

This PUBLIC BILL originated in the LEGISLATIVE ASSEMBLY, and, having this day passed, is now ready for presentation to the LEGISLATIVE COUNCIL for its concurrence.

I. P. K. VIDLER,
Clerk of the Legislative Assembly.

*Legislative Assembly Chamber,
Sydney, 9 April, 1968.*

New South Wales



ANNO SEPTIMO DECIMO

ELIZABETHÆ II REGINÆ

Act No. , 1968.

An Act to sanction and provide for a board of management for the New South Wales Government Engineering and Shipbuilding Undertaking; to amend the New South Wales Government Engineering and Shipbuilding Undertaking Act, 1943, as subsequently amended; and for purposes connected therewith.

BE

New South Wales Government Engineering and Shipbuilding Undertaking (Amendment).

BE it enacted by the Queen's Most Excellent Majesty, by and with the advice and consent of the Legislative Council and Legislative Assembly of New South Wales in Parliament assembled, and by the authority of the same, as follows :—

1. (1) This Act may be cited as the "New South Wales Government Engineering and Shipbuilding Undertaking (Amendment) Act, 1968".

Short title, citation and commencement.

(2) The New South Wales Government Engineering and Shipbuilding Undertaking Act, 1943, as subsequently amended, is in this Act referred to as the Principal Act.

(3) The Principal Act, as amended by this Act, may be cited as the New South Wales Government Engineering and Shipbuilding Undertaking Act, 1943-1968.

(4) Subject to section three of this Act, this Act shall commence upon a day to be appointed by the Governor (in this Act referred to as the "appointed day") and notified by proclamation published in the Gazette.

2. The Principal Act is amended—

(a) (i) by omitting from section two the definition of "Director" and by inserting in lieu thereof the following definitions :—

Amendment of Act No. 19, 1943. Sec. 2. (Definitions.)

"Board" means the State Dockyard Board of New South Wales as constituted by this Act.

"Chairman" means Chairman of the Board.

"Director" means a member of the Board.

"Vice-Chairman" means the Vice-Chairman of the Board.

(ii) by omitting from the same section the definition of "Under Secretary";

(b)

New South Wales Government Engineering and Shipbuilding Undertaking (Amendment).

(b) by omitting from section three the word "Director" wherever occurring and by inserting in lieu thereof the word "Board";

Sec. 3.
(Board to have general management of Undertaking.)

5 (c) by omitting section five and by inserting in lieu thereof the following sections :—
Subst. sec. 5 and new sec. 5A.

5. (1) There shall be a State Dockyard Board of New South Wales consisting of seven persons appointed by the Governor on the nomination of the Minister.
Constitution of Board.

10 (2) A person nominated for the purposes of subsection one of this section may be an officer within the meaning of the Public Service Act, 1902, as amended by subsequent Acts, and shall be a person who, in the opinion of the Minister, can serve the best interests of the Undertaking by reason of his knowledge of and experience in the Undertaking, the direction of other undertakings, financial administration, marketing, legal aspects of administration, or industrial relations.

20 (3) Of the persons so appointed, not more than three may be persons who hold, or have held, an appointment at the Undertaking or who are, or have been, employed at the Undertaking.

25 (4) (a) Two Directors shall be respectively the Chairman and Vice-Chairman of the Board and shall be appointed as such by the Governor.

(b) The Governor may appoint a deputy to act during the Governor's pleasure in the absence of a Director and a deputy appointed under this subsection—
30

(i) shall have the immunities, powers, authorities and duties of the Director in whose place he acts; and

(ii)

*New South Wales Government Engineering and Shipbuilding
Undertaking (Amendment).*

(ii) may be paid such remuneration for his services, including fees and allowances, as the Governor may determine.

5 (5) (a) A Director shall, subject to this Act, be appointed for such term, not exceeding five years, as may be specified in the instrument of appointment and may be so appointed subject to his holding, during that term, an office so specified.
10 A retiring Director shall, subject to this Act, be eligible for re-appointment.

(b) On the occurrence of any vacancy in the office of a Director otherwise than by the expiration of a term of office the person appointed to fill the vacant office shall, subject to this Act,
15 hold office for the remainder of the unexpired term of his predecessor.

(c) A person who is of or above the age of seventy years shall not be appointed as a Director and a Director shall be deemed to have vacated his office on the day upon which he attains
20 the age of seventy years.

(6) (a) A Director shall receive such remuneration, fees and allowances as the Governor may from time to time determine.

25 (b) Where by or under any Act provision is made requiring the holder of an office specified therein to devote the whole of his time to the duties of his office, or prohibiting him from engaging in employment outside the duties of his office, such provision shall not operate to disqualify
30 him from holding that office and also the office of a Director or deputy to a Director or from accepting and retaining any remuneration, fees or allowances payable to a Director or deputy to a Director
35 under this section.

(7)

*New South Wales Government Engineering and Shipbuilding
Undertaking (Amendment).*

(7) The provisions of the Public Service Act, 1902, as amended by subsequent Acts, shall not apply to or in respect of a Director in his capacity as a member of the Board.

5 (8) A Director shall be deemed to have vacated his office—

- (a) if his appointment was subject to his holding a specified office and he vacates that office;
- 10 (b) if at the time of his appointment he was an officer within the meaning of the Public Service Act, 1902, as amended by subsequent Acts, and he ceases to be such an officer;
- 15 (c) if he becomes bankrupt, compounds with his creditors, or makes any assignment of his remuneration, fees, allowances or estate for their benefit;
- 20 (d) if he is absent from four consecutive meetings of the Board without leave granted by the Minister (which leave the Minister is hereby authorised to grant) unless such absence is occasioned by illness or other unavoidable cause;
- 25 (e) if he becomes a mentally ill person, a protected person or an incapable person, within the meaning of the Mental Health Act, 1958, as amended by subsequent Acts;
- 30 (f) if he is convicted in New South Wales of a felony or of a misdemeanour which is punishable by imprisonment for twelve months or upwards, or if he is convicted elsewhere than in New South Wales of an offence which if committed in New South Wales would be a felony or a misdemeanour which is punishable as aforesaid;
- 35

(g)

*New South Wales Government Engineering and Shipbuilding
Undertaking (Amendment).*

(g) if he resigns his office by writing under his hand addressed to the Governor ;

(h) if he dies.

5 A Director who vacates office under paragraph (a) or (b) of this subsection shall not, on that account, be ineligible for re-appointment.

(9) The Governor may, for any cause which appears to him sufficient, remove a Director from office.

10 (10) (a) The procedure for the calling of meetings of the Board and for the conduct of business at such meetings shall be as determined by the Board.

15 (b) Four Directors, of whom not more than two are persons referred to in subsection three of this section, shall form a quorum, and any duly convened meeting at which a quorum is present shall be competent to transact any business of the Board and shall have and may exercise and
20 discharge all the powers, authorities, duties and functions of the Board.

(c) A decision of a majority of the Board present at a meeting of the Board shall be the decision of the Board.

25 (d) At any meeting of the Board the Chairman shall preside or, in his absence, the Vice-Chairman. In the absence of the Chairman and Vice-Chairman from a meeting, the Directors present may choose one of their number to preside as chairman of that meeting.
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(e) At any meeting of the Board the Chairman or the Vice-Chairman or the Director presiding as chairman (as the case may be) shall have a deliberative vote, and if the voting is equal,
35 a casting vote.

