Justification (7)

Following the proposed revisions to section 9(1)(h) and the proposed addition of a new section 9(1)(ha), LU proposes section 9(7) be revised to this effect.

CHANGE TO -

- (8) A member who became a member of the Court under subsection (1)(d) ~~or~~, (e), (h) or (ha) shall cease to be a member of the Court—

Justification (8)

Following the proposed revisions to section 9(1)(h) and the proposed addition of a new section 9(1)(ha), LU proposes section 9(8) be revised to this effect.

Part IV

The Council

11. Establishment of the Council

- (1) There is hereby established a Council to be known as the Council of Lingnan University.
- (2) The Council is the executive body of the University and may exercise any of the powers conferred and shall perform all the duties imposed on the University.

12. Membership of the Council

- (1) The Council shall consist of the following members—
 - (a) 10 members appointed by the Chief Executive who are specified in their appointments to be ex-officio members of the Court;
 - (b) 8 members appointed by the Chief Executive;
 - (c) 7 members nominated by the Lingnan Education Organization Limited and appointed by the Chief Executive;
 - (d) 3 members elected by the eligible staff among themselves in accordance with statutes and appointed by the Council;
 - (e) 2 members elected by the Senate from among its members in accordance with statutes and appointed by the Council;
 - (f) the President as an ex-officio member;
 - (g) the Vice-President as an ex-officio member; and
 - (h) the President of the Students' Union as an ex-officio member.
- (2) The Chief Executive shall appoint from the members appointed under subsection (1)(a)—

SUBSTITUTE -

- (g) the 1 Vice-President as an ex-officio member nominated by the President in accordance with statutes and appointed by the Council; ~~and~~

Justification (9)

Same as Justification (3).

SUBSTITUTE -

- (h) 1 full-time student elected by and from the undergraduate students in accordance with statutes and appointed by the Council ~~the President of the Students' Union as an ex-officio member; and~~

- (a) 1 member as Chairman of the Council;
 - (b) 1 member as Deputy Chairman of the Council; and
 - (c) 1 member as Treasurer of the Council.
- (3) The Deputy Chairman of the Council shall act as Chairman of the Council if the Chairman is absent from Hong Kong or is, for any other reason, unable to act as Chairman.
- (4) If for any period both the Chairman and the Deputy Chairman are absent from Hong Kong or unable to act in their respective offices, or if both of these offices are vacant, the members may appoint one of the members appointed under subsection (1)(a) to act as Chairman during that period.
- (5) A member appointed under subsection (1)(a), (b) or (c) as well as the Chairman, Deputy Chairman or Treasurer appointed under subsection (2) shall hold office for a term of 3 years or such lesser period as the Chief Executive may determine.
- (6) Subject to subsection (9), a member appointed under subsection (1)(d) or (e) shall hold office for a term of 3 years or such lesser period as the Council may determine.
- (7) A member appointed under subsection (1)(a), (b) or (c) or the Chairman, Deputy Chairman or Treasurer appointed under subsection (2) may resign from the Council at any time by notice in writing to the Chief Executive or the Secretary.
- (8) A member appointed under subsection (1)(d) or (e) may resign from the Council at any time by notice in writing to the Chairman of the Council.
- (9) A member who became a member of the Council under subsection (1)(d) or (e) shall cease to be a member of the Council—
- (a) when he ceases to be a member of the body from which he is elected; or
 - (b) when he ceases to meet the criteria of eligibility for election as defined by statutes.

Justification (10)

Same as Justification (4).

ADD -

- (i) 1 full-time student elected by and from the postgraduate students in accordance with statutes and appointed by the Council.

Justification (11)

Same as Justification (5).

CHANGE TO -

- (6) Subject to subsection (9), a member appointed under subsection (1)(d) ~~or (e)~~, (h) or (i) shall hold office for a term of 3 years or such lesser period as the Council may determine.

Justification (12)

Following the proposed revisions to section 12(1)(h) and the proposed addition of section 12(1)(i), LU proposes section 12(6) be revised to this effect.

