

《聖士提反書院教委會法團條例》
(第 1049 章)

St. Stephen's College Council Incorporation Ordinance
(Cap. 1049)

版本日期
Version date
26.5.2022

經核證文本
Verified Copy

(《法例發布條例》(第 614 章) 第 5 條)
(Legislation Publication Ordinance (Cap. 614), section 5)

如某內頁的頁底標明：

- “經核證文本”；及
 - 以下列表顯示的該頁的最後更新日期，
- 該頁所載條文即視作於上述“版本日期”的正確版本。

此文本所載條文，如並非正在實施，會有附註作說明。

A provision is presumed to be correctly stated as at the above version date if it is on a page marked at the bottom with:

- the words “Verified Copy”; and
- the last updated date shown in this table for the page.

Any provision included in this copy that is not in force is marked accordingly.

條文 Provision	頁數 Page number	最後更新日期 Last updated date
整條 Whole	1—12	26.5.2022

尚未實施的條文 / 修訂 ——

尚未實施的條文及修訂的資料，可於「電子版香港法例」(<https://www.elegislation.gov.hk>) 閱覽。

Provisions / Amendments not yet in operation —

Please see Hong Kong e-Legislation (<https://www.elegislation.gov.hk>) for information of provisions and amendments not yet in operation.

制定史

本為 1932 年第 17 號 (第 315 章, 1950 年版) —— 1964 年編正版, 1976 年第 226 號法律公告, 1994 年第 242 號法律公告, 1997 年第 (C)107 號法律公告 (中文真確本), 1997 年第 362 號法律公告, 2000 年第 55 號, 2006 年第 7 號, 2012 年第 28 號, 2022 年第 2 號編輯修訂紀錄

Enactment History

Originally 17 of 1932 (Chapter 315, 1950) — R. Ed. 1964, L.N. 226 of 1976, L.N. 242 of 1994, L.N. (C) 107 of 1997 (Chinese authentic version), L.N. 362 of 1997, 55 of 2000, 7 of 2006, 28 of 2012, E.R. 2 of 2022

《聖士提反書院教委會法團條例》

(第 1049 章)

目錄

條次		頁次
1.	簡稱	1
1A.	釋義	1
2.	成立為法團	3
3.	教委會的宗旨	3
4.	教委會的權力及責任	5
5.	法團印章	5
6.	章程	5
6A.	徽號	7
6B.	須遞送公司註冊處處長的資料	7
6C.	彌償	9
6D.	名稱改變不影響身分	11
7.	保留條文	11

St. Stephen's College Council Incorporation Ordinance

(Cap. 1049)

Contents

Section		Page
1.	Short title	2
1A.	Interpretation	2
2.	Incorporation	4
3.	Objects of Council	4
4.	Powers and duties of Council	6
5.	Common seal	6
6.	Constitution	6
6A.	Emblems	8
6B.	Particulars to be delivered to Registrar of Companies	8
6C.	Indemnity	10
6D.	Change of name does not affect identity	12
7.	Saving	12

本條例旨在就聖士提反書院教委會成立為法團而訂定條文。

(由 2006 年第 7 號第 3 條修訂)

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

(Amended 7 of 2006 s. 3)

[1932 年 5 月 27 日]

(格式變更——2022 年第 2 號編輯修訂紀錄)

[27 May 1932]

(Format changes—E.R. 2 of 2022)

1. 簡稱

本條例可引稱為《聖士提反書院教委會法團條例》。

(由 2006 年第 7 號第 4 條修訂)

1. Short title

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

(Amended 7 of 2006 s. 4)

1A. 釋義

在本條例中，除文意另有所指外——

主席 (Chairman) 指教委會主席；

香港聖公會 (Church) 指根據及憑藉《香港聖公會條例》(第 1157 章) 而存在的法人團體香港聖公會，及包括其前任者香港聖公會港澳教區；

香港聖公會常備委員會 (Standing Committee of the Church) 指香港聖公會香港島教區議會常備委員會，或其不時的繼任者或替代者；

書院 (College) 指教委會所營辦的現名為聖士提反書院及聖士提反書院附屬小學的教育機構；

校董會 (management committee) 指書院的眾校董；

秘書 (Secretary) 指教委會的秘書；

教委會 (Council) 指根據第 2 條成立為法團的聖士提反書院教委會；

章程 (Constitution) 指教委會的章程。

1A. Interpretation

In this Ordinance, unless the context otherwise requires—

Chairman (主席) means the Chairman of the Council;

Church (香港聖公會) means the Hong Kong Sheng Kung Hui, a body corporate existing under and by virtue of the Hong Kong Sheng Kung Hui Ordinance (Cap. 1157) and includes its predecessor the Diocese of Hong Kong and Macao of the Chinese Anglican Church in Hong Kong;

College (書院) means the educational institutions carried on by the Council known for the time being as St. Stephen's College and St. Stephen's College Preparatory School;

Constitution (章程) means the Constitution of the Council;

Council (教委會) means the St. Stephen's College Council incorporated under section 2;

management committee (校董會) means the managers of the College;

