

No. 22 of 1995.

Congregation of the Passion of Jesus Christ Act 1995.

Certified on: / /20 .

INDEPENDENT STATE OF PAPUA NEW GUINEA.



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ARRANGEMENT OF SECTIONS.

1. Interpretation.
 - “Congregation”
 - “Congregation property”
 - “Corporation”
 - “Head of the Congregation”
 - “Office of the Head of the Congregation”
2. Office of the Head of the Congregation.
3. Incorporation.
4. Functions of the Corporation.
5. Powers of the Corporation.
6. Meeting of the Corporation.
7. Rules.
8. Seal of the Corporation.
9. Property to be held by the Corporation.
10. Property vested in the Corporation.
11. Dealing with the Corporation.
12. Conditions of grant.
13. Application of rents.
14. Service of documents.
15. Winding up.
16. Transitional provisions.
17. Regulations.

INDEPENDENT STATE OF PAPUA NEW GUINEA.



AN ACT

entitled

Congregation of the Passion of Jesus Christ Act 1995,

Being an Act to incorporate the Congregation of the Passion of Jesus Christ and for related purposes,

MADE by the National Parliament.

1. **INTERPRETATION.**

In this Act—

“**Congregation**” means the Congregation of the Passion of Jesus Christ; and

“**Congregation property**” includes—

- (a) all churches, chapels, dwellings and other buildings; and
- (b) all freehold and leasehold lands and premises; and
- (c) all personal property; and
- (d) all property registered in the name of the Congregation or an instrumentality of the Congregation; and
- (e) all property acquired by the Congregation by virtue of powers contained in this Act; and
- (f) the estate, rights, title and interest, both legal or equitable, in any property,

in the country belonging to and used in connection with the Congregation and vested in any person as trustee;

“**Corporation**” means the Office of the Head of the Congregation of the Passion of Jesus Christ incorporated under Section 3;

“**Head of the Congregation**” means the person for the time being holding the office of the Provincial Superior of the Congregation in the country

and his successors in office or a person acting for the time being in that office;

“Office of the Head of the Congregation” means the office of the Head of the Congregation established and incorporated as a Corporation by this Act.

2. OFFICE OF THE HEAD OF THE CONGREGATION.

(1) The office of the Head of the Congregation is established.

(2) The Head of the Congregation shall be appointed by the Congregation in accordance with the rules and laws governing the Congregation.

(3) The Head of the Congregation shall—

- (a) manage the affairs of the Congregation in accordance with the policy and direction of the Congregation; and
- (b) advise the Congregation on any matters concerning the Corporation; and
- (c) carry out and perform the duties required of him under this Act.

3. INCORPORATION.

(1) The Office of the Head of the Congregation is a corporation by the name of the “Office of the Head of the Congregation of the Passion of Jesus Christ”.

(2) The Corporation—

- (a) has perpetual succession; and
- (b) shall have a seal; and
- (c) may acquire, hold and dispose of property; and
- (d) may sue and be sued in its corporate name; and
- (e) may do and suffer all acts and things as a corporation may by law do and suffer.

(3) The head office of the Corporation shall be located in the country, in a place as determined by the Corporation from time to time.

4. FUNCTIONS OF THE CORPORATION.

The functions of the Corporation are—

- (a) to perform and exercise other functions conferred on the Corporation by the canons and other laws governing the Congregation; and
- (b) to liaise with other religious institutions and other organisations on any matter affecting the Congregation; and
- (c) to consider, examine and decide on any dealings by the Congregation affecting the Congregation property; and

- (d) to do all things necessary to improve the management and administration of the Congregation and the Congregation property,

for the purposes of carrying on, advancing or extending the objects of the Congregation.