CHANGE TO -

- (8) A member appointed under subsection (1)(d) ~~or (e)~~, (h) or (i) may resign from the Council at any time by notice in writing to the Chairman of the Council.

Justification (13)

Following the proposed revisions to section 12(1)(h) and the proposed addition of section 12(1)(i), LU proposes section 12(8) be revised to this effect.

CHANGE TO -

- (9) A member who became a member of the Council under subsection (1)(d) ~~or (e)~~, (h) or (i) shall cease to be a member of the Council—

Justification (14)

Following the proposed revisions to section 12(1)(h) and (i), LU proposes section 12(9) be revised to this effect.

- (10) Upon the expiry of the appointment of any member, whether by reaching the pre-set time limits or as a result of resignation or ceasing to meet the criteria of eligibility for election as defined by statutes, the procedure for a new appointment, or re-appointment, will be as if the position thus vacated were being filled for the first time.

13. Meetings and procedures of the Council

- (1) Schedule 2 shall have effect with respect to the meetings and procedures of the Council.
- (2) Subject to this Ordinance, the Council may regulate its own procedures.

14. Committees generally

- (1) The Council may create and appoint any committee for any general or special purposes. The committee may consist partly of persons who are not members of the Council. The Chairman of the committee shall be appointed by the Council from among the members of the Council.
- (2) The Council may in writing, with or without restrictions or conditions as it thinks fit, delegate any of its powers and duties to the committee. However, the Council shall not delegate to the committee the power—
- (a) to approve the terms and conditions of service of persons in the employment of the University;
 - (b) to approve the annual budget estimates;
 - (c) to authorize the preparation of the statements required under section 19(2); or
 - (d) to make statutes.
- (3) Subject to any statutes, each committee may determine its own procedure at its meetings.

CHANGE TO –

- (a) to approve the policies relating to the terms and conditions of service of persons in the employment of the University;

ADD -

- (2A) Despite subsection (2)(a), the Council may delegate to the committee the power to approve the terms and conditions of service of persons in the employment of the University in accordance with such policies.

Justification (15)

The LU Council considered that the related provisions are unpractical which imply that the LU Council must approve the terms and conditions of every individual staff member in the University’s employment. It is believed that the LU Council should be the authority to approve the policy governing the terms and conditions of service of staff members while it may delegate its power to its committee or the President to approve the terms and conditions of service of individual employees. In this connection, LU proposes that section 14(2)(a) and 16(2)(a) of the LU Ordinance be revised and 14(2A) and 16(3) be added to this effect.

Part V

President, Vice-President and Other Employees

15. Appointment of President, Vice-President and other employees

- (1) The Council shall, in consultation with the Court, appoint a President.
- (2) The President shall be subject to the control of the Council.
- (3) The President shall be the principal academic and administrative officer of the University.
- (4) The Council may, in consultation with the Court, appoint a Vice-President to assist the President.
- (5) The Council may, in consultation with the Court, terminate the appointment of the President or the Vice-President on the ground of misconduct, incompetence, inefficiency or other good cause.
- (6) The Council may appoint a person to act as President during the absence or incapacity of the President or if that office is vacant for any reason.
- (7) The Council may appoint other persons to be the employees of the University as the Council thinks fit.
- (8) The Council may terminate the appointment of an employee on the ground of misconduct, incompetence, inefficiency or other good cause.

16. Power of the Council to delegate to the President

- (1) Subject to subsection (2), the Council may in writing, with or without restrictions or conditions as it thinks fit, delegate to the President any of its powers and duties.
- (2) The Council shall not delegate to the President the power—
 - (a) to approve the terms and conditions of service of persons in the employment of the University;

CHANGE TO -

- (4) The Council may, in consultation with the Court, appoint a up to 3 Vice-Presidents to assist the President.
- (5) The Council may, in consultation with the Court, terminate the appointment of the President or ~~the a~~ a Vice-President on the ground of misconduct, incompetence, inefficiency or other good cause.

Justification (16)

Same as Justification (2).

