

**ALICE HO MIU LING NETHERSOLE CHARITY  
FOUNDATION ORDINANCE**

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**HONG KONG SPECIAL ADMINISTRATIVE REGION**

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ORDINANCE NO. 13 OF 2008

L.S.

Donald TSANG  
Chief Executive  
22 May 2008

An Ordinance to continue the body corporate called The Executive Committee of The Alice Ho Miu Ling Nethersole Hospital as a body corporate under the corporate name of the Alice Ho Miu Ling Nethersole Charity Foundation (雅麗氏何妙齡那打素慈善基金會), to provide for the constitution, powers, duties, work and activities of the Alice Ho Miu Ling Nethersole Charity Foundation (雅麗氏何妙齡那打素慈善基金會), and to repeal the Alice Ho Miu Ling Nethersole Hospital Incorporation Ordinance.

[23 May 2008]

Enacted by the Legislative Council.

**1. Short title**

This Ordinance may be cited as the Alice Ho Miu Ling Nethersole Charity Foundation Ordinance.

**2. Purposes**

The purposes of this Ordinance are—

- (a) to continue in existence as a body corporate The Executive Committee of The Alice Ho Miu Ling Nethersole Hospital under the corporate name of the Alice Ho Miu Ling Nethersole Charity Foundation (雅麗氏何妙齡那打素慈善基金會); and
- (b) to provide for the constitution and functions of the Foundation.

**3. Interpretation**

In this Ordinance, unless the context otherwise requires—

“Board of Governors” (董事局) means the Board of Governors of the Foundation provided for and referred to in section 7;

- “Chairman” (主席) means the person holding the office of Chairman of the Board of Governors for the time being;
- “constitution” (章程) means the articles of constitution of the Foundation referred to in section 5;
- “The Executive Committee” (執行委員會) means The Executive Committee of The Alice Ho Miu Ling Nethersole Hospital incorporated under the repealed Ordinance;
- “Foundation” (基金會) means the Alice Ho Miu Ling Nethersole Charity Foundation (雅麗氏何妙齡那打素慈善基金會) referred to in section 4;
- “functions” (職能) includes powers, duties, work and activities;
- “governor” (董事), subject to section 7(2), means a governor of the Board of Governors for the time being appointed in accordance with the constitution;
- “Honorary Treasurer” (義務司庫), subject to section 7(2), means the Honorary Treasurer of the Board of Governors for the time being appointed in accordance with the constitution;
- “repealed Ordinance” (已廢除條例) means the Alice Ho Miu Ling Nethersole Hospital Incorporation Ordinance (Cap. 1072) repealed under section 12.

#### **4. Incorporation of Foundation**

(1) The body corporate incorporated under section 3 of the repealed Ordinance as The Executive Committee of The Alice Ho Miu Ling Nethersole Hospital is preserved and continues in existence as a body corporate under the corporate name of the Alice Ho Miu Ling Nethersole Charity Foundation (雅麗氏何妙齡那打素慈善基金會).

(2) The corporate identity and the rights and obligations of the body corporate referred to in subsection (1) are not affected by the repeal by this Ordinance of the repealed Ordinance.

(3) The Foundation—

- (a) has perpetual succession under its corporate name;
- (b) has and may use a common seal; and
- (c) is capable of suing and being sued in its corporate name.

#### **5. Constitution of Foundation**

(1) The constitution of the Foundation shall be such as the Board of Governors may adopt after the commencement of this Ordinance.

(2) The constitution may from time to time be amended in accordance with the constitution for the time being in force.

## **6. Members of Foundation**

(1) There shall be members of the Foundation consisting of such class or classes as shall be provided in the constitution for the time being in force.

(2) The Board of Governors may from time to time admit any persons to be the members of the Foundation subject to and in accordance with the constitution for the time being in force.

## **7. Board of Governors**

(1) There shall be a Board of Governors of the Foundation consisting of—

(a) such number of governors as not exceeding the maximum number of governors provided in the constitution for the time being in force; and

(b) an Honorary Treasurer.

