

《宣道会 (香港不动产移转) 条例》

THE CHRISTIAN AND MISSIONARY ALLIANCE
(TRANSFER OF HONG KONG IMMOVABLE
PROPERTY) ORDINANCE

(第 1155 章)

(Cap. 1155)

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本条例旨在就作为一纽约法团的宣道会在香港的所有不动产当作移转及归属作为一科罗拉多法团的宣道会一事，以及就其他有关事宜作出规定。

[1992 年 5 月 5 日]

弁言

鉴于——

- (a) 宣道会在下述合并前是根据纽约州法律组成的、其全国总部设于美国纽约的非牟利宗教法团 (下称“纽约宣道会”) ；
- (b) 按照科罗拉多州法律的科罗拉多编正法规中的有关条文，纽约宣道会于 1992 年 5 月 5 日与新成立的科罗拉多法团，即科罗拉多的宣道会 (科罗拉多非牟利法团) 合并，而以后者为合并后的续存者；
- (c) 在上述合并之同时，科罗拉多的宣道会 (科罗拉多非牟利法团) 的名称改为宣道会 (下称“科罗拉多宣道会”) ；
- (d) 在上述合并前，纽约宣道会是某些在香港的不动产的注册拥有人，不论其为唯一拥有人或与其他人一同为共同拥有人；又或以其他形式拥有该等不动产的实益权益或以受信人的身分持有该等不动产；
- (e) 将纽约宣道会在香港的所有不动产当作移转及归属科罗拉多宣道会是合宜的。

An Ordinance to provide for the deemed transfer to and vesting in The Christian and Missionary Alliance, a Colorado corporation, of all immovable property in Hong Kong of The Christian and Missionary Alliance, a New York corporation; and for other related purposes.

[5 May 1992]

Preamble

WHEREAS—

- (a) The Christian and Missionary Alliance was prior to the merger hereinafter mentioned a non-profit making religious corporation organized under the Laws of the State of New York having its national office in New York, the United States of America (hereinafter called “CMA, New York”);
- (b) in accordance with the relevant provisions in Colorado Revised Statutes, Laws of the State of Colorado and effective from 5 May 1992, CMA, New York was merged with a newly formed Colorado corporation, The Christian and Missionary Alliance of Colorado (Colorado Non-profit Corporation) with the latter as the survivor after the merger;
- (c) simultaneously with the said merger the name of The Christian and Missionary Alliance of Colorado (Colorado Non-profit Corporation) was changed to The Christian and Missionary Alliance (hereinafter called “CMA, Colorado”);
- (d) prior to the said merger, CMA, New York was the registered owner of certain immovable property in Hong Kong, whether as sole owner or as co-owner with others; or otherwise had a beneficial interest in the same or holding the same in a fiduciary capacity;

因此，兹由香港总督参照立法局意见并得该局同意后，制定本条例，各条文如下——

1. 简称及生效日期

- (1) 本条例可引称为《宣道会(香港不动产移转)条例》。
- (2) 本条例具有追溯效力，并就一切目的而言须当作已于 1992 年 5 月 5 日实施及生效。

2. 释义

- (1) 在本条例中，除文意另有所指外——
“不动产”(immovable property)指香港的土地而不论是否有水淹没、该土地上的任何产业、权利、权益或地役权(不论是法定的或衡平法上的、现存的或将来的、实有的或待确定的)、不可分割土地份数的全部或部分及附连在该土地的物件或牢固于任何此类物件上的东西及一切其所属的法律责任(如有的话)；
“生效日期”(effective day)指 1992 年 5 月 5 日；
“科罗拉多宣道会”(CMA, Colorado)指根据美国科罗拉多州法律组成及现仍存在，而其全国总部设于科罗拉多并且属一非牟利法团的宣道会；
“纽约宣道会”(CMA, New York)指先前根据美国纽约州法律组成及存在并且属一非牟利法团的宣道会。
- (2) 本条例中凡提述纽约宣道会的不动产，即指纽约宣道会在紧接上述合并之前有权享有(不论是享有实益权益或

(e)it is expedient to deem the transfer to and vesting in CMA, Colorado of all immovable property in Hong Kong of CMA, New York.