CHANGE TO –

- (a) to approve the policies relating to the terms and conditions of service of persons in the employment of the University;

- (b) to approve the annual budget estimates;
- (c) to authorize the preparation of the statements required under section 19(2);
- (d) to make statutes;
- (e) to appoint a President or Vice-President;
- (f) to terminate the appointment of the Vice-President;
- (g) of the Council under section 15(6).

17. Power of the President to delegate

- (1) Subject to subsection (2), the President may in writing, with or without restrictions or conditions as he thinks fit, delegate, to such person or committee of persons as he thinks fit, his powers and duties, including subdelegating any power or duty of the Council delegated to him under section 16.
- (2) The President’s power to subdelegate any power or duty of the Council delegated to him shall be subject to any restriction or condition on subdelegation imposed by the Council under section 16.

Part VI

The Senate

18. Senate

- (1) There shall be a Senate which is the supreme academic body of the University.
- (2) The Senate shall—
 - (a) review and develop academic programmes;
 - (b) direct and regulate the teaching and research at the University;
 - (c) regulate the admission of persons to approved courses of study and their attendance at such courses;

Justification (17)

Same as Justification (15).

CHANGE TO –

- (f) to terminate the appointment of ~~the~~ any Vice-President;

Justification (18)

Same as Justification (2).

ADD -

- (3) Despite subsection (2)(a), the Council may delegate to the committee the power to approve the terms and conditions of service of persons in the employment of the University in accordance with such policies.

Justification (19)

Same as Justification (15).

CHANGE TO –

- (b) direct and regulate the teaching, ~~and research,~~ and all matters relating to intellectual property rights and knowledge transfer at the University;

Justification (20)

Noting that it has started to register trademark and patent that resulted from its research work, LU deems it appropriate to clarify the role of the Senate in regulating

- (d) regulate the examinations leading to the degrees and other academic awards of the University; and
 - (e) determine the eligibility of persons to receive degrees, diplomas, certificates and other academic awards other than honorary degrees or honorary awards.
- (3) The membership and procedures of the Senate shall be in accordance with statutes.

Part VII

Financial Statements and Reports

19. Accounts

- (1) The University shall maintain proper accounts and records of all its income and expenditure.
- (2) After the end of each financial year, the University shall prepare statements of its income and expenditure during the previous financial year and of its assets and liabilities on the last day of the previous financial year.
- (3) The University may, from time to time, fix a period to be its financial year.

20. Auditors

- (1) The University shall appoint auditors, who are entitled at any time to have access to all books of account, vouchers and other financial records of the University and to require such information and explanations as the auditors reasonably consider necessary.
- (2) The auditors shall audit the statements prepared under section 19(2), and shall report thereon to the University.

21. Statements and reports to be submitted to the Chancellor

The University shall, not later than 6 months after the end of each financial year, or before such later date as the Chancellor may allow in any particular year, submit to the Chancellor a report on

and overseeing matters related to intellectual property rights and knowledge transfer, thus proposes section 18(2)(b) be revised to this effect.

its activities, copies of the statements prepared under section 19(2) and a copy of the report made under section 20(2).

Part VIII

General

22. Unauthorized use of title of the University

- (1) No person shall incorporate or form, or be a director, officer, member or organizer of, or work in connection with, any body of persons which—
 - (a) falsely purports or holds itself out to be—
 - (i) the University or any branch or part thereof; or
 - (ii) in any way connected or associated with the University; or
 - (b) with intent to deceive or mislead, uses the title “Lingnan University” or “嶺南大學” or a title in any language which so closely resembles that title so as to be capable of deceiving or misleading any person into believing that the body of persons is—
 - (i) the University or any branch or part thereof; or
 - (ii) in any way connected or associated with the University.
- (2) A person who contravenes subsection (1) shall be guilty of an offence and is liable on conviction to a fine at level 6.

