

# THE CHINESE UNIVERSITY OF HONG KONG

## C O U N C I L

### Report of the Taskforce on the Review of the Size and Composition of the CUHK Council

#### **Part I Introduction**

1. On 12th December 2022, the CUHK Council (the Council) resolved that a Taskforce for the Review of the Size and Composition of the CUHK Council (which will be referred to as “the Taskforce” in this Report) should be established to:
  - (i) revisit the proposals on the size and composition of the Council as formulated by the taskforce set up by the Council in 2016 (which will be referred to in this Report as the “2016 Proposals”), which were put on hold by the Council in 2017, and to review their fitness-for-purpose in the light of the latest proposals being submitted to the Panel on Education of the Legislative Council (LegCo) at its meeting on 16th December 2022 (which will be referred to in this Report as the “2022 Proposals”); and
  - (ii) report its findings to the Council as soon as practicable, after consulting the key stakeholders as appropriate.
2. The Chairman of the Council was authorised to appoint the Chairperson/Members of the Taskforce. Subsequently the following five Council Members were appointed to the Taskforce:
  - (i) Dr. Norman T.L. Chan (Chairperson)
  - (ii) Ms. Lina H.Y. Yan (Vice-Chairperson)
  - (iii) Professor Alan K.L. Chan, Provost and Pro-Vice-Chancellor
  - (iv) The Hon. Cheung Yu-yan (Council Member elected by the LegCo)
  - (v) Mr. Kelvin Y.M. Yeung (Council Member elected by the Convocation)
3. The Taskforce has invited the stakeholders to send in their views/comments *via* open electronic or dedicated email channels. Two face-to-face sessions to receive views and comments were held on campus on 21st February and 24th February 2023 respectively. The results of comments and views received by the Taskforce are summarised in Part III below.

#### **Part II Background**

4. As early as in March 2002, the University Grants Committee (UGC) issued the Report on Higher Education in Hong Kong (commonly known as the Sutherland Report), which recommended that the UGC-funded institutions should carry out a review of the fitness for purpose of its governance and management structures, including its governing council. Such an exercise will necessarily include a review of the relevant Ordinances and, where appropriate, proposals for legislative changes should be made. Against this background, the Council undertook a review led by Sir C.K. Chow, which presented certain proposals in 2009 (which will be referred to as the “2009 Proposals” in this Report). These Proposals were endorsed by the Council and submitted to the HKSAR Government. However, the 2009 Proposals were somehow not pursued through the legislative process. In 2016, the UGC released the

“Governance in UGC-funded Higher Education Institutions in Hong Kong” Report (which will be referred to as the “Newby Report” in this Report) to identify some international good practices in the governance of higher education institutions in order that pointers and advice could be drawn up to help enhance the effectiveness and transparency of the governing councils of UGC-funded institutions and also to better equip council members with the necessary knowledge, skills and protocol with regard to their roles for the proper discharge of their duties.

5. In January 2016, the Council initiated another review by setting up a taskforce led by Ms. Lina H.Y. Yan, which conducted extensive consultations with the key stakeholders following the issuance of the Newby Report. This taskforce presented a number of proposals to the Council in the subsequent year, which, again, were not followed up subsequently. As a result of these suspended attempts, CUHK is the only UGC-funded university that has not implemented any reform of its Council in line with good governance principles. This Taskforce represents the third attempt in the last 14 years by the Council to reorganize its size and composition for the purpose of good governance as required by the UGC.
6. For the ease of reference, [the 2002 Sutherland Report](#), [the 2009 Proposals Report](#), [the 2016 Newby Report](#), [the 2016 Proposals Report](#) and [the 2022 Proposals](#) are appended to this Report (Appendices 1 to 5).

### **Part III Summary of Comments and Feedback Received**

7. The Taskforce issued on 17th January 2023 mass emails to around 300,000 stakeholders of the University, including all Council members, College Boards of Trustees/Committees of Overseers, academic and non-academic staff members, students and alumni, inviting them to send in their comments and feedback on the 2016 Proposals and the 2022 Proposals in writing, making use of the electronic platform specifically provided for this purpose. The deadline for the submission of such comments was 28th February 2023. The Taskforce had also set up a designated email account ([council-reorganization2023@cuhk.edu.hk](mailto:council-reorganization2023@cuhk.edu.hk)) to receive comments. Two face-to-face on campus sessions were conducted for the stakeholders on Tuesday, 21st February and 24th February 2023 at 6:30 p.m. – 8:30 p.m. to receive views from the stakeholders. These two sessions were attended by 110 participants and 60 participants respectively.
8. The comments and feedback collected through email, electronic platform and face-to-face sessions during 17th January to 28th February 2023 were subsequently collated by the University Planning Office and the Centre for Learning Enhancement And Research. A total of 880 respondents had submitted their views, including 9 emails received from the designated email account, 826 respondents who had submitted their comments/feedback through the electronic platform, and 45 participants had spoken during the two face-to-face sessions. A summary and analysis of the comments and feedback received from various channels including the designated email account, electronic platform and face-to-face sessions is contained in [Appendix 6](#). The Taskforce’s responses to the key comments received from the stakeholders in this exercise are set out in Part IV below.

## **Part IV Findings of the Taskforce**

### **Guiding Principles**

9. In reviewing the relevant Proposals and comments/views received from the stakeholders, the Taskforce is guided by the good governance principles as advised in the Sutherland Report and the Newby Report, and draws reference to the arrangements of other UGC-funded universities in Hong Kong. The Taskforce concurs with the principle that CUHK, being a publicly funded educational institution, must comply with sound governance principles, demonstrate public accountability and provide appropriate checks and balance for the Management in the running of the University through its highest governing body, the CUHK Council.

