

《聖保羅男女中學校董會法團條例》
(第 1104 章)

Council of St. Paul's Co-educational College Incorporation Ordinance
(Cap. 1104)

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制定史

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Cap. 1104

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Incorporation Ordinance**

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本條例旨在就聖保羅男女中學校董會成立為法團而訂定條文。

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

[1962 年 6 月 29 日]

(格式變更——2022 年第 2 號編輯修訂紀錄)

[29 June 1962]

(Format changes—E.R. 2 of 2022)

1. 簡稱

本條例可引稱為《聖保羅男女中學校董會法團條例》。

1. Short title

This Ordinance may be cited as the Council of St. Paul's Co-educational College Incorporation Ordinance.

2. 釋義

在本條例中，除文意另有所指外——

法團 (corporation) 指根據第 3 條成立為法團的團體；

章程 (constitution) 指不時由聖保羅男女中學校董會當其時的成員按照當其時實施的章程所批准的聖保羅男女中學校董會章程。

2. Interpretation

In this Ordinance, unless the context otherwise requires—

constitution (章程) means the constitution of the Council of St. Paul's Co-educational College approved from time to time by its members for the time being in accordance with the constitution for the time being in operation;

corporation (法團) means the body incorporated by section 3.

3. 成立為法團

聖保羅男女中學校董會為一個法人團體，須以“**The Council of St. Paul's Co-educational College**”的名稱命名，並以該名稱永久延續，且在香港所有的法院可以該名稱起訴與被起訴，以及必須備有和可以使用法團印章。

3. Incorporation

The Council of St. Paul's Co-educational College shall be a body corporate, and shall have the name of “**The Council of St. Paul's Co-educational College**”, 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.

(Amended 55 of 2000 s. 3)

4. 法團的權力

法團有全面的權力——

(a) 管理、管治和經辦聖保羅男女中學；

4. Power of corporation

The corporation shall have full power—

- (b) 獲取、購買、取得或以其他方式持有和享用任何性質或種類及位於任何地點的土地、建築物、宅院或物業單位，以及接受該等土地、建築物、宅院或物業單位的租賃；(由 1983 年第 14 號第 2 條修訂)
- (c) 以購買或以其他方式獲取任何種類或類別的貨品及資產；
- (d) 將款項以存款於香港或其他地方的任何銀行的方式投資，或投資於香港或其他政府債券，或投資於香港任何土地、建築物、宅院或物業單位的按揭，或投資於在香港或其他地方經營業務的任何法團或公司的債權證、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)
- (e) 按法團認為適合的條款，將當其時歸屬法團的任何土地、建築物、宅院、物業單位、按揭、債權證、債權股證、股額、資金、證券、保證、船隻、貨品及資產批出、出售、轉易、轉讓、退回、交出、按揭、批租、出租、再轉讓、移轉或以其他方式處置；
- (f) 建造任何建築物、宅院或物業單位，以及對其作出任何改善；
- (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款項的方式籌集款項；及
- (h) 概括而言，作出在法團當其時的章程所訂定的法團目標及宗旨方面看似屬附帶的或看似有助於該等目標及宗旨的其他事情，或施行本條例條文。

- (a) to manage, administer and operate St. Paul's Co-educational College;
- (b) to acquire, accept leases of, purchase, take or otherwise hold and enjoy any land, buildings, messuages or tenements of what nature or kind soever and wheresoever situate; (*Amended 14 of 1983 s. 2*)
- (c) to acquire, by purchase or otherwise, goods and chattels of any kind or description;
- (d) to invest moneys on deposit in any bank in Hong Kong or elsewhere or in any Hong Kong or other government bonds or on mortgage of any land, buildings, messuages or tenements in Hong Kong, or in or on debentures, debenture-stocks, stocks, funds, shares or securities of any corporation or company carrying on business in Hong Kong or elsewhere; (*Amended 55 of 2000 s. 3*)
- (e) to grant, sell, convey, assign, surrender, yield up, mortgage, demise, let, reassign, transfer or otherwise dispose of, any land, buildings, messuages, tenements, mortgages, debentures, debenture-stocks, stocks, funds, securities, vessels, goods and chattels for the time being vested in the corporation, upon such terms as the corporation may deem fit;
- (f) to erect any buildings, messuages or tenements and effect any improvement thereto;
- (g) to borrow money upon such terms as the corporation shall think fit, and to raise money by public or private subscription; and
- (h) 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 constitution for the time being, or for carrying into effect the provisions of this Ordinance.

5. 成員

法團由其章程所訂定的成員組成。

6. 原有章程成為法團的章程

未具法團地位的聖保羅男女中學校董會在本條例生效日期 * 已實施的章程為法團的章程：

但該章程可不時由法團按當其時實施的章程所訂定的方式更改或修訂。

編輯附註：

* 生效日期：1962 年 6 月 29 日。

7. 向公司註冊處處長登記

- (1) 法團須將以下文件遞送公司註冊處處長登記——
 - (a) 法團註冊辦事處的地址及此地址的任何更改的通知；
 - (b) 章程一份以及任何對章程的修訂，經法團主席核證為正確的；
 - (c) 法團成員姓名和地址的列表以及任何對列表的更改，經法團主席核證為正確的；及
 - (d) 根據第 8 條獲委任簽署契據、文件及其他文書的人的姓名和地址。
- (2) 按照第 (1) 款發出的通知，須於任何修訂或更改（視屬何情況而定）作出後 28 天內發出。
- (3) 任何人在繳付根據任何有關的成文法則所須繳付的費用後，可查閱根據本條登記的任何文件。
- (4) 法團在任何公共登記處登記任何文件，須繳付根據任何有關的成文法則所須繳付的費用。

5. Members

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

6. Existing constitution to become constitution of corporation

The constitution of the unincorporated Council of St. Paul's Co-educational College in operation at the commencement* of this Ordinance shall be the constitution of the corporation:

Provided that the same may be changed or amended by the corporation from time to time in the manner provided by the constitution for the time being in operation.

Editorial Note:

* Commencement date: 29 June 1962.

7. Registration with Registrar of Companies

- (1) The corporation shall forward to the Registrar of Companies for registration the following—
 - (a) notice of the address of the registered office of the corporation and any change thereto;
 - (b) a copy of the constitution and any amendment thereto, certified as correct by the chairman of the corporation;
 - (c) a list of the names and addresses of the members of the corporation and any change therein, certified as correct by the chairman of the corporation; and
 - (d) the name and address of any person appointed under section 8 to sign deeds, documents and other instruments.

8. 契據的蓋章

須蓋上法團印章的所有契據、文件及其他文書，須由法團的主席及秘書簽署或由法團不時委任的一名或多於一名其他人簽署，而該項簽署須視為在該等契據、文件及其他文書上妥為蓋章的充分證據。

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)

- (2) Notification in accordance with subsection (1) shall be made within 28 days of any amendment or change, as the case may be.
- (3) Any person may inspect any of the documents registered under this section, upon payment of such fees as may be payable under any enactment relating thereto.
- (4) The corporation shall pay such fee for registering any document with any public registry as may be payable under any enactment relating thereto.

8. Sealing of deeds

All deeds, documents and other instruments requiring the seal of the corporation shall be signed by the chairman and the secretary of the corporation or by such other person or persons as the corporation shall from time to time appoint and such signing shall be taken as sufficient evidence of the due sealing of such deeds, documents and other instruments.

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)