(f)

*New South Wales Government Engineering and Shipbuilding
Undertaking (Amendment).*

5 (f) The Board shall cause full and accurate minutes to be kept of the proceedings at its meetings, and submit to the Minister a copy of the minutes of each meeting within one week after the date on which it is held.

10 (g) No act or proceeding of the Board shall be invalidated or prejudiced by reason only of the fact that at the time when such act or proceeding was done, taken or commenced, there was a vacancy in the office of a Director.

15 (11) (a) No matter or thing done, and no contract entered into by the Board, and no matter or thing done by any Director or by any other person whomsoever acting under the direction of the Board shall, if the matter or thing was done or the contract was entered into bona fide for the purpose of executing this Act, subject them or any of them personally to any action, liability, claim or demand whatsoever.

20 (b) Nothing in this subsection shall be construed as exempting any officer of the Public Service who authorises or joins in authorising a payment which is disallowed by the Auditor-General in the accounts of the Board from liability to be
25 surcharged with the amount thereof.

30 5A. (1) Subject to this section a Director who is in any way, whether directly or indirectly, interested in a contract or proposed contract made, or to be made, for the purposes of this Act shall, as soon as practicable after the relevant facts have come to his knowledge, declare the nature of his interest at a meeting of the Directors.

35 (2) For the purposes of subsection one of this section, a general notice given to the Board by a Director to the effect that he is an officer or a member of a specified company or a member of a specified

*New South Wales Government Engineering and Shipbuilding
Undertaking (Amendment).*

5 specified firm and is to be regarded as interested in any contract which may, after the date of the notice, be made with that company or firm shall, if it is given at a meeting of the Board, be deemed to be a sufficient declaration of interest in relation to any contract so made.

10 (3) Every Director who holds any office or possesses any property whereby whether directly or indirectly duties or interests might be created in conflict with his duties or interests as a Director shall declare at a meeting of the Board the fact and the nature, character and extent of any such conflict.

15 (4) A Director required to make a declaration under subsection three of this section shall make it at the first meeting of the Board held—

- (a) after he becomes a director; or
- (b) after he commenced to hold the office or to possess the property,

20 whichever is the later.

(5) Every declaration made under this section shall be recorded in the minutes of the meeting at which it is made.

- 25 (d) (i) by omitting from subsection three of section six the words "The Director may, subject to subsection five of this section," and by inserting in lieu thereof the words "The Minister may"; Sec. 6. (Officers and employees.)
- (ii) by omitting subsections four and five of the same section;
- 30 (e) (i) by omitting from section twelve the word "Director" and by inserting in lieu thereof the word "Board"; Sec. 12. (Annual report.)
- (ii) by omitting from the same section the words "through the Under Secretary";

(f)

*New South Wales Government Engineering and Shipbuilding
Undertaking (Amendment).*

- (f) (i) by omitting from subsection one of section thirteen the word "Director" wherever occurring and by inserting in lieu thereof the word "Board"; Sec. 13.
(Accounts and audit.)
- 5 (ii) by omitting from the same subsection the words "through the Under Secretary";
- (g) by inserting next after section fourteen the following new sections :— New secs.
15 and 16.
- 10 15. (1) The Board may from time to time by resolution delegate such of the powers, authorities, duties or functions of the Board (other than this power of delegation) as are specified in the resolution— Delegation
of powers.
- 15 (a) to any Director;
- (b) to any officer, servant or employee employed in connection with the Undertaking.
- (2) Any such delegation may be made either generally or for any particular case or class of cases.
- 20 (3) Any person when acting within the scope of any such delegation to him shall be deemed to be the Board.
- 25 (4) Any instrument necessary to be executed, and any notice, order, summons or other like document requiring authentication for the purpose of the exercise or discharge of any power, authority, duty or function delegated to any person under this section shall be sufficiently executed or authenticated as the case may be if signed by such person in such a way as to show that he does so under and in pursuance of the delegation.
- 30 (5) The Board may by resolution revoke any such delegation.

*New South Wales Government Engineering and Shipbuilding
Undertaking (Amendment).*

5 16. (1) A contract made by the Board in the exercise of the powers, authorities, duties or functions conferred or imposed upon it by this Act shall be deemed to be a contract made by the Minister for the purposes of the Undertaking.

Contracts.

(2) All persons contracting with the Board shall, for the purposes of the Constitution Act, 1902, as amended by subsequent Acts, be deemed to be public contractors.

10 3. (1) For the purpose only of the appointment of persons to be members of the State Dockyard Board of New South Wales, and of any matters necessary or incidental to such appointment, this Act shall commence on the day upon which it receives the Royal assent.

Appointment of members of first State Dockyard Board of New South Wales.

15 (2) The persons appointed under subsection one of this section shall assume office as members of the State Dockyard Board of New South Wales on the appointed day and, on that day, this Act shall commence for all purposes.

20 (3) Notwithstanding anything contained in the Principal Act, as amended by this Act, Harry Douglas Harding—

(a) shall be one of the persons appointed under subsection one of this section;

25 (b) shall be deemed to have vacated, immediately before assuming office under subsection two of this section, his office as Director of the New South Wales Government Engineering and Shipbuilding Undertaking;

30 (c) shall hold office as a member of the State Dockyard Board of New South Wales for the period of his appointment as Director of the New South Wales Government Engineering and Shipbuilding Undertaking that, immediately before the appointed day, had not expired;

(d)

*New South Wales Government Engineering and Shipbuilding
Undertaking (Amendment).*

- 5 (d) shall retain any rights accrued or accruing to him immediately before the appointed day under the Public Service Act, 1902, as subsequently amended, or the Superannuation Act, 1916, as subsequently amended;
- 10 (e) shall continue to contribute to any fund or account and be entitled to receive any annual, sick, long service or extended leave, and any payment pension or gratuity, as if he were an officer within the meaning of the Public Service Act, 1902, as subsequently amended, or an employee within the meaning of the Superannuation Act, 1916, as subsequently amended, and for such purposes his
- 15 service as a member of the State Dockyard Board of New South Wales shall be deemed to be service as such an officer or employee; and
- 20 (f) in the event of his ceasing to be a member of the State Dockyard Board of New South Wales shall, if he is under the age of sixty years, be entitled to be appointed upon the recommendation of the Public Service Board to some office in the Public Service not lower in classification and salary than that which he held immediately before his appointment as Director of the New South Wales Govern-
- 25 ment Engineering and Shipbuilding Undertaking.

BY AUTHORITY:

V. C. N. BLIGHT, GOVERNMENT PRINTER, NEW SOUTH WALES—1968
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No. , 1968.

A BILL

To sanction and provide for a board of management for the New South Wales Government Engineering and Shipbuilding Undertaking; to amend the New South Wales Government Engineering and Shipbuilding Undertaking Act, 1943, as subsequently amended; and for purposes connected therewith.

[MR HUGHES—28 March, 1968.]

BE

New South Wales Government Engineering and Shipbuilding Undertaking (Amendment).

5 **B**E it enacted by the Queen's Most Excellent Majesty, by and with the advice and consent of the Legislative Council and Legislative Assembly of New South Wales in Parliament assembled, and by the authority of the same, as follows :—

1. (1) This Act may be cited as the "New South Wales Government Engineering and Shipbuilding Undertaking (Amendment) Act, 1968". Short title, citation and commencement.

10 (2) The New South Wales Government Engineering and Shipbuilding Undertaking Act, 1943, as subsequently amended, is in this Act referred to as the Principal Act.

(3) The Principal Act, as amended by this Act, may be cited as the New South Wales Government Engineering and Shipbuilding Undertaking Act, 1943–1968.