5. POWERS OF THE CORPORATION.

(1) Subject to this Act, the Corporation shall have the power—

- (a) to purchase, take on lease or acquire by gift, devise, exchange or otherwise any real or personal property; and
- (b) to sell the Congregation property or any part of it by public auction or private contract, for cash or on credit, on such terms and subject to such conditions as the Corporation thinks proper; and
- (c) to exchange the Congregation property or any part of it for other property; and
- (d) to transfer, grant or dispose of Congregation property or an interest in the property when sold or exchanged and to assure the purchaser or the person taking such exchange, that the Congregation property is freed and discharged from the trust affecting it; and
- (e) to raise sums of money on terms as the Corporation thinks proper by deposit of the deeds or by mortgage, with or without power of sale, of the Congregation property or any part of it, and to execute all proper assurance for that purpose; and
- (f) to demise and lease the Congregation property or any part of it for such periods, and at such rent and on such terms and conditions as the Corporation thinks proper; and
- (g) to improve, manage and develop the Congregation property; and
- (h) to appoint officers and to engage persons as employees on such terms and conditions as are determined by the Corporation; and
- (i) for all or any of the purposes referred to in Paragraphs (a), (b), (c), (d), (e), (f), (g) and (h), to sign, seal and execute all such contracts, transfers, exchanges and other deeds, documents, and instruments as may be necessary; and
- (j) to appoint, by instrument under the seal of the Corporation, any person as the attorney of the Corporation generally or in respect of a specific matter, and to act in any place, and all deeds signed by the attorney on behalf of the Corporation and under his seal are binding on the Corporation and have the same effect as if they were affixed under the seal of the Corporation.

(2) A power exercisable under Subsection (1) in respect of Congregation property may be exercised in respect of any parts of the Congregation property.

6. MEETING OF THE CORPORATION.

(1) The Corporation shall meet as often as the business of the Corporation requires, at such time and place as the Head of the Congregation determines.

(2) Subject to this Act, the procedures of the Corporation are as determined by the Corporation and shall be determined at the first meeting of the Corporation and amended as required from time to time.

(3) The Corporation shall cause minutes of its proceedings to be kept.

7. RULES.

The Corporation may make rules, not inconsistent with this Act or any other law, to provide—

- (a) for any other matter relating to or affecting the management and administration of the Congregation and the Congregation property; and
- (b) for the regulation and control of the affairs and proceedings of the Corporation.

8. SEAL OF THE CORPORATION.

(1) The Corporation shall provide for the form of its seal.

(2) The custody of the seal of the Corporation shall be vested in the Head of the Congregation.

(3) The seal shall be affixed, by the resolution of the Corporation, to any document signed by the Head of the Congregation.

(4) All courts, judges and persons acting judicially shall take judicial notice of the seal of the Corporation affixed to a document and shall presume that it was duly affixed.

9. PROPERTY TO BE HELD BY THE CORPORATION.

(1) The Corporation shall hold all Congregation property on trust.

(2) The Corporation may—

- (a) use and appropriate the Congregation property; or
- (b) permit the use and the appropriation of the Congregation property,

for the purposes of the erection and maintenance of Congregation houses, churches, chapels, schools, monasteries, resthouses and other buildings, in connection with or for the benefit or maintenance of the Congregation or the members of the Congregation or for the religious, charitable, philanthropic, educational, social and commercial purposes of the Congregation.

10. PROPERTY VESTED IN THE CORPORATION.

(1) All property, which is now vested in the Congregation or an instrumentality of the Congregation, is, by virtue of this Act, divested from the Congregation or an instrumentality of the Congregation and vested in the Corporation.

(2) All property given, devised or bequeathed by a will, deed or other instrument, or held on trust for the benefit of the Congregation or an instrumentality of the Congregation and now vested in the Congregation of the Passion of Jesus Christ Limited incorporated under the *Companies Act* (Chapter 146), is by virtue of this Act, divested from the Congregation of the Passion of Jesus Christ Limited and vested in the Corporation.

(3) Any real or personal property given, devised or bequeathed by a will, deed or other instrument either before or after the commencement of this Act to or on trust for the benefit or in respect of the work of the Congregation, an instrumentality of the Congregation or the Congregation of the Passion of Jesus Christ Limited incorporated under the *Companies Act* (Chapter 146), is by virtue of this Act, vested in the Corporation.