NOW THEREFORE BE IT ENACTED by the Governor of Hong Kong, with the advice and consent of the Legislative Council thereof, as follows—

1. Short title and commencement

- (1) This Ordinance may be cited as The Christian and Missionary Alliance (Transfer of Hong Kong Immovable Property) Ordinance.
- (2) This Ordinance shall have retrospective effect and shall be deemed to have come into operation and become effective for all purposes on 5 May 1992.

2. Interpretation

- (1) In this Ordinance, unless the context otherwise requires—
“CMA, Colorado”(科罗拉多宣道会) means The Christian and Missionary Alliance, a non-profit corporation organized and existing under the Laws of the State of Colorado in the United States of America with its national office in Colorado;
“CMA, New York”(纽约宣道会) means The Christian and Missionary Alliance, a non-profit corporation previously organized and existed under the Laws of the State of New York in the United States of America;
“effective day”(生效日期) means 5 May 1992;
“immovable property”(不动产) means land in Hong Kong whether covered by water or not, any estate, right, interest or easement in or over such land (whether legal or equitable, present or future, actual or contingent), the whole or part of an undivided share in land and things attached to such land or

以任何受信人的身分享有) 的位于香港的不动产，而不论该等不动产位于香港何处。

- (3) 任何政治体、法人团体及其他人士，如其权利受到本条例任何条文影响，则须当作已于本条例中提及。

3. 承认纽约宣道会的不动产移转及归属科罗拉多宣道会

在生效日期当日，纽约宣道会的不动产，就香港法律而言，须当作已移转及归属科罗拉多宣道会，其目的及作用是使科罗拉多宣道会继承纽约宣道会的不动产，犹如在各方面科罗拉多宣道会和纽约宣道会在法律上是同一人一样。

4. 信托财产及遗嘱

在不影响第 3 条的概括性原则下——

- (a) 任何不动产如于紧接生效日期之前仍由纽约宣道会持有，不论是单独持有或以共同拥有人身分联同其他人持有，亦不论是根据任何信托契据、授产安排、契诺、协议或遗嘱而以受托人或保管受托人身分 (不论原先是否如此获得任命者，亦不论是经签字或盖章还是法庭命令任命者) 持有，还是以死者的遗嘱执行人或遗产管理人的身分，还是以经法庭命令任命的司法受托人身分或者以其他受信人身分持有，而根据本条例当作已移转及归属科罗拉多宣道会的，

permanently fastened to anything attached to such land and all liabilities, if any, pertaining thereto.

- (2) Any reference in this Ordinance to the immovable property of CMA, New York is a reference to the immovable property situated in Hong Kong to which CMA, New York was immediately prior to the said merger entitled (whether beneficially or in any fiduciary capacity) wherever in Hong Kong such immovable property is situated.
- (3) Any body politic or corporate and any other person or persons whose rights are affected by any of the provisions of this Ordinance shall be deemed to be mentioned herein.

3. Recognition of transfer to and vesting in CMA, Colorado of immovable property of CMA, New York

On the effective day, the immovable property of CMA, New York shall be deemed for the purpose of Hong Kong law to have been transferred to, and vested in, CMA, Colorado to the intent and effect that CMA, Colorado shall succeed to the immovable property of CMA, New York as if in all respects CMA, Colorado were the same person in law as CMA, New York.

4. Trust property and wills

Without prejudice to the generality of section 3—

- (a) any immovable property deemed to have been transferred to and vested in CMA, Colorado by virtue of this Ordinance which immediately before the effective day was held by CMA, New York, whether alone or jointly as co-owner with any other person or persons, as trustee or custodian trustee of any trust deed, settlement, covenant, agreement or will (whether originally so appointed or not, and whether appointed under hand or seal, or by order of any court), or as executor of the

自生效日期起，须归科罗拉多宣道会单独持有或以共同拥有人身分联同上述其他人持有 (视属何情况而定)，而科罗拉多宣道会具有有关信托所给予纽约宣道会的同一身分，并拥有及受制于对各项信托适用的权力、条文及法律责任；

- (b) 凡根据或凭借任何现有文书或法庭命令 (包括遗嘱认证书) 将任何不动产归属具有 (a) 段所提述受信人身分的纽约宣道会的，则自生效日期起，在文意许可的情况下，该等文书及命令，以及批准纽约宣道会因以该受信人身分提供服务而获得支付或留存酬金的上述文书条文、命令条文，或现有合约或安排中任何提述纽约宣道会之处，在解释及具有效力方面均须以科罗拉多宣道会取代之；及
- (c) 任何遗嘱遗赠均不得仅以本条例任何条文的实施为理由而撤销。