15 (4) Subject to section three of this Act, this Act shall commence upon a day to be appointed by the Governor (in this Act referred to as the "appointed day") and notified by proclamation published in the Gazette.

2. The Principal Act is amended—

20 (a) (i) by omitting from section two the definition of "Director" and by inserting in lieu thereof the following definitions :— Amendment of Act No. 19, 1943. Sec. 2. (Definitions.)

25 "Board" means the State Dockyard Board of New South Wales as constituted by this Act.

"Chairman" means Chairman of the Board.

"Director" means a member of the Board.

30 "Vice-Chairman" means the Vice-Chairman of the Board.

(ii) by omitting from the same section the definition of "Under Secretary";

(b)

New South Wales Government Engineering and Shipbuilding Undertaking (Amendment).

(b) by omitting from section three the word "Director" wherever occurring and by inserting in lieu thereof the word "Board";

Sec. 3.
(Board to have general management of Undertaking.)

5 (c) by omitting section five and by inserting in lieu thereof the following sections :—
Subst. sec. 5 and new sec. 5A.

5. (1) There shall be a State Dockyard Board of New South Wales consisting of seven persons appointed by the Governor on the nomination of the Minister.
Constitution of Board.

10 (2) A person nominated for the purposes of subsection one of this section may be an officer within the meaning of the Public Service Act, 1902, as amended by subsequent Acts, and shall be a person who, in the opinion of the Minister, can serve the best interests of the Undertaking by reason of his knowledge of and experience in the Undertaking, the direction of other undertakings, financial administration, marketing, legal aspects of administration, or industrial relations.

20 (3) Of the persons so appointed, not more than three may be persons who hold, or have held, an appointment at the Undertaking or who are, or have been, employed at the Undertaking.

25 (4) (a) Two Directors shall be respectively the Chairman and Vice-Chairman of the Board and shall be appointed as such by the Governor.

30 (b) The Governor may appoint a deputy to act during the Governor's pleasure in the absence of a Director and a deputy appointed under this subsection—

(i) shall have the immunities, powers, authorities and duties of the Director in whose place he acts; and

(ii)

*New South Wales Government Engineering and Shipbuilding
Undertaking (Amendment).*

(ii) may be paid such remuneration for his services, including fees and allowances, as the Governor may determine.

5 (5) (a) A Director shall, subject to this Act,
be appointed for such term, not exceeding five
years, as may be specified in the instrument of
appointment and may be so appointed subject to
his holding, during that term, an office so specified.
10 A retiring Director shall, subject to this Act, be
eligible for re-appointment.

(b) On the occurrence of any vacancy
in the office of a Director otherwise than by the
expiration of a term of office the person appointed
to fill the vacant office shall, subject to this Act,
15 hold office for the remainder of the unexpired term
of his predecessor.

(c) A person who is of or above the age
of seventy years shall not be appointed as a
Director and a Director shall be deemed to have
vacated his office on the day upon which he attains
20 the age of seventy years.

(6) (a) A Director shall receive such
remuneration, fees and allowances as the Governor
may from time to time determine.

25 (b) Where by or under any Act pro-
vision is made requiring the holder of an office
specified therein to devote the whole of his time
to the duties of his office, or prohibiting him from
engaging in employment outside the duties of his
30 office, such provision shall not operate to disqualify
him from holding that office and also the office of
a Director or deputy to a Director or from accepting
and retaining any remuneration, fees or allowances
payable to a Director or deputy to a Director
35 under this section.

(7)

New South Wales Government Engineering and Shipbuilding Undertaking (Amendment).

(7) The provisions of the Public Service Act, 1902, as amended by subsequent Acts, shall not apply to or in respect of a Director in his capacity as a member of the Board.

5 (8) A Director shall be deemed to have vacated his office—

(a) if his appointment was subject to his holding a specified office and he vacates that office;

10 (b) if at the time of his appointment he was an officer within the meaning of the Public Service Act, 1902, as amended by subsequent Acts, and he ceases to be such an officer;

15 (c) if he becomes bankrupt, compounds with his creditors, or makes any assignment of his remuneration, fees, allowances or estate for their benefit;

20 (d) if he is absent from four consecutive meetings of the Board without leave granted by the Minister (which leave the Minister is hereby authorised to grant) unless such absence is occasioned by illness or other unavoidable cause;

25 (e) if he becomes a mentally ill person, a protected person or an incapable person, within the meaning of the Mental Health Act, 1958, as amended by subsequent Acts;

30 (f) if he is convicted in New South Wales of a felony or of a misdemeanour which is punishable by imprisonment for twelve months or upwards, or if he is convicted elsewhere than in New South Wales of an offence which if committed in New South Wales would be a felony or a misdemeanour which is punishable as aforesaid;

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(g)

(g)

*New South Wales Government Engineering and Shipbuilding
Undertaking (Amendment).*

(g) if he resigns his office by writing under his hand addressed to the Governor

(h) if he dies.

5 A Director who vacates office under paragraph (a) or (b) of this subsection shall not, on that account, be ineligible for re-appointment.

(9) The Governor may, for any cause which appears to him sufficient, remove a Director from office.

10 (10) (a) The procedure for the calling of meetings of the Board and for the conduct of business at such meetings shall be as determined by the Board.

15 (b) Four Directors, of whom not more than two are persons referred to in subsection three of this section, shall form a quorum, and any duly convened meeting at which a quorum is present shall be competent to transact any business of the Board and shall have and may exercise and discharge all the powers, authorities, duties and functions of the Board.

20 (c) A decision of a majority of the Board present at a meeting of the Board shall be the decision of the Board.

25 (d) At any meeting of the Board the Chairman shall preside or, in his absence, the Vice-Chairman. In the absence of the Chairman and Vice-Chairman from a meeting, the Directors present may choose one of their number to preside as chairman of that meeting.

30 (e) At any meeting of the Board the Chairman or the Vice-Chairman or the Director presiding as chairman (as the case may be) shall have a deliberative vote, and if the voting is equal, a casting vote.

35

(f)

*New South Wales Government Engineering and Shipbuilding
Undertaking (Amendment).*

5 (f) The Board shall cause full and accurate minutes to be kept of the proceedings at its meetings, and submit to the Minister a copy of the minutes of each meeting within one week after the date on which it is held.

10 (g) No act or proceeding of the Board shall be invalidated or prejudiced by reason only of the fact that at the time when such act or proceeding was done, taken or commenced, there was a vacancy in the office of a Director.

15 (11) (a) No matter or thing done, and no contract entered into by the Board, and no matter or thing done by any Director or by any other person whomsoever acting under the direction of the Board shall, if the matter or thing was done or the contract was entered into bona fide for the purpose of executing this Act, subject them or any of them personally to any action, liability, claim or demand whatsoever.

20 (b) Nothing in this subsection shall be construed as exempting any officer of the Public Service who authorises or joins in authorising a payment which is disallowed by the Auditor-General in the accounts of the Board from liability to be surcharged with the amount thereof.

25 5A. (1) Subject to this section a Director who is in any way, whether directly or indirectly, interested in a contract or proposed contract made, or to be made, for the purposes of this Act shall, as soon as practicable after the relevant facts have come to his knowledge, declare the nature of his interest at a meeting of the Directors.

30 (2) For the purposes of subsection one of this section, a general notice given to the Board by a Director to the effect that he is an officer or a member of a specified company or a member of a specified

35

New South Wales Government Engineering and Shipbuilding Undertaking (Amendment).