23. Power of the Council to make statutes

- (1) Subject to the provisions of this Ordinance, the Council may make statutes for the better carrying out of the provisions of this Ordinance and, in particular, but without prejudice to the generality of the foregoing, may make statutes providing for—

- (a) the regulation of the proceedings of the Court, the Senate and of any committee appointed under section 14;
- (b) the membership and quorum of the Senate and of any committee appointed under section 14;
- (c) the powers and duties of the Senate and the powers and duties of any committee appointed under section 14;
- (d) the discipline of persons in the employment of the University;
- (e) the regulation of the conduct and discipline of students of the University;
- (f) the conferring of degrees and other academic awards, including honorary degrees and honorary awards; and
- (g) the holding and conduct of elections for the purpose of electing candidates for appointment to the Court under section 9(1)(d) or (e) and to the Council under section 12(1)(d) or (e).

(2) Any statute made under this section is not subsidiary legislation.

24. Amendment of Schedules

The Secretary may by order in the Gazette amend Schedule 1 or 2.

25. Vesting

(1) Subject to section 3, the body corporate known as Lingnan College under the repealed Ordinance immediately before the commencement* of that section continues in existence on and after that commencement as the University and, accordingly, all property, movable or immovable, rights and privileges vested in Lingnan College prior to that commencement shall continue to be vested in the University on the terms and conditions, if any, on which the same were vested on that date, and likewise, the University shall continue to be subject to the obligations and liabilities to

CHANGE TO -

(g) the holding and conduct of elections for the purpose of electing candidates for appointment to the Court under section 9(1)(d) ~~or~~, (e), (h) or (ha) and to the Council under section 12(1)(d) ~~or~~, (e), (h) or (i).

Justification (21)

Following the proposed revisions to section 9(1)(h) and 12(1)(h) and the proposed addition of section 9(1)(ha) and 12(1)(i), LU proposes section 23(1)(g) be revised to this effect.

which the Lingnan College was subject to immediately prior to that commencement.

- (2) Subject to subsection (1), the appointment of any employee of Lingnan College made before the commencement of section 3 shall be deemed to have been made by the University, and for all purposes the service of such employee shall be regarded as continuous from the date on which he was appointed by Lingnan College.

Editorial Note:

* Commencement date: 30 July 1999.

26. Transitional

- (1) Where section 11 has not been commenced*, the Council of the Lingnan College as established under the repealed Ordinance may, without prejudice to the operation of section 32 of the Interpretation and General Clauses Ordinance (Cap. 1), exercise any of the powers conferred or perform all the duties imposed on the Council by this Ordinance (including any power of the Council to appoint any member of the Council).
- (2) The Board of Governors as established under the repealed Ordinance shall be deemed to be the Court pending the establishment of the Court under section 7.
- (3) The Academic Board as established under the repealed Ordinance shall be deemed to be the Senate pending the establishment of the Senate under section 18.
- (4) The President of Lingnan College appointed under the repealed Ordinance shall be deemed to be the President pending the appointment of the President under section 15.
- (5) All rules made under the repealed Ordinance and in force immediately before the commencement** of section 3 shall, with all necessary modifications, be deemed to be statutes made under section 23 and are liable to be amended or repealed accordingly.

Editorial Note:

* Commencement date: 22 October 1999.

** Commencement date: 30 July 1999.

27. Saving

Nothing in this Ordinance shall affect or be deemed to affect the rights of the Central Authorities or the Government of the Hong Kong Special Administrative Region under the Basic Law and other laws, or the rights of any body politic or corporate or of any other persons except such as are mentioned in this Ordinance and those claiming by, from or under them.

28. *(Omitted as spent—E.R. 1 of 2022)*

29. *(Omitted as spent—E.R. 1 of 2022)*

30. *(Omitted as spent—E.R. 1 of 2022)*

31. *(Omitted as spent—E.R. 1 of 2022)*

32. *(Omitted as spent—E.R. 1 of 2022)*

33. *(Omitted as spent—E.R. 1 of 2022)*

34. *(Omitted as spent—E.R. 1 of 2022)*

35. *(Omitted as spent—E.R. 1 of 2022)*

36. *(Omitted as spent—E.R. 1 of 2022)*

37. *(Omitted as spent—E.R. 1 of 2022)*

38. *(Omitted as spent—E.R. 1 of 2022)*

39. *(Omitted as spent—E.R. 1 of 2022)*

Schedule 1

[ss. 10 & 24]