5. 补充条文

在不影响前述条文的概括性原则下，但在不抵触本条例相规定的条文的前提下，纽约宣道会作为当事一方的有关任何不动产的合约或文书 (不论是否属书面形式)，自生效日期起，其效力犹如——

- (a) 当事一方是科罗拉多宣道会而非纽约宣道会；

will, or administrator of the estate, of a deceased person or as judicial trustee appointed by order of any court, or in any other fiduciary capacity, shall, on and from the effective day, be held by CMA, Colorado alone or, as the case may be, jointly as co-owner with such other person or persons, in the same capacity upon the trusts, and with and subject to the powers, provisions and liabilities, applicable thereto respectively;

- (b) any existing instrument or order of any court under or by virtue of which any immovable property became vested in CMA, New York in any such fiduciary capacity as is referred to in paragraph (a) (including in the case of a will any grant of probate thereof), and any provision in such instrument or order, or any existing contract or arrangement, for the payment to, or retention by, CMA, New York of remuneration for its services in any such fiduciary capacity, shall, on and from the effective day, be construed and have effect, so far as the context permits, as if for any reference therein to CMA, New York there were substituted a reference to CMA, Colorado; and
- (c) no testamentary gift shall be adeemed by reason only of the operation of any of the provisions of this Ordinance.

5. Supplementary provisions

Without prejudice to the generality of the foregoing provisions but subject to any provision of this Ordinance to the contrary effect, every contract or instrument relating to any of the immovable property to which CMA, New York is a party (whether in writing or not) shall have effect on and from the effective day as if—

- (a) CMA, Colorado had been a party thereto instead of CMA, New York;

- (b) 凡提述纽约宣道会之处 (不论如何措辞, 亦不论是明示还是隐含), 而涉及在生效日期当日或以后进行的任何事情者, 均已为科罗拉多宣道会所取代; 及
- (c) 凡提述纽约宣道会总裁或任何一名总裁、董事、书记、合法授权人、职员或雇员之处 (不论如何措辞, 亦不论是明示还是隐含), 而涉及在生效日期当日或以后进行的任何事情者, 即为提述科罗拉多宣道会总裁, 或视乎情况需要, 则为提述科罗拉多宣道会为该目的而任命的总裁、董事、书记、合法授权人、职员或雇员, 或如无上述任命, 则为提述身分与首先提及的总裁、董事、书记、合法授权人、职员或雇员最为接近的科罗拉多宣道会总裁、董事、书记、合法授权人、职员或雇员。

6. 证据 所有权契据及文件

- (1) 在生效日期前可就不动产或其任何部分作为对纽约宣道会有利或不利证据的一切所有权契据及其他文件, 就同一事情而言, 可获接纳为对科罗拉多宣道会的有利或不利证据。
- (2) 在本条中, “文件” (documents) 的涵义与《证据条例》(第 8 章) 第 46 条中该词的涵义相同。 (由 1999 年第 2 号第 6 条修订)

7. 关于归属的证据

- (1) 在任何情况下, 出示本条例的政府印务局文本, 即为证明纽约宣道会的任何不动产已按照本条例条文归属科罗拉多宣道会的确证。

- (b) for any reference (however worded and whether express or implied) to CMA, New York there were substituted, as respects anything done or to be done on or after the effective day, a reference to CMA, Colorado; and;
- (c) any reference (however worded and whether express or implied) to the president or to any president, director, secretary, lawful attorney, officer or employee of CMA, New York was, as respects anything done or to be done on or after the effective day, a reference to the president of CMA, Colorado or, as the case may require, to such president, director, secretary, lawful attorney, officer or employee of CMA, Colorado as CMA, Colorado may appoint for that purpose or, in default of appointment, to the president, director, secretary, lawful attorney, officer or employee of CMA, Colorado who corresponds as nearly as may be to the first-mentioned president, director, secretary, lawful attorney, officer or employee.