5 specified firm and is to be regarded as interested in any contract which may, after the date of the notice, be made with that company or firm shall, if it is given at a meeting of the Board, be deemed to be a sufficient declaration of interest in relation to any contract so made.

10 (3) Every Director who holds any office or possesses any property whereby whether directly or indirectly duties or interests might be created in conflict with his duties or interests as a Director shall declare at a meeting of the Board the fact and the nature, character and extent of any such conflict.

15 (4) A Director required to make a declaration under subsection three of this section shall make it at the first meeting of the Board held—

- (a) after he becomes a director; or
(b) after he commenced to hold the office or to possess the property,
whichever is the later.

(5) Every declaration made under this section shall be recorded in the minutes of the meeting at which it is made.

25 (d) (i) by omitting from subsection three of section six the words "The Director may, subject to subsection five of this section," and by inserting in lieu thereof the words "The Minister may"; (Sec. 6. (Officers and employees.)

30 (ii) by omitting subsections four and five of the same section;

(e) (i) by omitting from section twelve the word "Director" and by inserting in lieu thereof the word "Board"; (Sec. 12. (Annual report.)

35 (ii) by omitting from the same section the words "through the Under Secretary";

(f)

*New South Wales Government Engineering and Shipbuilding
Undertaking (Amendment).*

- (f) (i) by omitting from subsection one of section thirteen the word "Director" wherever occurring and by inserting in lieu thereof the word "Board"; Sec. 13.
(Accounts and audit.)
- 5 (ii) by omitting from the same subsection the words "through the Under Secretary";
- (g) by inserting next after section fourteen the following new sections :— New secs.
15 and 16.
- 10 15. (1) The Board may from time to time by resolution delegate such of the powers, authorities, duties or functions of the Board (other than this power of delegation) as are specified in the resolution— Delegation
of powers.
- (a) to any Director ;
- 15 (b) to any officer, servant or employee employed in connection with the Undertaking.
- (2) Any such delegation may be made either generally or for any particular case or class of cases.
- 20 (3) Any person when acting within the scope of any such delegation to him shall be deemed to be the Board.
- (4) Any instrument necessary to be executed, and any notice, order, summons or other like document requiring authentication for the purpose of the exercise or discharge of any power, authority, duty or function delegated to any person under this section shall be sufficiently executed or authenticated as the case may be if signed by such person in such a way as to show that he does so under and in pursuance of the delegation.
- 25 30 (5) The Board may by resolution revoke any such delegation.

New South Wales Government Engineering and Shipbuilding Undertaking (Amendment).

5 16. (1) A contract made by the Board in the exercise of the powers, authorities, duties or functions conferred or imposed upon it by this Act shall be deemed to be a contract made by the Minister for the purposes of the Undertaking.

Contracts.

(2) All persons contracting with the Board shall, for the purposes of the Constitution Act, 1902, as amended by subsequent Acts, be deemed to be public contractors.

10 3. (1) For the purpose only of the appointment of persons to be members of the State Dockyard Board of New South Wales, and of any matters necessary or incidental to such appointment, this Act shall commence on the day upon which it receives the Royal assent.

Appointment of members of first State Dockyard Board of New South Wales.

15 (2) The persons appointed under subsection one of this section shall assume office as members of the State Dockyard Board of New South Wales on the appointed day and, on that day, this Act shall commence for all purposes.

20 (3) Notwithstanding anything contained in the Principal Act, as amended by this Act, Harry Douglas Harding—

- (a) shall be one of the persons appointed under subsection one of this section;
- 25 (b) shall be deemed to have vacated, immediately before assuming office under subsection two of this section, his office as Director of the New South Wales Government Engineering and Shipbuilding Undertaking;
- 30 (c) shall hold office as a member of the State Dockyard Board of New South Wales for the period of his appointment as Director of the New South Wales Government Engineering and Shipbuilding Undertaking that, immediately before the appointed day, had not expired;

(d)

*New South Wales Government Engineering and Shipbuilding
Undertaking (Amendment).*

- 5 (d) shall retain any rights accrued or accruing to him immediately before the appointed day under the Public Service Act, 1902, as subsequently amended, or the Superannuation Act, 1916, as subsequently amended;
- 10 (e) shall continue to contribute to any fund or account and be entitled to receive any annual, sick, long service or extended leave, and any payment pension or gratuity, as if he were an officer within the meaning of the Public Service Act, 1902, as subsequently amended, or an employee within the meaning of the Superannuation Act, 1916, as subsequently amended, and for such purposes his service as a member of the State Dockyard Board of New South Wales shall be deemed to be service as such an officer or employee; and
- 15 (f) in the event of his ceasing to be a member of the State Dockyard Board of New South Wales shall, if he is under the age of sixty years, be entitled to be appointed upon the recommendation of the Public Service Board to some office in the Public Service not lower in classification and salary than that which he held immediately before his appointment as Director of the New South Wales Government Engineering and Shipbuilding Undertaking.
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BY AUTHORITY:

V. C. N. BLIGHT, GOVERNMENT PRINTER, NEW SOUTH WALES—1968
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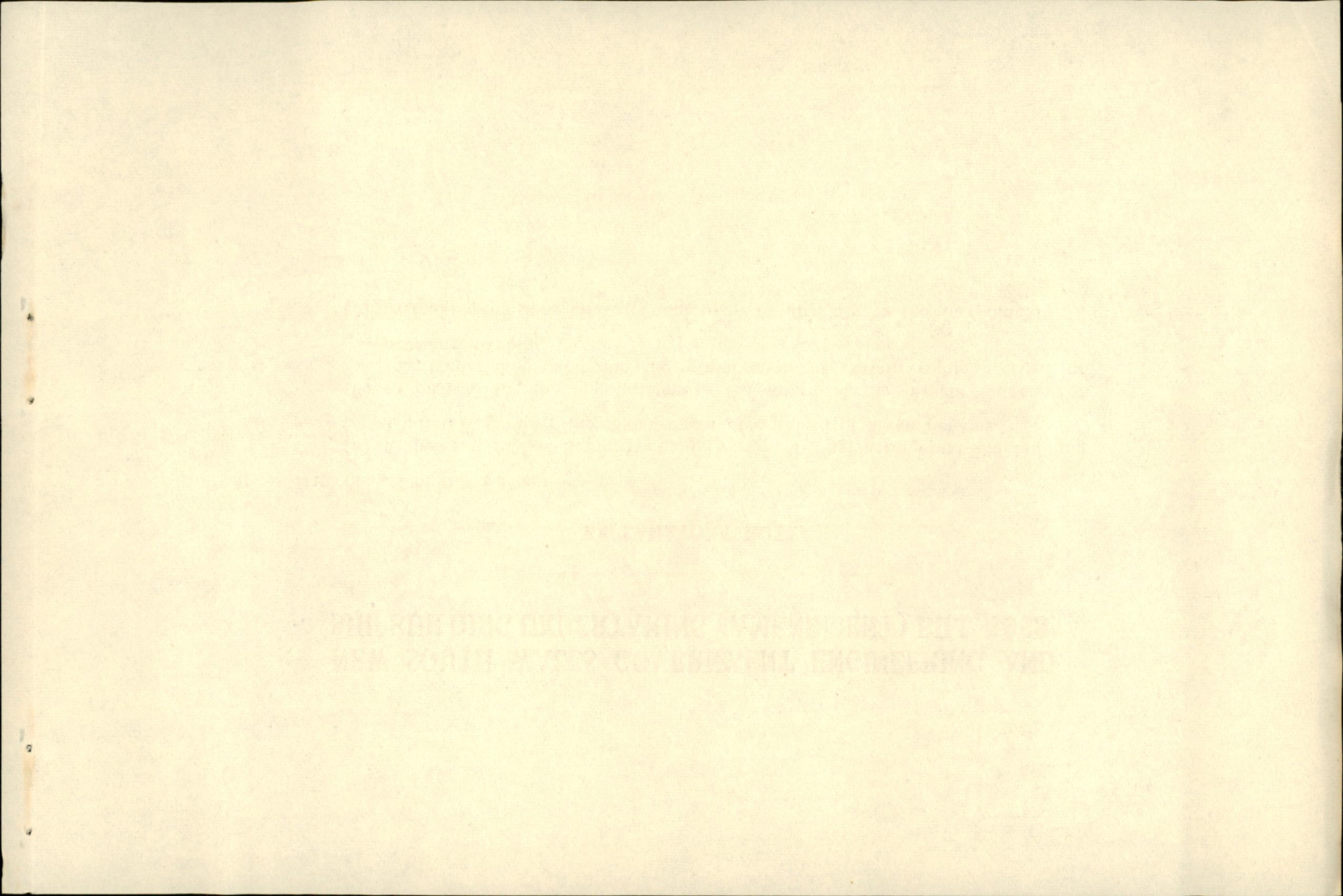
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NEW SOUTH WALES GOVERNMENT ENGINEERING AND SHIPBUILDING UNDERTAKING (AMENDMENT) BILL, 1968.