Secretary (秘書) means the Secretary of the Council;

(由 2006 年第 7 號第 5 條增補。編輯修訂——2022 年第 2 號
編輯修訂紀錄)

2. 成立為法團

- (1) 書院的教委會是一個法人團體，以“聖士提反書院教委會”為法團名稱，並以該名稱永久延續，且在香港所有的法院可以和必須以該名稱起訴與被起訴，以及可以和必須備有和使用法團印章。(由 2006 年第 7 號第 6 條修訂)
- (2) 教委會須舉行本條例及章程所指明的會議。(由 2006 年第 7 號第 6 條代替)
- (3) 教委會須由章程所訂定的成員組成，該等成員須按照章程委任及免職。(由 2006 年第 7 號第 6 條代替)
- (4) 主席及秘書須按照章程委任及免職。(由 2006 年第 7 號第 6 條代替)

3. 教委會的宗旨

教委會的宗旨如下——

- (a) 藉着按香港聖公會所宣認的基督教信仰原則，向香港及其他地方的青少年提供現代的均衡通才教育，繼續和發揚書院原來創校時擬推行的工作；
- (b) 在《教育條例》(第 279 章)第 32 或 40AD 條所指的權力的規限下，設立、贊助、營辦及管理書院以及在香港及其他地方的其他學校及教育機構；

Standing Committee of the Church (香港聖公會常備委員會) means the Standing Committee of the Synod of the Diocese of Hong Kong Island of the Church or its successor or its replacement from time to time.

(Added 7 of 2006 s. 5)

2. Incorporation

- (1) The Council of the College shall be a body corporate, and shall have the corporate name, “St. Stephen’s College Council”, and in that name shall have perpetual succession and shall and may sue and be sued in all courts in Hong Kong and shall and may have and use a common seal. (Amended 55 of 2000 s. 3; 7 of 2006 s. 6)
- (2) The Council shall hold such meetings as are specified in this Ordinance and the Constitution. (Replaced 7 of 2006 s. 6)
- (3) The Council shall consist of such members as shall be provided for in the Constitution who shall be appointed and removed from office in accordance with the Constitution. (Replaced 7 of 2006 s. 6)
- (4) The Chairman and the Secretary shall be appointed and removed from office in accordance with the Constitution. (Replaced 7 of 2006 s. 6)

3. Objects of Council

The objects of the Council are—

- (a) to carry on and extend the work for which the College was originally founded by offering to the youth of Hong Kong and elsewhere a modern, well-balanced and liberal education upon the Christian principles as professed by the Church;
- (b) subject to the power under section 32 or 40AD of the Education Ordinance (Cap. 279), to establish, sponsor,

- (c) 監察校董會或法團校董會的表現；
- (d) 進行及執行任何其他屬慈善性質的合法作為、事工、事業或事情；及
- (e) 為貫徹上述任何一項宗旨而作出一切所需的、附帶的或有利的東西。

(由 2006 年第 7 號第 7 條代替)

4. 教委會的權力及責任

- (1) 教委會須具有——
 - (a) 本條例所訂明的所有權力及責任；及
 - (b) 章程所指明的不抵觸本條例的所有權力及責任。
- (2) 教委會可按照章程轉授其權力。

(由 2006 年第 7 號第 8 條代替)

5. 法團印章

- (1) 使用教委會的法團印章蓋章，只可在教委會藉決議授權下進行。
- (2) 使用教委會的法團印章蓋章，須由教委會的 2 名成員簽署認證。

(由 2006 年第 7 號第 9 條代替)

6. 章程

- (1) 章程可載有——
 - (a) 規管以下事宜的條文——
 - (i) 教委會的組成；

- operate and manage the College and other schools and educational institutions in Hong Kong and elsewhere;
- (c) to oversee the performance of the management committee or the incorporated management committee;
 - (d) to carry out and perform any other lawful act, work, enterprise or thing of a charitable nature; and
 - (e) to do all things that are necessary for or incidental or conducive to any of the above objects.

(Replaced 7 of 2006 s. 7)

4. Powers and duties of Council

- (1) The Council shall have—
 - (a) all powers and duties prescribed in this Ordinance; and
 - (b) all powers and duties specified in the Constitution which do not conflict with this Ordinance.
- (2) The Council may delegate its powers in accordance with the Constitution.

(Replaced 7 of 2006 s. 8)

5. Common seal

- (1) The common seal of the Council shall be affixed only with the authority of a resolution of the Council.
- (2) The affixing of the common seal of the Council shall be authenticated by the signatures of 2 members of the Council.

