

長榮大學衍生企業實施辦法

Chang Jung Christian University Spin-off Companies Implementation Regulations

104.11.05 一〇四學年度第 1 學期第 3 次行政會議通過

106.05.11 一〇五學年度第 2 學期第 3 次行政會議修訂通過

110.09.27 一一〇學年度第 1 學期期初校務會議修訂通過

Approved on November 5, 2015 by the 3rd Administrative Meeting of 2015 Academic Year Semester 1.

Revised and approved on May 11, 2017 by the 3rd Administrative Meeting of 2016 Academic Year Semester 2.

Revised and approved on September 27, 2021 by the University Affairs Meeting at the beginning of 2021 Academic Year Semester 1.

第一條 本校為推動衍生新創事業，以建立辦學特色，落實產學合作，提供教學實習機會，協助本校研發成果商品化與技術移轉，鼓勵教職員生創業及協助產業創新，特訂定「衍生企業實施辦法」(以下簡稱本辦法)。

Article I The University has formulated the Chang Jung Christian University Spin-off Companies Implementation Regulations (hereinafter referred to as the Regulations) to promote new ventures, establish University characteristics, achieve industry-academia cooperation, provide teaching internship opportunities, assist with technology commercialization and transfer, encourage and assist faculty, staff and students with starting new ventures, and assist with industrial innovation

第二條 本辦法所稱衍生企業係指本校教職員工(含約用人員)生(含畢業校友)運用本校資源(包括空間、設備、人力、研發成果等)衍生新創事業，本校得以人員借調、合聘，或資金、技術入股等方式投資而持有其股權或資本額，但不得超過該事業全部股份或資本總額之50%。

Article II The term "spin-off companies " used in the Regulations refers to new ventures generated by University faculty and staff (including contracted employees) and students (including alumni) using University resources (including space, equipment, human resource, and research and development outcomes). The University may own shares or capital of the equity in the form of employee transfer, joint employment, capital or technical shareholding. However, these shares or capital shall not exceed 50% of the total shares or the total amount of the capital.

第三條 申請設立衍生企業者須檢附下列文件及相關佐證資料，送交本校新創事業規劃組審理。

Article III Applicants are required to attach the following documents and supporting documents to the University's Startup Business Management Section for review. Method for Applying and Reviewing spin-off companies.

一、衍生企業設立申請表。

1. Application form for establishing spin-off company.

二、衍生企業營運規劃書。

2. Operational plan for the spin-off company.

三、同意審查聲明書。

3. Statement consenting to review.

衍生企業之審查流程如下：

Review procedure:

一、由本校新創事業規劃組進行書面資料審查。

1. The University's Startup Business Management Section reviews the paper documents.

二、由本校新創事業規劃組邀請校內外專家學者三至五人組成專案小組，召開審查會議進行初審，申請者須列席說明。

2. The University's Startup Business Management Section invites three to five experts and scholars from inside and outside the University to form an ad hoc committee, and convenes a preliminary review meeting. Applicants must present at the meeting.

三、專案小組初審結果提送本校新創事業規劃指導委員會複審。

3. The preliminary review outcome of the ad hoc committee is submitted to the University's Startup Business Management Advisory Committee for review.

四、複審結果獲通過者得進駐本校創新育成中心，並提供其優惠進駐條件及創業相關諮詢輔導。

4. Those who pass the review are admitted into the University's Innovation Incubation Center, and provided with preferential accommodations and entrepreneurship related counseling.

新創事業規劃指導委員會得評估以資金投資經複審結果通過之衍生企業，但須符合私立學校法第 46 條、私立學校賸餘款投資及流用辦法之規定，並報經董事會核准後，始得依本校「研發基金使用辦法」辦理投資事宜。

Startup Business Management Advisory Committee may evaluate the spin-off companies that have been approved by the review result of investment with capital, but must comply with Article 46 of the Private School Law, the Regulations on the Investment and Use of the Residual Funds of Private Schools. After the approval of the board of directors, investment matters can be handled in accordance with the Regulations for R&D Fund Utilization.

第四條 本校教師以兼職、借調或合聘參與衍生企業者，應依本校「專任教師兼職或借調衍生企業辦法」、「專任教師借調服務辦法」或「校外教師合聘辦法」等相關規定，並與衍生企業訂立合作契約，約定回饋方式。

Article IV University faculty participating in spin-off companies through part-time position, secondment or joint appointment shall sign a contract with the spin-off companies in accordance with provisions of the Regulations for Full-time Faculty take on or secondment in spin-off companies, the Regulations for Full-time Faculty Secondment or the Regulations for Off-Campus Joint Faculty Appointment, and agree on the reward method.