EXPLANATORY NOTE.

THE objects of this Bill are—

- (a) to place the New South Wales Government Engineering and Shipbuilding Undertaking under the management of a Board of seven persons;
- (b) to provide for the appointment to the Board of the present Director of the Undertaking and for the preservation of certain rights accrued or accruing to him;
- (c) to make provisions consequential upon or ancillary to the foregoing.



PROOF

No. , 1968.

A BILL

To sanction and provide for a board of management for the New South Wales Government Engineering and Shipbuilding Undertaking; to amend the New South Wales Government Engineering and Shipbuilding Undertaking Act, 1943, as subsequently amended; and for purposes connected therewith.

[MR HUGHES—28 March, 1968.]

BE

*New South Wales Government Engineering and Shipbuilding
Undertaking (Amendment).*

BE it enacted by the Queen's Most Excellent Majesty, by and with the advice and consent of the Legislative Council and Legislative Assembly of New South Wales in Parliament assembled, and by the authority of the same, as follows :—

1. (1) This Act may be cited as the "New South Wales Government Engineering and Shipbuilding Undertaking (Amendment) Act, 1968".

Short title,
citation
and com-
mencement.

(2) The New South Wales Government Engineering and Shipbuilding Undertaking Act, 1943, as subsequently amended, is in this Act referred to as the Principal Act.

(3) The Principal Act, as amended by this Act, may be cited as the New South Wales Government Engineering and Shipbuilding Undertaking Act, 1943-1968.

(4) Subject to section three of this Act, this Act shall commence upon a day to be appointed by the Governor (in this Act referred to as the "appointed day") and notified by proclamation published in the Gazette.

2. The Principal Act is amended—

(a) (i) by omitting from section two the definition of "Director" and by inserting in lieu thereof the following definitions :—

Amendment
of Act No.
19, 1943.
Sec. 2.
(Defini-
tions.)

"Board" means the State Dockyard Board of New South Wales as constituted by this Act.

"Chairman" means Chairman of the Board.

"Director" means a member of the Board.

"Vice-Chairman" means the Vice-Chairman of the Board.

(ii) by omitting from the same section the definition of "Under Secretary";

(b)

*New South Wales Government Engineering and Shipbuilding
Undertaking (Amendment).*

(b) by omitting from section three the word "Director" wherever occurring and by inserting in lieu thereof the word "Board";

Sec. 3.
(Board to have general management of Undertaking.)

5 (c) by omitting section five and by inserting in lieu thereof the following sections :—
Subst. sec. 5 and new sec. 5A.

5. (1) There shall be a State Dockyard Board of New South Wales consisting of seven persons appointed by the Governor on the nomination of the Minister.
Constitution of Board.

10 (2) A person nominated for the purposes of subsection one of this section may be an officer within the meaning of the Public Service Act, 1902, as amended by subsequent Acts, and shall be a person who, in the opinion of the Minister, can serve the best interests of the Undertaking by reason of his knowledge of and experience in the Undertaking, the direction of other undertakings, financial administration, marketing, legal aspects of administration, or industrial relations.

20 (3) Of the persons so appointed, not more than three may be persons who hold, or have held, an appointment at the Undertaking or who are, or have been, employed at the Undertaking.

25 (4) (a) Two Directors shall be respectively the Chairman and Vice-Chairman of the Board and shall be appointed as such by the Governor.

(b) The Governor may appoint a deputy to act during the Governor's pleasure in the absence of a Director and a deputy appointed under this subsection—
30

(i) shall have the immunities, powers, authorities and duties of the Director in whose place he acts; and

(ii)

*New South Wales Government Engineering and Shipbuilding
Undertaking (Amendment).*

(ii) may be paid such remuneration for his services, including fees and allowances, as the Governor may determine.

5 (5) (a) A Director shall, subject to this Act,
be appointed for such term, not exceeding five
years, as may be specified in the instrument of
appointment and may be so appointed subject to
his holding, during that term, an office so specified.
10 A retiring Director shall, subject to this Act, be
eligible for re-appointment.

(b) On the occurrence of any vacancy
in the office of a Director otherwise than by the
expiration of a term of office the person appointed
to fill the vacant office shall, subject to this Act,
15 hold office for the remainder of the unexpired term
of his predecessor.

(c) A person who is of or above the age
of seventy years shall not be appointed as a
Director and a Director shall be deemed to have
vacated his office on the day upon which he attains
20 the age of seventy years.

(6) (a) A Director shall receive such
remuneration, fees and allowances as the Governor
may from time to time determine.

25 (b) Where by or under any Act pro-
vision is made requiring the holder of an office
specified therein to devote the whole of his time
to the duties of his office, or prohibiting him from
engaging in employment outside the duties of his
30 office, such provision shall not operate to disqualify
him from holding that office and also the office of
a Director or deputy to a Director or from accepting
and retaining any remuneration, fees or allowances
payable to a Director or deputy to a Director
35 under this section.

(7)

*New South Wales Government Engineering and Shipbuilding
Undertaking (Amendment).*

(7) The provisions of the Public Service Act, 1902, as amended by subsequent Acts, shall not apply to or in respect of a Director in his capacity as a member of the Board.

5 (8) A Director shall be deemed to have vacated his office—

- (a) if his appointment was subject to his holding a specified office and he vacates that office;
- 10 (b) if at the time of his appointment he was an officer within the meaning of the Public Service Act, 1902, as amended by subsequent Acts, and he ceases to be such an officer;
- 15 (c) if he becomes bankrupt, compounds with his creditors, or makes any assignment of his remuneration, fees, allowances or estate for their benefit;
- 20 (d) if he is absent from four consecutive meetings of the Board without leave granted by the Minister (which leave the Minister is hereby authorised to grant) unless such absence is occasioned by illness or other unavoidable cause;
- 25 (e) if he becomes a mentally ill person, a protected person or an incapable person, within the meaning of the Mental Health Act, 1958, as amended by subsequent Acts;
- 30 (f) if he is convicted in New South Wales of a felony or of a misdemeanour which is punishable by imprisonment for twelve months or upwards, or if he is convicted elsewhere than in New South Wales of an offence which if committed in New South Wales would be a felony or a misdemeanour which is punishable as aforesaid;
- 35

(g)

*New South Wales Government Engineering and Shipbuilding
Undertaking (Amendment).*

(g) if he resigns his office by writing under his hand addressed to the Governor

(h) if he dies.