Meetings and Procedures of the Court

1. Meetings of the Court shall be held at such times and places as the Chairman may appoint.
2. The Chairman shall, at the request of not less than 10 members, convene within 21 days after receiving the request an extraordinary meeting for the purpose of discussing such matters as are specified by the requesting members.
3. One half of the members for the time being holding office shall form a quorum at a meeting of the Court.
4. If a member has a personal interest, whether directly or indirectly, in any matter to be considered at a meeting of the Court and is present at the meeting, he shall as soon as possible after the commencement of the meeting state the fact and the nature of the interest and shall, if required by a majority of the members present, withdraw from the meeting while the matter is being considered and in any case shall not vote thereon.
5. In paragraph 4, *interest* (利害關係) includes a pecuniary interest.
6. A meeting of the Court may be adjourned by the Chairman or the person presiding or, where a majority of the members present so resolves, by the members.
7. Subject to this Ordinance and any statutes, the Court may determine its own procedure and may exclude from any of its meetings or any part thereof the President, the Vice-President or the President of the Students' Union or any member appointed under section 9(1)(d) or (e) of the Ordinance when, in the opinion

CHANGE TO -

7. Subject to this Ordinance and any statutes, the Court may determine its own procedure and may exclude from any of its meetings or any part thereof the President, the Vice-President or ~~the President of the Students' Union or~~ any member appointed under section 9(1)(d), ~~or~~ (e), (h) or (ha) of the Ordinance when, in the opinion of the Chairman or the person presiding, such exclusion is in the best interests of the University.

of the Chairman or the person presiding, such exclusion is in the best interests of the University.

8. Without prejudice to the generality of paragraph 7, the President for the time being of the Students' Union is not entitled to participate in considering the appointment, promotion or personal affairs of individual officers, teachers and other staff members or the admission or academic assessment of individual students.
9. The Court may transact any of its business by circulation of papers, and unless 5 members in writing request the Chairman to refer any particular item of the business being transacted to the next meeting of the Court a resolution in writing which is approved in writing by a majority of the members shall be valid and effectual as if it had been passed at a meeting of the Court.

Schedule 2

[ss. 13 & 24]

Meetings and Procedures of the Council

1. Meetings of the Council shall be held at such times and places as the Chairman may appoint.
2. The Chairman shall, at the request of not less than 7 members, convene within 21 days after receiving the request an extraordinary meeting for the purpose of discussing such matters as specified by the requesting members.
3. One half of the members for the time being holding office shall form a quorum at a meeting of the Council.
4. A meeting of the Council may be adjourned by the Chairman or the person presiding or, where a majority of the members present so resolves, by the members.

8. Without prejudice to the generality of paragraph 7, ~~the President for the time being of the Students' Union~~ the full-time student appointed under section 9(1)(h) or (ha) of the Ordinance is not entitled to participate in considering the appointment, promotion or personal affairs of individual officers, teachers and other staff members or the admission or academic assessment of individual students.

Justification (22)

Following the proposed revisions to section 9(1)(h) and the proposed addition of section 9(1)(ha), LU proposes paragraphs 7 and 8 of Schedule 1 be revised to this effect.

5. If a member has any pecuniary or other personal interest, whether directly or indirectly, in any matter to be considered at a meeting of the Council and is present at such meeting, he shall as soon as possible after the commencement of the meeting state the fact and the nature of the interest and shall, if required by a majority of the members present, withdraw from the meeting while the matter is being considered and in any case shall not vote thereon.
6. The Council may determine its own procedure and may exclude from any of its meetings or any part thereof the President, the Vice-President, the President of the Students' Union or any member appointed under section 12(1)(d) or (e) of the Ordinance when, in the opinion of the Chairman or the person presiding, such exclusion is in the best interests of the University.
7. Without prejudice to the generality of paragraph 6, the President for the time being of the Students' Union is not entitled to participate in considering the appointment, promotion or personal affairs of individual officers, teachers and other staff members or the admission or academic assessment of individual students.
8. The Council may transact any of its business by circulation of papers, and unless 5 members in writing request the Chairman to refer any particular item of the business being transacted to the next meeting of the Council a resolution in writing which is approved in writing by a majority of the members shall be valid and effectual as if it had been passed at a meeting of the Council.