(Replaced 7 of 2006 s. 9)

6. Constitution

- (1) The Constitution may contain—
 - (a) provisions to regulate—
 - (i) the composition of the Council;

- (ii) 教委會的運作及其開支的管制；
 - (iii) 各類的教委會財產及書院財產的管理；及
 - (iv) 教委會職能的一般執行情況；
 - (b) 訂定教委會的權力及責任的條文；及
 - (c) 所有其他有關或附帶而不抵觸本條例的條文。
- (2) 在本條例及章程的條文的規限下，以及在須獲香港聖公會常備委員會的事先批准的規限下，教委會可不時採用、更改、修訂、增補或廢除章程。
- (3) 章程不是附屬法例。

(由 2006 年第 7 號第 10 條代替)

6A. 徽號

在本條例及章程的條文的規限下，教委會可不時——

- (a) 採用或更改教委會的徽號或多於一個的徽號；及
- (b) 採用或更改書院的徽號或多於一個的徽號。

(由 2006 年第 7 號第 11 條增補)

6B. 須遞送公司註冊處處長的資料

- (1) 教委會須將以下資料遞送公司註冊處處長登記——
- (a) 教委會的地址及該地址的任何更改的通知；
 - (b) 經主席或秘書核證為正確的章程一份以及其任何修訂；及

- (ii) the operation of the Council and the control of its expenditure;
 - (iii) the management of the Council property and College property of all kinds; and
 - (iv) the performance generally of the Council's functions;
 - (b) provisions providing for the powers and duties of the Council; and
 - (c) all other related or incidental provisions which do not conflict with this Ordinance.
- (2) Subject to the provisions of this Ordinance and the Constitution and to the prior approval of the Standing Committee of the Church, the Council may from time to time adopt, alter, amend, add to or repeal the Constitution.
- (3) The Constitution is not subsidiary legislation.

(Replaced 7 of 2006 s. 10)

6A. Emblems

Subject to the provisions of this Ordinance and the Constitution, the Council may from time to time—

- (a) adopt or change its emblem or emblems; and
- (b) adopt or change the emblem or emblems of the College.

(Added 7 of 2006 s. 11)

6B. Particulars to be delivered to Registrar of Companies

- (1) The Council shall forward to the Registrar of Companies for registration—
- (a) notice of the address of the Council and any change of the address;

- (c) 經主席或秘書核證為正確的教委會成員姓名以及其任何更改。
- (2) 第 (1) 款所指的通知須於《2006 年聖士提反書院法團 (聖士提反書院的校董會名稱更改及一般修訂) 條例》(2006 年第 7 號) 生效日期 * 後的 28 天內發出；如屬修訂或更改的情況，則須於有關修訂或更改 (視屬何情況而定) 作出後的 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，均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) 教委會為根據本條而將任何文件送交公司註冊處處長登記時，須繳付按根據《公司條例》(第 622 章) 第 26 條訂立的規例須繳付的費用，猶如教委會為一間無股本的公司。(由 2012 年第 28 號第 912 及 920 條修訂)

(由 2006 年第 7 號第 11 條增補)

編輯附註：

* 生效日期：2007 年 5 月 15 日。

6C. 彌償

- (1) 每一名教委會成員、幹事及高級人員及教委會所僱用的任何核數師，如為教委會或代表教委會作出任何作為、

- (b) a copy of the Constitution and any amendment to it, certified as correct by the Chairman or the Secretary; and
- (c) the names of members of the Council and any change of the names, certified as correct by the Chairman or the Secretary.
- (2) Notification under subsection (1) shall be made within 28 days after the commencement date* of the St. Stephen's College Incorporation (Change of Name of the Council of St. Stephen's College and General Amendments) Ordinance 2006 (7 of 2006) or, in the case of any amendment or change, within 28 days of such 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 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 Council shall pay such fee for registering any document with the Registrar of Companies under this section as may be payable under the regulations made under section 26 of the Companies Ordinance (Cap. 622) as if the Council were a company not having a share capital. (Amended 28 of 2012 ss. 912 & 920)

(Added 7 of 2006 s. 11)

Editorial Note:

* Commencement date: 15 May 2007.

6C. Indemnity

- (1) Every Council member, office-bearer and officer and any person employed by the Council as auditor shall be

行動或事宜，以自己名義被任何人（教委會除外）起訴，須就他為此而招致的所有損失、費用及法律責任獲教委會彌償。

- (2) 在本條中，**高級人員** (officer) 包括教委會任何小組委員會的成員及任何獲教委會轉授其任何權力的人。

(由 2006 年第 7 號第 11 條增補)

6D. 名稱改變不影響身分

為免生疑問，《2006 年聖士提反書院法團（聖士提反書院的校董會名稱更改及一般修訂）條例》(2006 年第 7 號) 的實施並不影響根據第 2 條成立為法團的法人團體的身分。

(由 2006 年第 7 號第 11 條增補)

7. 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)

indemnified by the Council against all losses, costs and liabilities for any act, deed or matter done for and on behalf of the Council for which he is sued by any person (not being the Council) in his own name.

- (2) In this section, **officer** (高級人員) shall include a member of any sub-committee of the Council and any person to whom the Council has delegated any of its powers.

(Added 7 of 2006 s. 11)

6D. Change of name does not affect identity

For the avoidance of doubt, the identity of the body corporate incorporated under section 2 shall not be affected by the commencement of the St. Stephen's College Incorporation (Change of Name of the Council of St. Stephen's College and General Amendments) Ordinance 2006 (7 of 2006).

(Added 7 of 2006 s. 11)

7. 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)