5 A Director who vacates office under paragraph (a) or (b) of this subsection shall not, on that account, be ineligible for re-appointment.

(9) The Governor may, for any cause which appears to him sufficient, remove a Director from office.

10 (10) (a) The procedure for the calling of meetings of the Board and for the conduct of business at such meetings shall be as determined by the Board.

15 (b) Four Directors, of whom not more than two are persons referred to in subsection three of this section, shall form a quorum, and any duly convened meeting at which a quorum is present shall be competent to transact any business of the Board and shall have and may exercise and discharge all the powers, authorities, duties and functions of the Board.

20 (c) A decision of a majority of the Board present at a meeting of the Board shall be the decision of the Board.

25 (d) At any meeting of the Board the Chairman shall preside or, in his absence, the Vice-Chairman. In the absence of the Chairman and Vice-Chairman from a meeting, the Directors present may choose one of their number to preside as chairman of that meeting.

30 (e) At any meeting of the Board the Chairman or the Vice-Chairman or the Director presiding as chairman (as the case may be) shall have a deliberative vote, and if the voting is equal, a casting vote.

35

(f)

*New South Wales Government Engineering and Shipbuilding
Undertaking (Amendment).*

5 (f) The Board shall cause full and accurate minutes to be kept of the proceedings at its meetings, and submit to the Minister a copy of the minutes of each meeting within one week after the date on which it is held.

10 (g) No act or proceeding of the Board shall be invalidated or prejudiced by reason only of the fact that at the time when such act or proceeding was done, taken or commenced, there was a vacancy in the office of a Director.

15 (11) (a) No matter or thing done, and no contract entered into by the Board, and no matter or thing done by any Director or by any other person whomsoever acting under the direction of the Board shall, if the matter or thing was done or the contract was entered into bona fide for the purpose of executing this Act, subject them or any of them personally to any action, liability, claim or demand whatsoever.

20 (b) Nothing in this subsection shall be construed as exempting any officer of the Public Service who authorises or joins in authorising a payment which is disallowed by the Auditor-General in the accounts of the Board from liability to be surcharged with the amount thereof.

25 5A. (1) Subject to this section a Director who is in any way, whether directly or indirectly, interested in a contract or proposed contract made, or to be made, for the purposes of this Act shall, as soon as practicable after the relevant facts have come to his knowledge, declare the nature of his interest at a meeting of the Directors.

30 (2) For the purposes of subsection one of this section, a general notice given to the Board by a Director to the effect that he is an officer or a member of a specified company or a member of a
35 specified

*New South Wales Government Engineering and Shipbuilding
Undertaking (Amendment).*

5 specified firm and is to be regarded as interested in any contract which may, after the date of the notice, be made with that company or firm shall, if it is given at a meeting of the Board, be deemed to be a sufficient declaration of interest in relation to any contract so made.

10 (3) Every Director who holds any office or possesses any property whereby whether directly or indirectly duties or interests might be created in conflict with his duties or interests as a Director shall declare at a meeting of the Board the fact and the nature, character and extent of any such conflict.

15 (4) A Director required to make a declaration under subsection three of this section shall make it at the first meeting of the Board held—

(a) after he becomes a director; or

(b) after he commenced to hold the office or to possess the property,

20 whichever is the later.

(5) Every declaration made under this section shall be recorded in the minutes of the meeting at which it is made.

25 (d) (i) by omitting from subsection three of section six the words "The Director may, subject to subsection five of this section," and by inserting in lieu thereof the words "The Minister may"; Sec. 6. (Officers and employees.)

30 (ii) by omitting subsections four and five of the same section;

(e) (i) by omitting from section twelve the word "Director" and by inserting in lieu thereof the word "Board"; Sec. 12. (Annual report.)

35 (ii) by omitting from the same section the words "through the Under Secretary";

(f)

*New South Wales Government Engineering and Shipbuilding
Undertaking (Amendment).*

- (f) (i) by omitting from subsection one of section thirteen the word "Director" wherever occurring and by inserting in lieu thereof the word "Board"; Sec. 13.
(Accounts
and audit.)
- 5 (ii) by omitting from the same subsection the words "through the Under Secretary";
- (g) by inserting next after section fourteen the following new sections :— New secs.
15 and 16.
- 10 15. (1) The Board may from time to time by resolution delegate such of the powers, authorities, duties or functions of the Board (other than this power of delegation) as are specified in the resolution— Delegation
of powers.
- (a) to any Director;
- 15 (b) to any officer, servant or employee employed in connection with the Undertaking.
- (2) Any such delegation may be made either generally or for any particular case or class of cases.
- 20 (3) Any person when acting within the scope of any such delegation to him shall be deemed to be the Board.
- (4) Any instrument necessary to be executed, and any notice, order, summons or other like document requiring authentication for the purpose of the exercise or discharge of any power, authority, duty or function delegated to any person under this section shall be sufficiently executed or authenticated as the case may be if signed by such person in such a way as to show that he does so under and in pursuance of the delegation.
- 25 30 (5) The Board may by resolution revoke any such delegation.

New South Wales Government Engineering and Shipbuilding Undertaking (Amendment).

5 16. (1) A contract made by the Board in the exercise of the powers, authorities, duties or functions conferred or imposed upon it by this Act shall be deemed to be a contract made by the Minister for the purposes of the Undertaking.

(2) All persons contracting with the Board shall, for the purposes of the Constitution Act, 1902, as amended by subsequent Acts, be deemed to be public contractors.

10 3. (1) For the purpose only of the appointment of persons to be members of the State Dockyard Board of New South Wales, and of any matters necessary or incidental to such appointment, this Act shall commence on the day upon which it receives the Royal assent.

Appoint-
ment of
members
of first State
Dockyard
Board of
New South
Wales.

15 (2) The persons appointed under subsection one of this section shall assume office as members of the State Dockyard Board of New South Wales on the appointed day and, on that day, this Act shall commence for all purposes.

20 (3) Notwithstanding anything contained in the Principal Act, as amended by this Act, Harry Douglas Harding—

(a) shall be one of the persons appointed under subsection one of this section;

25 (b) shall be deemed to have vacated, immediately before assuming office under subsection two of this section, his office as Director of the New South Wales Government Engineering and Shipbuilding Undertaking;

30 (c) shall hold office as a member of the State Dockyard Board of New South Wales for the period of his appointment as Director of the New South Wales Government Engineering and Shipbuilding Undertaking that, immediately before the appointed day, had not expired;

(d)

*New South Wales Government Engineering and Shipbuilding
Undertaking (Amendment).*

- 5 (d) shall retain any rights accrued or accruing to him immediately before the appointed day under the Public Service Act, 1902, as subsequently amended, or the Superannuation Act, 1916, as subsequently amended;
- 10 (e) shall continue to contribute to any fund or account and be entitled to receive any annual, sick, long service or extended leave, and any payment pension or gratuity, as if he were an officer within the meaning of the Public Service Act, 1902, as subsequently amended, or an employee within the meaning of the Superannuation Act, 1916, as subsequently amended, and for such purposes his service as a member of the State Dockyard Board of New South Wales shall be deemed to be service as such an officer or employee; and
- 15 (f) in the event of his ceasing to be a member of the State Dockyard Board of New South Wales shall, if he is under the age of sixty years, be entitled to be appointed upon the recommendation of the Public Service Board to some office in the Public Service not lower in classification and salary than that which he held immediately before his appointment as Director of the New South Wales Government Engineering and Shipbuilding Undertaking.
- 20
- 25

BY AUTHORITY:

V. C. N. BLIGHT, GOVERNMENT PRINTER, NEW SOUTH WALES—1968

The first part of the report deals with the general situation in the country. It is noted that the economy has been in a state of stagnation for some time, and that the government has been unable to implement the necessary reforms. The report also mentions that the population is suffering from a lack of basic necessities, and that the social services are inadequate.