CHANGE TO -

6. The Council may determine its own procedure and may exclude from any of its meetings or any part thereof the President, the Vice-President, ~~the President of the Students' Union~~ or any member appointed under section 12(1)(d), ~~or~~ (e), (h) or (i) of the Ordinance when, in the opinion of the Chairman or the person presiding, such exclusion is in the best interests of the University.
7. Without prejudice to the generality of paragraph 6, ~~the President for the time being of the Students' Union~~ the full-time student appointed under section 12(1)(h) or (i) of the Ordinance is not entitled to participate in considering the appointment, promotion or personal affairs of individual officers, teachers and other staff members or the admission or academic assessment of individual students.

Justification (23)

Following the proposed revisions to section 12(1)(h) and the proposed addition of section 12(1)(i), LU proposes paragraphs 6 and 7 of Schedule 2 be revised to this effect.



中華人民共和國香港特別行政區政府總部教育局
Education Bureau
Government Secretariat, The Government of the Hong Kong Special Administrative Region
The People's Republic of China

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20 September 2022

Mr Andrew Yao
Chairman of the Council
Lingnan University
8 Castle Peak Road
Tuen Mun
New Territories

Dear Mr Yao,

**Proposed Amendments to the
Lingnan University Ordinance (Cap. 1165)**

Thank you for your letter of 19 July 2022 seeking this Bureau's views on the proposed amendments to the Lingnan University Ordinance (Cap. 1165) ("the Ordinance"). They are set out in the ensuing paragraphs.

Views on the proposed amendments

As mentioned in your letter, the proposed changes to the Ordinance are –

- (i) proposed revisions to clarify that while the Council still preserves the authority to approve the policies governing the terms and conditions of service of staff, the Council may delegate to its committee(s) or the President the power to approve the terms and conditions of service of individual employees;

- (ii) proposed revision to stipulate the Senate's duty to direct and regulate matters relating to intellectual property rights and knowledge transfer;
- (iii) proposed revisions to allow appointment of up to three Vice-Presidents; and
- (iv) proposed amendment to the student membership in the Council and the Court, i.e. two student members appointed by the Council, with one elected by and from the full-time undergraduate students and sub-degree students, and the other elected by and from the full-time postgraduate students.

Considering that proposed amendments are all related to the management and operation of the Lingnan University ("the LU") and with full respect for the principle of institutional autonomy, we do not have any in-principle objection to the proposal. We however note that one proposed student representative is to be elected by and from the full-time sub-degree students of your University. Against the background that publicly-funded sub-degree programmes should have been largely phased out in the 2022/23 to 2024/25 triennium and other UGC-funded universities do not have a similar arrangement for their sub-degree students, you may wish to reconsider whether the reference to "sub-degree students" is appropriate and necessary.

We also note that notwithstanding the proposed appointment of up to three Vice-Presidents to strengthen the LU's management team for its development, the LU proposes that only one Vice-President will be appointed to the LU Council and the Court and the LU Council be empowered to appoint the Vice-President. We share your view that this proposal will help maintain the size of the Council to ensure efficiency and effectiveness.

Way forward

Given institutional autonomy, it has been the established practice for bills involving a university's internal operations as well as the composition of its council to be processed by way of a Member's Private Bill as provided under Article 74 of the Basic Law provided there is no implication on the power and authority of the Chief Executive as the Chancellor of the University. Under such approach, the university concerned should engage an external law draftsman to draft the bill and solicit the support of a LegCo Member to sponsor the bill upon its introduction into LegCo. We stand ready to provide facilitation at the preparatory stage, such as assisting the University in consulting the Department of Justice to ensure that the draft bill meets the drafting standards. In this connection, we would be grateful if you would let us know your University's timeline for taking forward the legislative exercise, including the estimated timing and approach of introducing the proposed amendments.

Yours sincerely,

A handwritten signature in blue ink, appearing to read 'Derek Lai', with a stylized, cursive script.

(Derek Lai)
Secretary for Education