本校以技術入股參與衍生企業，該衍生企業回饋本校研發基金之比例及相關事宜，應依本校「研究發展成果暨技術移轉管理辦法」辦理，並依個案協議訂立合作契約，約定回饋方式。

For University participation in the derivative enterprise through technology shareholding, the proportion of the spin-off companies' reward to the University's research

development funds and related matters shall be handled in accordance with the University's Research and Development Outcome and Technology Transfer Management Regulations. In addition, a cooperation contract shall be signed according to the case to agree on the reward method.

第五條 本校專任教職員工、在學學生或畢業五年內學生所成立之衍生企業，在不影響教學研究使用空間之原則下，得以本校核定之場域申請公司登記。

前項申請之衍生企業至少應符合下列要件之一：

Article V Spin-off companies established by full-time University faculty and staff, enrolled students or alumni within five years of graduation may apply for company registration in a University space approved by the University under the condition that teaching and research spaces are not compromised. The applying spin-off company in the preceding paragraph must meet at least one of the following requirements:

一、運用本校過去累積之研究及技術成果，移轉為產業界做為產品開發之用。

1. Transferred the University's accumulated research and technical outcomes into, product development for the industry.

二、協助本校研發成果商品化開發及技術移轉，經由產學合作提升研究能量。

2. Assisted with the commercial development of the University's research and development outcomes and technology transfer, and enhanced research capability through industry-academia cooperation.

三、著重師生投入教學成果之實務能力的培養，包括專題研究、論文、創意、創新發明與創業競賽等。

3. Focused on cultivating the practical ability of teachers and students in teaching, including independent studies, papers, creativity, innovative inventions and entrepreneurial competitions.

四、有效鏈結本校與產業界之互動關係，增加學校實務教學資源或實習訓練之機會。

4. Effectively facilitated interaction between the University and the industry, and increased opportunities for practical teaching resources or practical training for the University.

第六條 申請於本校場域辦理公司登記之衍生企業，經報教育部核定後，始得辦理公司登記，其辦理公司登記之行政作業與相關費用由該衍生企業負擔。申請經教育部審查未獲核定或廢止時，其相關費用亦由該衍生企業負擔。

Article VI Applications for spin-off companies to register their companies in a University space must first be approved by the Ministry of Education before proceeding with the registration. Administrative and operational costs associated with company registration shall be borne by the spin-off companies. Spin-off companies shall also bear relevant expenses for applications not approved or invalidated by the Ministry of Education.

第七條 進駐本校場域登記公司之衍生企業，應依本校創新育成中心相關進駐規定辦理管考、離駐、輔導等作業。如有提前終止進駐事由或進駐合約期滿者，應於本校搬

遷通知或合約到期日後一個月內遷離並辦理遷址變更登記。

延長進駐本校場域登記之衍生企業應於進駐合約到期日前三個月提出申請，並依本辦法第三條進行審查程序。

Article VII Spin-off companies registering their companies in University space shall operate according to the University's Innovation Incubation Center's in-resident regulations for management and examinations, moving out and counseling. Those terminating their residence prior to or at the expiration of their contract shall vacate the premise within one month of receiving move-out notification from the University or contract expiration, and shall change their address of registration.

Spin-off companies applying to extend registration in University space must submit application three months before contract expiration, and be reviewed according to Article III of this Regulations.

第八條 衍生企業應依本校持股比例給予本校董監事席次，本校應至少有一席董事或一席監察人，由本校指派代表。但法規另有規定者，不在此限。

Article VIII Excepted otherwise provided by the law and regulation, spin-off companies shall reserve seats of the directors and supervisors for the University according to the proportion of shares held by the University. The University shall have at least one director or one supervisor designated by the University.

第九條 衍生企業若需使用本校或本校所屬單位之名稱、商標等從事商業行為，須經本校核准並訂定授權合約。

Article IX To use the name or trademark of the University or its affiliations in commercial activities, spin-off companies must first obtain the approval of the University and a contract of authorization.

第十條 本辦法如有未盡事宜，依相關法令規定辦理。

Article X Any outstanding matters not addressed in the Regulations shall be handled in accordance with relevant laws and regulations.

第十一條 本辦法經研究發展委員會、行政會議及校務會議通過，陳請校長核定後公布實施，修正時亦同。

Article XI The Regulations are announced and implemented upon approval by the Research and Development Committee, the Administrative Meeting, the University Affairs Meeting, and the University President; the same shall apply to any amendments.