



New South Wales

# RSL NSW Bill 2018

## Explanatory note

This explanatory note relates to this Bill as introduced into Parliament.

## Overview of Bill

The objects of this Bill are as follows:

- (a) to constitute a corporation with the name of the Returned and Services League of Australia (New South Wales Branch) which may also be called RSL NSW and to provide that RSL NSW is a continuation of the corporation constituted by the *Returned and Services League of Australia (New South Wales Branch) Incorporation Act 1935*,
- (b) to establish a board of directors (the **Board**) to govern and act for RSL NSW,
- (c) to provide that the directors of the Board are to be elected by RSL NSW service members and will include at least 1 independent director,
- (d) to require RSL NSW to provide an annual report to the Minister to be tabled in Parliament,
- (e) to require the directors of the Board to disclose any pecuniary interests in matters being considered by the Board,
- (f) to provide for the remuneration by RSL NSW of the directors of the Board.

## Outline of provisions

### Part 1 Preliminary

**Clause 1** sets out the name (also called the short title) of the proposed Act.

**Clause 2** provides for the commencement of the proposed Act on a day or days to be appointed by proclamation.

**Clause 3** defines certain words and expressions used in the proposed Act. The term ***RSL NSW Constitution*** is defined as the document called the “Constitution of the Returned and Services League of Australia (New South Wales Branch)” as in force for the time being and ***service member*** has the meaning it has in the RSL NSW Constitution.

## **Part 2 Constitution and management of RSL NSW**

**Clause 4** constitutes RSL NSW as a corporation. It is a continuation of the existing corporation constituted by the *Returned and Services League of Australia (New South Wales Branch) Incorporation Act 1935*, which is repealed by the proposed Act.

**Clause 5** provides for a board of directors of RSL NSW. The Board is to consist of at least 3 (but not more than 10) directors. The directors are to be service members elected by the RSL NSW service members (who each have 1 vote) in accordance with the RSL NSW Constitution. The Board is to also appoint at least 1 (but not more than 2) independent directors.

**Clause 6** provides that all decisions relating to the functions of RSL NSW are to be made by or under the authority of the Board.

## **Part 3 Functions of RSL NSW**

**Clause 7** specifies the functions of RSL NSW. Some of the functions of RSL NSW are conferred or imposed by or under the RSL NSW Constitution.

**Clause 8** requires RSL NSW to prepare an annual report of its operations. The annual report is to include the audited financial statements and accounts of RSL NSW.

**Clause 9** provides that RSL NSW is the guardian of the Cenotaph in Martin Place, Sydney.

**Clause 10** provides that RSL NSW is the guardian of the Anzac Memorial Building.

**Clause 11** enables RSL NSW to delegate its functions.

## **Part 4 Miscellaneous**

**Clause 12** requires the directors of the Board to disclose any of their pecuniary interests in matters being considered by the Board.

**Clause 13** authorises the directors, subject to any other Act or law, to be paid remuneration by RSL NSW.

**Clause 14** provides for the manner in which documents requiring authentication by RSL NSW may be authenticated without the seal of RSL NSW.

**Clause 15** requires amendments to the RSL NSW Constitution to be registered by the Registrar-General.

**Clause 16** provides for the manner in which documents may be served on RSL NSW.

**Clause 17** enables the Governor to make regulations for the purposes of the proposed Act.

**Clause 18** repeals the *Returned and Services League of Australia (New South Wales Branch) Incorporation Act 1935*.

## **Schedule 1 Savings, transitional and other provisions**

**Schedule 1** contains savings, transitional and other provisions consequent on the enactment of the proposed Act, including the power to make regulations of a savings or transitional nature. The Schedule provides that the existing State Council established under the RSL NSW Constitution is taken to be the Board under the proposed Act, and may exercise the functions of the Board, until the terms of office of the existing State Council members expire and directors are elected under the proposed Act. However, an independent director or directors are to be appointed as soon as practicable after the commencement of the proposed Act.