

# **THE HONG KONG UNIVERSITY OF SCIENCE AND TECHNOLOGY**

## **CONSTITUTION OF THE CONVOCATION**

### **ORIGIN**

1. The Convocation of the Hong Kong University of Science and Technology as a component of the University is created by section 17 of the Hong Kong University of Science and Technology Ordinance (Chapter 1141 of the Laws of Hong Kong) whose constitution, powers, and privileges shall be as prescribed by the statutes of the Hong Kong University of Science and Technology.

### **DEFINITIONS**

2. In this Constitution and the Rules of the Convocation of the Hong Kong University of Science and Technology, unless the context otherwise requires:

‘Chairman’ means the Chairman of the Convocation from time to time;

‘Constitution’ means the Constitution of the Convocation;

‘Convocation’ means the Convocation of the University;

‘Council’ means the Council of the University;

‘Court’ means the Court of the University;

‘Employee’ means an employee of the University;

‘Standing Committee’ means the Standing Committee of the Convocation;

‘Hong Kong’ means the Hong Kong Special Administrative Region of the People’s Republic of China;

‘Ordinance’ means the Hong Kong University of Science and Technology Ordinance (Chapter 1141 of the Laws of Hong Kong);

‘Annual General Meeting’ has the meaning given to it in paragraph 2 of the Rules of Convocation;

‘President’ means the President of the University from time to time;

‘Rules’ means the Rules of the Convocation;

‘Secretary’ means the Secretary of the Convocation from time to time;

‘Statutes’ means the statutes of the University;

‘University’ means the Hong Kong University of Science and Technology; and

‘Vice-Chairman’ means the Vice-Chairman of the Convocation from time to time.

Words denoting the singular include the plural and vice versa and words denoting one gender include all genders.

### **OBJECTIVES**

3. Subject to the provisions in the Ordinance, the Convocation shall have the following objectives:
  - (a) To help promote goodwill among members of the Convocation and between the Convocation and the University;
  - (b) To offer help and ideas to the University;
  - (c) To promote good relations between the University and the general public;
  - (d) To contribute to fundraising efforts of the University;
  - (e) To promote the objectives and activities of the University.

### **MEMBERSHIP**

4. The Convocation shall consist of the following members:
  - (a) persons on whom an honorary degree or honorary fellowship has been conferred;
  - (b) graduates on receipt of an academic award at degree or postgraduate diploma level granted by the University;
  - (c) such other persons as may be prescribed by the Council.
5. A register containing the names of all members of the Convocation shall be kept by the Secretary.
6. The register shall be conclusive evidence that any person whose name appears therein at the time of claiming to vote at any general meeting of the Convocation is entitled to vote.
7. A member may at any time by giving notice in writing to the Secretary resign from membership of the Convocation.
8. A resigned member may apply in writing to the Standing Committee if he/she intends to have his/her name re-entered to the Convocation register. The Standing Committee shall assess his/her application for approval and have his/her name verified by the University.

### **STANDING COMMITTEE**

9. There shall be a Standing Committee which shall be the executive body of the Convocation.

10. The duties and responsibilities of the Standing Committee shall be:
- (a) to implement the resolutions of the Convocation;
  - (b) to advise and make recommendations to the Convocation on matters relating to the development of the University;
  - (c) to convene Annual General Meetings of the Convocation;
  - (d) to report the proceedings of the Convocation to the Council;
  - (e) to appoint committees for any general or special purposes as it thinks fit;
  - (f) to convene Extra Ordinary General Meetings of the Convocation as directed by the Chairman, or at the request in writing of at least one hundred members of the Convocation;
  - (g) to prescribe the manner by which notice of a meeting of the Convocation shall be served; and
  - (h) generally to do any other acts necessary to perform the objectives of the Convocation as approved by the Council.

11. The Standing Committee shall consist of:

- (a) 9 members elected by the Convocation; and
- (b) the last immediate past Chairman of the Convocation who has served his/her full term.

The Vice-President for Institutional Advancement of HKUST or his/her designate shall be a non-voting observer of the Standing Committee.

12. Members of the Standing Committee elected under 11(a) shall be elected from members of the Convocation in accordance with the Constitution and the Rules.

13. The election of members of the Standing Committee under 11(a) shall take place by secret ballot and if so decided by the Standing Committee by electronic voting in accordance with the Rules.

14. Each member of the Standing Committee elected under 11(a) shall hold office for a term of 2 years, commencing from the 1<sup>st</sup> April next following the date of the general meeting at which he/she is elected, and is eligible for re-election on retirement.

15. The office of any member of the Standing Committee shall be vacated if the member:

- (a) ceases to be a member of the Convocation;
- (b) becomes bankrupt;
- (c) has suffered from mental incapacity which is judged by the Standing Committee or the Council as making the member not suitable for his/her office;
- (d) is convicted and sentenced to imprisonment for a criminal offence punishable by imprisonment for more than twelve months, whether committed in or outside Hong Kong, or convicted of any offence which in the reasonable opinion of the Standing Committee involves dishonesty;
- (e) resigns his office by notice in writing to the Standing Committee.