In the second part, the report discusses the political situation. It is noted that the government has been unable to hold elections, and that the political process is in a state of deadlock. The report also mentions that there is a growing sense of dissatisfaction among the people, and that there is a risk of social unrest.

The third part of the report deals with the international situation. It is noted that the country is facing a difficult international environment, and that it is being isolated by the major powers. The report also mentions that the country is being targeted by international terrorism, and that it is being used as a base for the activities of international criminals.

Finally, the report concludes with a number of recommendations. It is suggested that the government should implement the necessary reforms, and that it should hold elections as soon as possible. It is also suggested that the country should seek to improve its international relations, and that it should take steps to combat international terrorism.

New South Wales



ANNO SEPTIMO DECIMO

ELIZABETHÆ II REGINÆ

Act No. 7, 1968.

An Act to sanction and provide for a board of management for the New South Wales Government Engineering and Shipbuilding Undertaking; to amend the New South Wales Government Engineering and Shipbuilding Undertaking Act, 1943, as subsequently amended; and for purposes connected therewith. [Assented to, 24th April, 1968.]

*New South Wales Government Engineering and Shipbuilding
Undertaking (Amendment).*

BE it enacted by the Queen's Most Excellent Majesty, by and with the advice and consent of the Legislative Council and Legislative Assembly of New South Wales in Parliament assembled, and by the authority of the same, as follows:—

Short title,
citation
and com-
mencement.

1. (1) This Act may be cited as the "New South Wales Government Engineering and Shipbuilding Undertaking (Amendment) Act, 1968".

(2) The New South Wales Government Engineering and Shipbuilding Undertaking Act, 1943, as subsequently amended, is in this Act referred to as the Principal Act.

(3) The Principal Act, as amended by this Act, may be cited as the New South Wales Government Engineering and Shipbuilding Undertaking Act, 1943-1968.

(4) Subject to section three of this Act, this Act shall commence upon a day to be appointed by the Governor (in this Act referred to as the "appointed day") and notified by proclamation published in the Gazette.

Amendment
of Act No.
19, 1943.
Sec. 2.
(Defini-
tions.)

2. The Principal Act is amended—

(a) (i) by omitting from section two the definition of "Director" and by inserting in lieu thereof the following definitions:—

"Board" means the State Dockyard Board of New South Wales as constituted by this Act.

"Chairman" means Chairman of the Board.

"Director" means a member of the Board.

"Vice-Chairman" means the Vice-Chairman of the Board.

(ii) by omitting from the same section the definition of "Under Secretary";

(b)

*New South Wales Government Engineering and Shipbuilding
Undertaking (Amendment).*

- (b) by omitting from section three the word "Director" wherever occurring and by inserting in lieu thereof the word "Board";
- (c) by omitting section five and by inserting in lieu thereof the following sections :—

Sec. 3.
(Board to have general management of Undertaking.)

Subst. sec. 5 and new sec. 5A.

5. (1) There shall be a State Dockyard Board of New South Wales consisting of seven persons appointed by the Governor on the nomination of the Minister.

Constitution of Board.

(2) A person nominated for the purposes of subsection one of this section may be an officer within the meaning of the Public Service Act, 1902, as amended by subsequent Acts, and shall be a person who, in the opinion of the Minister, can serve the best interests of the Undertaking by reason of his knowledge of and experience in the Undertaking, the direction of other undertakings, financial administration, marketing, legal aspects of administration, or industrial relations.

(3) Of the persons so appointed, not more than three may be persons who hold, or have held, an appointment at the Undertaking or who are, or have been, employed at the Undertaking.

(4) (a) Two Directors shall be respectively the Chairman and Vice-Chairman of the Board and shall be appointed as such by the Governor.

(b) The Governor may appoint a deputy to act during the Governor's pleasure in the absence of a Director and a deputy appointed under this subsection—

- (i) shall have the immunities, powers, authorities and duties of the Director in whose place he acts; and

(ii)

*New South Wales Government Engineering and Shipbuilding
Undertaking (Amendment).*

(ii) may be paid such remuneration for his services, including fees and allowances, as the Governor may determine.

(5) (a) A Director shall, subject to this Act, be appointed for such term, not exceeding five years, as may be specified in the instrument of appointment and may be so appointed subject to his holding, during that term, an office so specified. A retiring Director shall, subject to this Act, be eligible for re-appointment.

(b) On the occurrence of any vacancy in the office of a Director otherwise than by the expiration of a term of office the person appointed to fill the vacant office shall, subject to this Act, hold office for the remainder of the unexpired term of his predecessor.

(c) A person who is of or above the age of seventy years shall not be appointed as a Director and a Director shall be deemed to have vacated his office on the day upon which he attains the age of seventy years.

(6) (a) A Director shall receive such remuneration, fees and allowances as the Governor may from time to time determine.

(b) Where by or under any Act provision is made requiring the holder of an office specified therein to devote the whole of his time to the duties of his office, or prohibiting him from engaging in employment outside the duties of his office, such provision shall not operate to disqualify him from holding that office and also the office of a Director or deputy to a Director or from accepting and retaining any remuneration, fees or allowances payable to a Director or deputy to a Director under this section.

(7)

*New South Wales Government Engineering and Shipbuilding
Undertaking (Amendment).*

(7) The provisions of the Public Service Act, 1902, as amended by subsequent Acts, shall not apply to or in respect of a Director in his capacity as a member of the Board.

(8) A Director shall be deemed to have vacated his office—

- (a) if his appointment was subject to his holding a specified office and he vacates that office;
- (b) if at the time of his appointment he was an officer within the meaning of the Public Service Act, 1902, as amended by subsequent Acts, and he ceases to be such an officer;
- (c) if he becomes bankrupt, compounds with his creditors, or makes any assignment of his remuneration, fees, allowances or estate for their benefit;
- (d) if he is absent from four consecutive meetings of the Board without leave granted by the Minister (which leave the Minister is hereby authorised to grant) unless such absence is occasioned by illness or other unavoidable cause;
- (e) if he becomes a mentally ill person, a protected person or an incapable person, within the meaning of the Mental Health Act, 1958, as amended by subsequent Acts;
- (f) if he is convicted in New South Wales of a felony or of a misdemeanour which is punishable by imprisonment for twelve months or upwards, or if he is convicted elsewhere than in New South Wales of an offence which if committed in New South Wales would be a felony or a misdemeanour which is punishable as aforesaid;

(g)

*New South Wales Government Engineering and Shipbuilding
Undertaking (Amendment).*

(g) if he resigns his office by writing under his hand addressed to the Governor;

(h) if he dies.