(4) The Corporation shall hold on trust and deal with the property under this section for the purposes of carrying on, advancing or extending the objects of the Congregation.

(5) Where a property vested in the Corporation under this section is land registered under the *Land Registration Act 1981*, on an application on behalf of the Congregation by the Corporation, the Registrar of Titles, without formal transfer and without fee, shall—

- (a) enter or register the Corporation in the Register Book or the Register of State Lease kept under that Act; and
- (b) on the registration or entry of the Corporation under Paragraph (a), grant a certificate of title, lease or other instrument evidencing title of the land to the Congregation as the owner of that land within the meaning of that Act.

11. DEALING WITH THE CORPORATION.

(1) A person dealing with the Corporation on a sale, mortgage, lease or other dealings with a Congregation property, is not bound in any way to inquire into the necessity or propriety of the sale, mortgage, lease or other dealings or the purposes for or the circumstances in which the Corporation proposes to enter into, make, give or execute a sale, mortgage, lease or other dealings.

(2) A purchaser, mortgagee, lessee, or other person dealing with the Corporation is not bound in any way to inquire into the regularity of the sale, mortgage, lease or other dealings.

(3) Notwithstanding any irregularity or impropriety in a sale, mortgage, lease or other dealings purported to be made by the Corporation, a sale, mortgage, lease or

other dealings shall, as regards the purchaser, mortgagee, lessee or other person dealing with the Corporation be deemed to be within the powers of the Corporation, and is valid accordingly.

12. CONDITIONS OF GRANT.

This Act does not affect—

- (a) the trusts, conditions or restrictions declared or imposed by the original grant, dedication or gift of any Congregation; or
- (b) the provisions of any law under which any land forming part of the Congregation property has been granted or leased.

13. APPLICATION OF RENTS.

A lessee, mortgagee, purchaser, person taking an exchange or other person paying rent or other monies to the Corporation is not bound to see to the application of the rent or other monies and the receipt of the Corporation or the Head of the Congregation is a sufficient discharge.

14. SERVICE OF DOCUMENTS.

(1) A summons, writ or other process required to be served on the Corporation, may be served by being left at the head office of the Corporation.

(2) A notice required to be served on the Corporation may be served on the Corporation by being sent by post to the head office of the Corporation.

15. WINDING UP.

On the date of the winding up of the company limited by guarantee incorporated by the name of the Congregation of the Passion of Jesus Christ Limited in accordance with the *Companies Act* (Chapter 146), the powers, function, duties and other responsibilities shall, by virtue of this Act, be divested from the Congregation of the Passion of Jesus Christ Limited and vested in the Corporation.

16. TRANSITIONAL PROVISIONS.

(1) All assets and liabilities, immediately before the coming into operation of this Act, which were owned by or vested in the Congregation of the Passion of Jesus Christ Limited incorporated under the *Companies Act* (Chapter 146), continue to be assets and liabilities of the Corporation, on the coming into operation of this Act.

(2) All contracts and agreements, immediately before the coming into operation of this Act, which were entered into or made with the Congregation of the Passion of Jesus Christ Limited incorporated under the *Companies Act* (Chapter 146), and which were binding and of full force and effect against or in favour of the Congregation of the Passion of Jesus Christ Limited, continue to be of full force and

effect against or in favour of the Corporation, on the coming into operation of this Act.

(3) A person who, immediately before the coming into operation of this Act, held an office with the Congregation of the Passion of Jesus Christ limited incorporated under the *Companies Act* (Chapter 146), shall be deemed to hold the equivalent office on the Corporation, on the coming into operation of this Act.

17. REGULATIONS.

The Head of State, acting on advice, may make regulations prescribing all matters that by this Act are required or necessary or convenient to be prescribed for carrying out or giving effect to this Act.

Office of Legislative Counsel, PNG