

《聖保羅書院校董會法團條例》
(第 1102 章)

St. Paul's College Council Incorporation Ordinance
(Cap. 1102)

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尚未實施的條文 / 修訂 ——

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制定史

本為 1962 年第 16 號——1964 年編正版，1974 年第 74 號，1997 年第 (C)112 號法律公告 (中文真確本)，2000 年第 55 號，2003 年第 3 號，2007 年第 130 號法律公告，2012 年第 28 號，2022 年第 2 號編輯修訂紀錄

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本條例旨在就聖保羅書院校董會成立為法團而訂定條文。

To provide for the incorporation of St. Paul's College Council.

[1962 年 5 月 25 日]

(格式變更——2022 年第 2 號編輯修訂紀錄)

[25 May 1962]

(Format changes—E.R. 2 of 2022)

1. 簡稱

本條例可引稱為《聖保羅書院校董會法團條例》。

1. Short title

This Ordinance may be cited as the St. Paul's College Council Incorporation Ordinance.

2. 釋義

在本條例中，除文意另有所指外——

主席 (Chairman) 指法團主席；

法團 (corporation) 指根據第 3 條成立為法團的聖保羅書院校董會；

規例 (regulations) 指由法團當其時的成員不時按照當其時有效的規例而批准的法團規例。

2. Interpretation

In this Ordinance, unless the context otherwise requires—

Chairman (主席) means the Chairman of the corporation;

corporation (法團) means the St. Paul's College Council incorporated under section 3;

regulations (規例) means the regulations of the corporation approved from time to time by its members for the time being in accordance with the regulations for the time being in force.

3. 成立為法團

聖保羅書院校董會是一個法人團體，以“St. Paul's College Council”為法團名稱，並以該名稱永久延續，且可以該名稱在香港所有的法院起訴與被起訴，以及必須備有和可以使用法團印章，亦可不時按法團認為適合而破毀、更換、更改和重新製造該印章。

3. Incorporation

St. Paul's College Council shall be a body corporate and shall have the corporate name “St. Paul's College Council”, and in that name shall have perpetual succession and may sue and be sued in all courts in Hong Kong and shall have and may use a common seal, and may from time to time break, change, alter and make anew the said seal as the corporation may deem fit.

(Amended 55 of 2000 s. 3)

4. 法團的權力

(1) 法團有全面的權力——

4. Power of corporation

(1) The corporation shall have full power—

- (a) 按照聖保羅書院原來創校的宗旨管理、營辦和經辦聖保羅書院，即秉承英語聖公會所宣認並現由中華聖公會所繼續的具改革特色和傳揚福音精神的基督教宗旨，向華人青少年提供以英語進行的現代通才教育（但課程包括中國語文科）；
- (b) 獲取、接受、購買、取得或以其他方式持有和享用任何性質或種類以及位於任何地點的土地、建築物、宅院或物業單位，以及批給該等土地、建築物、宅院或物業單位的租賃；
- (c) 興建、重建、改動、更改、翻新、保養和修葺任何建築物、宅院或物業單位，並對之加以任何改善；
- (d) 以購買或以其他方式獲取，以及管有任何種類或性質的船隻及其他貨品及實產；
- (e) 將款項存於香港或其他地方的任何銀行作為投資，或投資於任何土地、建築物、宅院或物業單位的按揭，或投資於任何政府、市政府、法團或公司的按揭、債權證、債權股證、股額、資金、股份或證券、保證；（由 2000 年第 55 號第 3 條修訂）
- (f) 按法團認為適合的條款，將當其時歸屬或屬於法團的任何土地、建築物、宅院、物業單位、按揭、債權證、債權股證、股額、資金、股份、證券、保證、船隻、貨品及實產批出、出售、轉易、轉讓、退回、交換、分劃、交出、按揭、質押、批租、出租、再轉讓、移轉或以其他方式處置；
- (g) 按法團認為適合的條款借入款項，以及以公開或私人募集的方式籌集款項；
- (h) 接受教育局的資助及津貼；及（由 2003 年第 3 號第 40 條修訂；由 2007 年第 130 號法律公告修訂）
- (i) 概括而言，作出看似是附帶於或有助於法團當其時的規例所訂定的法團的目標及宗旨的其他事情，或作出看似是附帶於或有助於前述目的或其中任何目的的其他事情。

- (a) to manage, administer and operate St. Paul's College in accordance with the purpose for which it was originally founded, namely, the offering to Chinese youths of a modern, liberal education in the English language (but including the subject of Chinese language in the curriculum) upon Christian principles, Protestant and Evangelical, as professed by the Church of England, and now continued by the Chung Hua Sheng Kung Hui;
- (b) to acquire, accept, and grant leases of, purchase, take or otherwise hold and enjoy any lands, buildings, messuages or tenements of whatsoever nature or kind, and wheresoever situate;
- (c) to build, rebuild, alter, vary, renew, maintain and repair any buildings, messuages or tenements and to effect any improvement thereto;
- (d) to acquire, by purchase or otherwise, and possess vessels and other goods and chattels of whatsoever kind or nature;
- (e) to invest moneys on deposit in any bank in Hong Kong or elsewhere or upon mortgage of any lands, buildings, messuages or tenements, or upon the mortgage, debentures, debenture-stocks, stocks, funds, shares or securities of any government, municipality, corporation or company; (Amended 55 of 2000 s. 3)
- (f) to grant, sell, convey, assign, surrender, exchange, partition, yield up, mortgage, pledge, demise, let, reassign, transfer, or otherwise dispose of any lands, buildings, messuages, tenements, mortgages, debentures, debenture-stocks, stocks, funds, shares, securities, vessels, goods and chattels, for the time being vested in or belonging to the corporation, upon such terms as the corporation may deem fit;