(2) The members and the Honorary Treasurer of The Executive Committee immediately before the commencement of this Ordinance shall be the first governors and the first Honorary Treasurer who shall hold the offices as respectively held by them in The Executive Committee immediately before the commencement of this Ordinance but otherwise subject to and in accordance with the constitution of the Foundation adopted by the Board of Governors in pursuance of the provisions of section 5(1).

## **8. Powers of Foundation**

(1) The Foundation shall have power—

(a) to operate, manage and supervise the operation and management of non-profit-making hospitals, clinics, medical institutions, community health centres, social services centres and homes for aged people and dementia for—

(i) the care, treatment and comfort (whether physically, psychologically or spiritually) of those who are weak, sick or aged or are in need of assistance;

(ii) the promotion of, and the education of the community in, the awareness of health care and prevention of diseases;

(iii) the training of doctors, nurses, midwives and other allied health staff;

(iv) the promotion and the practice of the teachings of Jesus Christ in the service of people in need; and

(v) the demonstration of the Christian belief in the wholeness of man, his body and spirit; and

- (b) to operate, manage and supervise the operation and management of non-profit-making child care centres, play centres, nurseries and kindergartens for the care and education of young children.
- (2) The Foundation shall also have power—
  - (a) to acquire, accept leases of, purchase, take, hold and enjoy any lands, buildings, messuages or tenements of what nature or kind soever and wheresoever situate, and also to invest moneys upon any lands, buildings and any debentures, stocks, funds, shares or securities of any government, corporation or company and also upon mortgage of any lands and buildings, and also to purchase and acquire all goods and chattels of what nature or kind soever;
  - (b) to grant, sell, convey, assign, surrender, exchange, partition, yield up, mortgage, demise, reassign, transfer or otherwise dispose of any lands, buildings, messuages or tenements, mortgages, debentures, stocks, funds, shares, securities, goods and chattels vested in the Foundation on such terms as the Foundation may seem fit;
  - (c) to accept grants, donations and subsidies as the Board of Governors may consider expedient and to make grants, donations and subsidies to such charities and charitable institutions or purposes on such terms and conditions as the Board of Governors may consider expedient; and
  - (d) to conduct any businesses, matters or things for the furtherance of or incidental to the fulfilment of its objects as set out in the constitution.

(3) Notwithstanding the provisions of subsections (1) and (2), the powers conferred by those subsections shall only be exercised for the purpose of endowing, supporting, maintaining, carrying on or otherwise promoting the work of the Foundation as specified in the constitution.

## 9. Seal

All deeds, documents and other instruments requiring the seal of the Foundation shall be sealed with its common seal in the presence of 2 governors and shall also be signed by them and such signing shall be taken as sufficient prima facie evidence of the due sealing of such deeds, documents and other instruments.

## **10. Internal management**

All matters of internal management of the Foundation including any amendment of the constitution shall be settled and carried out in accordance with the constitution for the time being in force.

## **11. Properties**

All properties of and vested in The Executive Committee shall be vested in the Foundation as from the commencement of this Ordinance.

## **12. Repeal**

The Alice Ho Miu Ling Nethersole Hospital Incorporation Ordinance (Cap. 1072) is repealed.

## **13. Transitional**

(1) This section applies to any vested or contingent gift or disposition, made either before or after the commencement of this Ordinance, by will, deed, testamentary disposition, or in any other manner for the benefit of The Executive Committee.

(2) A gift or disposition to which this section applies is to be construed for all purposes after the commencement of this Ordinance as if the gift or disposition were expressed to be for the benefit of the Foundation, and a receipt given by the Chairman or the Honorary Treasurer on behalf of the Foundation shall be a sufficient discharge to any person making a payment or otherwise acting in respect of such a gift or disposition in accordance with this subsection.

## **14. 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 person except such as are mentioned in this Ordinance and those claiming by, from or under them.