### **Size of the Council**

10. The Taskforce concurs with the view that the current size of the CUHK Council, with 54 members, is clearly far too big to allow the Council to function efficiently and effectively.
11. Some stakeholders expressed the view that the Council needs not be downsized. However, no valid arguments or evidence has been presented to the Taskforce that would support the view that the current size of 54 would not hamper the efficient running of the Council. As CUHK is the only UGC-funded university that has not yet reorganised its Council, the Taskforce believes that the downsizing exercise is long overdue.
12. The Taskforce has noted that the recommended size of the Council is 25 in the 2009 Proposals, 29 in the 2016 Proposals and 34 in the 2022 Proposals. The Taskforce believes that a range between 25 to 34 would be a reasonable target for the downsized Council.

### **Mix of Internal vs External Members**

13. The Taskforce concurs with the principle enshrined in both the 2016 and 2022 Proposals that, to achieve good governance, public accountability and checks and balance, the number of external members of the Council, who are not employees or students of the University, should be significantly higher than that of internal members. In terms of the ratio of internal vs external members, the Taskforce has noted that it was 8/17 (ratio of 1:2.13) in the 2009 Proposals, 11/18 (ratio of 1:1.64) in the 2016 proposals and 11/23 (ratio of 1:2.1) in the 2022 Proposals. The Taskforce does not believe that there exists any one magic ratio that is universally optimal and considers that a range between 1.64 to 2.13 would be a reasonable mix for good governance purposes and in line with the majority of other UGC-funded universities.
14. Some stakeholders have expressed the view that the Council should have more internal members than external members, as the latter do not really understand the running of the University and tend to represent commercial or political interests. The Taskforce does not concur with this view, which is inconsistent with the principle of public accountability and undermines appropriate checks and balance for a publicly funded educational institution.

## **Roles of the Chancellor in Appointing External Members and Key Officers of the Council**

15. In order to demonstrate the public accountability of CUHK, the Taskforce considers it appropriate for the Chancellor, being the highest guardian of public interests in Hong Kong as the Chief Executive of the HKSAR, to continue to appoint some members of the CUHK Council. By the same token, it would also be appropriate for the Chancellor to appoint the key officers of the CUHK Council, including the Chairman, Vice-Chairman and the Treasurer, which is in line with the standard practice in other UGC-funded universities.
16. Some stakeholders have expressed the view that the Chancellor should not have the right to appoint any members to the Council for fear of undue political interference. The Taskforce believes that this view ignores the fact that the HKSAR Government is the stakeholder that provides the necessary funding and other resources to support the operation and development of the University. The University must be accountable to the public and the Taskforce sees no valid reason why this long and cherished tradition in which the Chancellor, being the Chief Executive of the HKSAR and the highest guardian of public interests, having the power to appoint some external members to the Council should be abolished.
17. It is noted that amongst the UGC-funded universities in Hong Kong, the threshold for approving the appointment of the Vice Chancellor/President and the Provost varies. It ranges from a simple majority of the Council members (CUHK, HKU and HK Baptist U), two-thirds of the Council members (EdUHK and PolyU), 75% of the Council members (CityU) to the most stringent arrangement of 75% of the non-executive members of the Council (HKUST). Having regard to these arrangements, the Taskforce believes it appropriate to raise such threshold to a level between two-thirds majority and 75% of Council members to better reflect the importance in the appointment of the two highest positions of the University. The Taskforce also believes that voting by Council members in the form of a secret ballot would be conducive to ensuring the integrity of the voting process.

## **Seats for Legislative Council Members**

18. While it remains appropriate to have LegCo members sitting in the Council, the Taskforce believes that the current number of three seats should be reviewed in the interest of achieving more optimal downsizing of the Council. As regards the argument that there should be no representatives from the LegCo in the Council, the Taskforce considers that this is a long tradition of CUHK that helps demonstrate public accountability of the University, and there is no sound argument to abolish such tradition.

## **Alumni Representation at the Council**

19. The Taskforce fully recognizes and cherishes the support of 270,000 CUHK alumni, which is essential to the development of the University. However, in the interest of downsizing of the Council, the Taskforce supports the 2016 Proposals, which recommend that there will be one Council seat for the representative elected by the Convocation and that at least one of the four members appointed by the Council would be a CUHK alumnus. In this context, it is noted that

as a matter of fact the Council presently has a total of 21 members out of 54 seats who are alumni of the University.

### **Students Representation at the Council**

20. Noting that presently there is no student representation on the Council, the Taskforce supports the recommendation that one seat each for the representatives elected by the undergraduate students and the postgraduate students respectively. The Taskforce considers this proposal is preferable to the 2022 Proposals, which suggest that the appointment of the President of the CUHK Students Union as a member of the Council. The 2022 Proposals do not take into account possible complications arising from the formation of the Students Union and the need for representation for the postgraduate students.

### **CUHK's Unique College System**

21. CUHK is the only university in Hong Kong that operates a collegiate system with 9 Colleges, which complements the formal learning experience through whole-person development and pastoral care. The Taskforce fully supports and cherishes the CUHK's unique collegiate system. However, the Taskforce believes that the University must strive to ensure that its efficient and effective functioning and public accountability are not hampered by an oversized Council with too many internal members. There must exist other means that would ensure good communication between the Colleges and the Council, such as the College Heads/Masters being invited to attend the Council meetings as observers instead of as full members.

## **Part V Conclusion of Findings**

22. The Taskforce concludes that the 2016 Proposals remain fit for purpose, subject to the comments outlined in Part IV above.

April 2023