(2) (由 1974 年第 74 號第 3 條廢除)

5. 成員

法團由其規例所訂定的成員組成。

6. 規例

- (1) 法團的規例可隨時和不時由法團按照當其時有效的上述規例的條文予以更改或修訂。
- (2) 除本條另有規定外，法團的規例及其任何修訂均須當作根據本條例的條款訂立和作出。
- (3) 法團並無義務取得行政長官會同行政會議對該等規例的批准，亦無須公布任何該等規例。(由 2000 年第 55 號第 3 條修訂)

7. 向公司註冊處處長登記

- (1) 法團須將以下各項遞送公司註冊處處長辦理登記——

- (g) to borrow money upon such terms as the corporation shall think fit, and to raise money by public or private subscription;
- (h) to accept grant in aid and subsidy from the Education Bureau; and (*Amended 3 of 2003 s. 40; L.N. 130 of 2007*)
- (i) generally, to do such other things as may appear to be incidental or conducive to the aims and objects of the corporation as provided by its regulations for the time being, or the purposes aforesaid or any of them.

(2) (*Repealed 74 of 1974 s. 3*)

5. Members

The corporation shall consist of such members as shall be provided by its regulations.

6. Regulations

- (1) The regulations of the corporation may be changed or amended by the corporation at any time and from time to time in accordance with the provisions of the said regulations for the time being in force.
- (2) Subject to this section the regulations of the corporation and any amendments thereto shall be deemed to have been made under the terms of this Ordinance.
- (3) There shall be no obligation on the corporation to obtain the approval of the Chief Executive in Council to such regulations nor shall it be necessary to publish any such regulations. (*Amended 55 of 2000 s. 3*)

7. Registration with Registrar of Companies

- (1) The corporation shall forward to the Registrar of Companies for registration the following—

- (a) 法團主要辦事處地址的通知及更改該地址的通知；
 - (b) 一份經主席核證為正確的規例文本及經如此核證的對規例所作的任何修訂的文本；及
 - (c) 一份經主席核證為正確的載有法團幹事及成員的姓名地址的列表及經如此核證的對該列表所作的任何更改。
- (2) 每份按照第 (1) 款遞送的通知，須於有關更改、修訂或委任（視屬何情況而定）作出後 28 天內發出。
 - (3) 任何人在繳付按根據《公司條例》（第 622 章）第 26 條訂立的規例須就查閱文件而繳付的費用後，可查閱根據本條登記的任何文件。（由 2012 年第 28 號第 912 及 920 條修訂）
 - (4) 法團在任何公共登記處登記任何文件，須繳付按根據《公司條例》（第 622 章）第 26 條訂立的規例須就向公司註冊處處長登記文件而繳付的費用。（由 2012 年第 28 號第 912 及 920 條修訂）
 - (5) 第 (1) 款 (c) 段所述列表的登記，即為該列表所載事實的不可推翻的證據。

8. 契據的簽立

- (1) 須蓋上法團印章的一切契據、文件及其他文書，須在主席或（如主席不在）根據《維多利亞主教法團條例》（第 1004 章）獲委任的主教代理人以及聖保羅書院的校長或（如校長不在）署理校長在場的情況下蓋章，並須由主席或主教代理人以及校長或署理校長（視屬何情況而定）簽署。

- (a) notice of the address of the principal office of the corporation and any change thereof;
 - (b) a copy of the regulations and any amendment thereto, certified as correct by the Chairman; and
 - (c) a list of the names and addresses of the office-bearers and members of the corporation and any change therein, certified as correct by the Chairman.
- (2) Every notification in accordance with subsection (1) shall be made within twenty-eight days of any change, amendment or appointment, as the case may be.
 - (3) Any person may inspect any of the documents registered under this section upon payment of such fee as may be payable under the regulations made under section 26 of the Companies Ordinance (Cap. 622) for the inspection of a document. (Amended 28 of 2012 ss. 912 & 920)
 - (4) The corporation shall pay such fees for registering any document with any public registry as may be payable under the regulations made under section 26 of the Companies Ordinance (Cap. 622) for the registration with the Registrar of Companies of a document. (Amended L.N. 31 of 1968; 28 of 2012 ss. 912 & 920)
 - (5) The registration of the list mentioned in paragraph (c) of subsection (1) shall be conclusive evidence of the facts contained in such list.

8. Execution of deeds

- (1) All deeds, documents and other instruments requiring the seal of the corporation shall be sealed in the presence of the Chairman or, in his absence, the Bishop's Commissary appointed under the Bishop of Victoria Incorporation Ordinance (Cap. 1004) and of the Principal of St. Paul's College or, in his absence, the Acting Principal and shall be

- (2) 該印章須由主席保管，主席不在香港時，則由主教代理人保管。

9. 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、透過他們或在他們之下作申索者除外。

(由 2000 年第 55 號第 3 條修訂)

signed by the Chairman or by the Bishop's Commissary and by the Principal or by the Acting Principal, as the case may be.

- (2) The seal shall be kept in the custody of the Chairman or, in his absence from Hong Kong, in the custody of the Bishop's Commissary. *(Amended 55 of 2000 s. 3)*

9. 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.

(Amended 55 of 2000 s. 3)