16. A vacancy occurring in the Standing Committee otherwise than through expiry of a term of office shall normally be left unfulfilled for the remainder of the original of term of office of the member causing such vacancy. However, if at any time there are four or more such vacancies (arising otherwise then through expiry of a term of office), and the term of office of the Standing Committee has more than 12 months still to run, the Standing Committee may, at their option, call a by-election to elect persons to fill any such vacancies as there may be at the time such by-election is held; with the persons elected to fill any such vacancies holding office for the remainder of the term for which his/her predecessor was appointed. Any person elected in any such by-election shall be eligible to stand for re-election to the next Standing Committee.
17. The quorum for a meeting of the Standing Committee shall be half of the total number of its members.
18. At the discretion of the Chairman, business of the Standing Committee may be transacted by circular and the signed approval of any resolution by simple majority of the members of the Standing Committee shall have the same effect and validity as if it had been duly passed at a meeting of the Standing Committee.
19. The members of the Standing Committee shall not be personally liable for any acts performed in good faith or within the authority of the Standing Committee; nor shall they be personally liable for any unintentional omission to do any act.
20. The Standing Committee shall meet at least three times in each calendar year.
21. All bona fide acts carried out at a meeting of the Standing Committee (or any sub-committee), or by any person acting as a member of the Standing Committee (or any sub-committee) shall, notwithstanding that it may otherwise be discovered that there was a defect in the appointment of the Standing Committee (or any sub-committee) or the election or appointment of any member of the Standing Committee (or any sub-committee), or that any of them were disqualified from acting as a member of the Standing Committee (or any sub-committee), be as valid as if the Standing Committee (or any sub-committee) had been duly appointed and each member had been duly elected and was qualified to be a member of the Standing Committee (or any sub-committee).

#### **CHAIRMAN & VICE-CHAIRMAN**

22. The Standing Committee shall from its own members elect a Chairman and a Vice-Chairman who shall each hold office for a period of 2 years. A retiring Chairman shall be eligible for re-election except for a retiring Chairman who has, at the same time of such retirement, held an office for 2 consecutive full terms.
23. The Chairman and Vice Chairman of the Standing Committee shall automatically fulfill such functions at the Convocation.

24. Unless Section 25 applies, the Chairman of the Standing Committee shall preside at all meetings of the Convocation.
25. In the event of a vacancy in the office of Chairman or Vice-Chairman arising otherwise than from expiry of the term of office of a retiring Chairman or Vice-Chairman, the Standing Committee shall elect another of its members to fill the vacancy for the remainder of the term for which his/her predecessor was appointed.
26. In the absence of the Chairman, the Vice-Chairman shall act on his/her behalf.
27. During the period between the occurrence of a vacancy in the office of the Chairman and the election of a person to fill that vacancy, the Vice-Chairman shall perform the duties of the Chairman.

### **SECRETARY & SECRETARIAT**

28. The Secretary shall be appointed by the President. He or she shall also act as secretary of the Standing Committee but shall not be a member of the Standing Committee. He or she is not required to be a member of the Convocation.
29. The Secretary shall form, and head, the Secretariat. The Secretariat shall assist the work of the Standing Committee.
30. The Secretariat shall consist of:
  - (a) the Secretary who shall be the Director of the Secretariat;
  - (b) the Assistant Director of Secretariat who shall act on behalf of the Secretary in his/her absence; and
  - (c) such other personnel as may from time to time be deemed necessary or desirable to support such administrative functions.
31. The Secretary and other members of the Secretariat shall be employees of the University and need not be members of the Convocation.

### **MEETINGS**

32. An Annual General Meeting of the Convocation shall be convened by the Standing Committee every calendar year between January 1<sup>st</sup> and March 31<sup>st</sup>. All other general meetings of the Convocation shall be called extraordinary general meetings.
33. The Standing Committee shall convene an extraordinary general meeting when required under Section 10(f), subject to the requisitioners clearly specifying the matters to be determined at the Extra General Meeting in their requisitions for such meeting, and may, whenever it thinks fit, itself convene an extraordinary general meeting.
34. All resolutions at general meetings of the Convocation shall require a majority of members present and voting on such resolution to vote in favour of such resolution in order to be passed and adopted.

## **FINANCE**

35. All funds of the Convocation shall be lodged with the University Finance Office and recorded separately.
36. Any money disbursed by the Convocation shall be payable at the direction of the Standing Committee unless the Convocation otherwise directs.
37. The Standing Committee shall prepare and present the financial report of the Convocation to be approved in an Annual General Meeting.

## **AMENDMENTS OF CONSTITUTION OF THE CONVOCATION**

38. The Convocation in an Annual General Meeting or an Extraordinary General Meeting may by resolution make proposal of amendments on the Constitution for Council's consideration.

## **INTERPRETATION OF THE CONSTITUTION**

39. The interpretation of the Constitution shall rest with the Standing Committee. In case of any dispute, the matter shall be put to the Council and the interpretation adopted by the Council shall prevail.