6. Evidence: title deeds and documents

- (1) All title deeds and other documents which would, before the effective day, have been evidence in respect of the immovable property or any part thereof for or against CMA, New York shall be admissible in evidence in respect of the same matter for or against CMA, Colorado.
- (2) In this section “documents” (文件) has the same meaning as in section 46 of the Evidence Ordinance (Cap. 8). (*Amended 2 of 1999 s. 6*)

7. Evidence of vesting

- (1) The production of a Government Printer’s copy of this Ordinance shall, for all purposes, be conclusive evidence of the vesting of any of the immovable property of CMA, New

- (2) 在不影响第(1)款的概括性原则下——
- (a) 如有任何文件在生效日期当日或以后订立或签立，而科罗拉多宣道会或纽约宣道会藉该文件单独或联同其他人转易、移转或宣称转易或移转某项不动产予任何人(不论是否有代价)，或藉该文件单独或联同其他人申请注册为某项不动产的拥有人，而该项不动产是纽约宣道会于紧接生效日期前所持有的，则上述文件足以证明纽约宣道会在该项不动产的权益已根据本条例当作归属科罗拉多宣道会；
 - (b) 在生效日期当日或以后，科罗拉多宣道会或纽约宣道会如有任何其他交易或宣称的交易，涉及紧接该日前由纽约宣道会所持有的任何不动产，则为了交易另一方或透过该方提出申索的人士的利益起见，须当作科罗拉多宣道会具有全部权力及权限以进行该项交易，犹如有关的财产已根据本条例当作归属该会一样；及
 - (c) 在本条中，“转易”(convey)包括转让、按揭、押记、租赁、同意、藉归属声明或归属文书而归属、卸弃、解除责任或以其他方式作出保证。

8. 土地权益

凭借本条例将不动产权益当作归属科罗拉多宣道会，不

- York in CMA, Colorado in accordance with the provisions of this Ordinance.
- (2) Without prejudice to the generality of subsection (1)—
- (a) any document made or executed on or after the effective day, whereby CMA, Colorado or CMA, New York, whether alone or jointly with any other person, conveys or transfers, or purports to convey or transfer, to any person (whether for consideration or not), or applies to be registered as the owner of, any of the immovable property held by CMA, New York immediately before the effective day, whether alone or jointly with any other person, shall be sufficient evidence that the interest of CMA, New York in that property is deemed to be vested in CMA, Colorado under this Ordinance;
 - (b) where there is any other transaction or purported transaction by CMA, Colorado or CMA, New York on or after the effective day in connection with, or in relation to any of the immovable property held by CMA, New York immediately before that day, it shall be deemed in favour of any other party to the transaction, or any person claiming through or under him, that CMA, Colorado has full power and authority for that transaction as if the relevant property or properties in question were deemed to be vested in it under this Ordinance; and
 - (c) in this section “convey” (转易) includes assign, mortgage, charge, lease, assent, vest by way of vesting declaration or vesting instrument, disclaim, release or otherwise assure.

8. Interests in land

The deemed vesting in CMA, Colorado of an interest in immovable

得——

- (a) 为《印花税条例》(第 117 章)第 4(1) 或 27(1) 条的目的构成该项权益的购买转易或产生该项权益；或 (由 2004 年第 16 号第 16 条修订)
- (b) 构成与该项权益有关的任何文书所规定的该项权益的转让、移转、转予、放弃管有、买卖或其他处置；或
- (c) 导致财产被没收或丧失权益；或
- (d) 导致任何合约或抵押失效或撤销；或
- (e) 将任何租赁权益并入其预期中的权益的复归权中。

9. 保留条文

(具追溯力的适应化修订——见 2000 年第 4 号第 3 条)

本条例的条文不影响亦不得当作影响中央或香港特别行政区政府根据《基本法》和其他法律的规定所享有的权利或任何政治体或法团或任何其他人的权利，但本条例所述及者及经由、透过或藉着他们提出申索者除外。

(由 2000 年第 4 号第 3 条修订)

property by virtue of this Ordinance shall not—

- (a) constitute a purchase conveyance or creation of that interest for the purposes of section 4(1) or 27(1) of the Stamp Duty Ordinance (Cap. 117); or (*Amended 16 of 2004 s. 16*)
- (b) constitute an assignment, transfer, devolution, parting with possession, dealing with or other disposition of that interest for the purposes of any provision contained in any instrument concerning that interest; or
- (c) give rise to any forfeiture; or
- (d) invalidate or discharge any contract or security; or
- (e) operate so as to merge any leasehold interest in the reversion expectant on it.

9. Saving

(Adaptation amendments retroactively made - see 4 of 2000 s. 3)

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 4 of 2000 s. 3*)