A Director who vacates office under paragraph (a) or (b) of this subsection shall not, on that account, be ineligible for re-appointment.

(9) The Governor may, for any cause which appears to him sufficient, remove a Director from office.

(10) (a) The procedure for the calling of meetings of the Board and for the conduct of business at such meetings shall be as determined by the Board.

(b) Four Directors, of whom not more than two are persons referred to in subsection three of this section, shall form a quorum, and any duly convened meeting at which a quorum is present shall be competent to transact any business of the Board and shall have and may exercise and discharge all the powers, authorities, duties and functions of the Board.

(c) A decision of a majority of the Board present at a meeting of the Board shall be the decision of the Board.

(d) At any meeting of the Board the Chairman shall preside or, in his absence, the Vice-Chairman. In the absence of the Chairman and Vice-Chairman from a meeting, the Directors present may choose one of their number to preside as chairman of that meeting.

(e) At any meeting of the Board the Chairman or the Vice-Chairman or the Director presiding as chairman (as the case may be) shall have a deliberative vote, and if the voting is equal, a casting vote.

(f)

*New South Wales Government Engineering and Shipbuilding
Undertaking (Amendment).*

(f) The Board shall cause full and accurate minutes to be kept of the proceedings at its meetings, and submit to the Minister a copy of the minutes of each meeting within one week after the date on which it is held.

(g) No act or proceeding of the Board shall be invalidated or prejudiced by reason only of the fact that at the time when such act or proceeding was done, taken or commenced, there was a vacancy in the office of a Director.

(11) (a) No matter or thing done, and no contract entered into by the Board, and no matter or thing done by any Director or by any other person whomsoever acting under the direction of the Board shall, if the matter or thing was done or the contract was entered into bona fide for the purpose of executing this Act, subject them or any of them personally to any action, liability, claim or demand whatsoever.

(b) Nothing in this subsection shall be construed as exempting any officer of the Public Service who authorises or joins in authorising a payment which is disallowed by the Auditor-General in the accounts of the Board from liability to be surcharged with the amount thereof.

5A. (1) Subject to this section a Director who is in any way, whether directly or indirectly, interested in a contract or proposed contract made, or to be made, for the purposes of this Act shall, as soon as practicable after the relevant facts have come to his knowledge, declare the nature of his interest at a meeting of the Directors.

Director
interested
in contract,
&c.

(2) For the purposes of subsection one of this section, a general notice given to the Board by a Director to the effect that he is an officer or a member of a specified company or a member of a

specified

*New South Wales Government Engineering and Shipbuilding
Undertaking (Amendment).*

specified firm and is to be regarded as interested in any contract which may, after the date of the notice, be made with that company or firm shall, if it is given at a meeting of the Board, be deemed to be a sufficient declaration of interest in relation to any contract so made.

(3) Every Director who holds any office or possesses any property whereby whether directly or indirectly duties or interests might be created in conflict with his duties or interests as a Director shall declare at a meeting of the Board the fact and the nature, character and extent of any such conflict.

(4) A Director required to make a declaration under subsection three of this section shall make it at the first meeting of the Board held—

- (a) after he becomes a director; or
- (b) after he commenced to hold the office or to possess the property,

whichever is the later.

(5) Every declaration made under this section shall be recorded in the minutes of the meeting at which it is made.

Sec. 6.
(Officers
and
employees.)

- (d) (i) by omitting from subsection three of section six the words "The Director may, subject to subsection five of this section," and by inserting in lieu thereof the words "The Minister may";
- (ii) by omitting subsections four and five of the same section;

Sec. 12.
(Annual
report.)

- (e) (i) by omitting from section twelve the word "Director" and by inserting in lieu thereof the word "Board";
- (ii) by omitting from the same section the words "through the Under Secretary";

(f)

*New South Wales Government Engineering and Shipbuilding
Undertaking (Amendment).*

(f) (i) by omitting from subsection one of section Sec. 13.
thirteen the word "Director" wherever occur- (Accounts
ing and by inserting in lieu thereof the word and audit.)
"Board";

(ii) by omitting from the same subsection the
words "through the Under Secretary";

(g) by inserting next after section fourteen the following New secs.
new sections :— 15 and 16.

15. (1) The Board may from time to time by Delegation
resolution delegate such of the powers, authorities, of powers.
duties or functions of the Board (other than this
power of delegation) as are specified in the
resolution—

(a) to any Director;

(b) to any officer, servant or employee employed
in connection with the Undertaking.

(2) Any such delegation may be made
either generally or for any particular case or class
of cases.

(3) Any person when acting within the
scope of any such delegation to him shall be
deemed to be the Board.

(4) Any instrument necessary to be
executed, and any notice, order, summons or other
like document requiring authentication for the
purpose of the exercise or discharge of any power,
authority, duty or function delegated to any person
under this section shall be sufficiently executed or
authenticated as the case may be if signed by such
person in such a way as to show that he does so
under and in pursuance of the delegation.

(5) The Board may by resolution revoke
any such delegation.

*New South Wales Government Engineering and Shipbuilding
Undertaking (Amendment).*

Contracts.

16. (1) A contract made by the Board in the exercise of the powers, authorities, duties or functions conferred or imposed upon it by this Act shall be deemed to be a contract made by the Minister for the purposes of the Undertaking.

(2) All persons contracting with the Board shall, for the purposes of the Constitution Act, 1902, as amended by subsequent Acts, be deemed to be public contractors.

Appoint-
ment of
members
of first State
Dockyard
Board of
New South
Wales.

3. (1) For the purpose only of the appointment of persons to be members of the State Dockyard Board of New South Wales, and of any matters necessary or incidental to such appointment, this Act shall commence on the day upon which it receives the Royal assent.

(2) The persons appointed under subsection one of this section shall assume office as members of the State Dockyard Board of New South Wales on the appointed day and, on that day, this Act shall commence for all purposes.

(3) Notwithstanding anything contained in the Principal Act, as amended by this Act, Harry Douglas Harding—

- (a) shall be one of the persons appointed under subsection one of this section;
- (b) shall be deemed to have vacated, immediately before assuming office under subsection two of this section, his office as Director of the New South Wales Government Engineering and Shipbuilding Undertaking;
- (c) shall hold office as a member of the State Dockyard Board of New South Wales for the period of his appointment as Director of the New South Wales Government Engineering and Shipbuilding Undertaking that, immediately before the appointed day, had not expired;

(d)

*New South Wales Government Engineering and Shipbuilding
Undertaking (Amendment).*

- (d) shall retain any rights accrued or accruing to him immediately before the appointed day under the Public Service Act, 1902, as subsequently amended, or the Superannuation Act, 1916, as subsequently amended;
- (e) shall continue to contribute to any fund or account and be entitled to receive any annual, sick, long service or extended leave, and any payment pension or gratuity, as if he were an officer within the meaning of the Public Service Act, 1902, as subsequently amended, or an employee within the meaning of the Superannuation Act, 1916, as subsequently amended, and for such purposes his service as a member of the State Dockyard Board of New South Wales shall be deemed to be service as such an officer or employee; and
- (f) in the event of his ceasing to be a member of the State Dockyard Board of New South Wales shall, if he is under the age of sixty years, be entitled to be appointed upon the recommendation of the Public Service Board to some office in the Public Service not lower in classification and salary than that which he held immediately before his appointment as Director of the New South Wales Government Engineering and Shipbuilding Undertaking.

BY AUTHORITY:

V. C. N. BLIGHT, GOVERNMENT PRINTER, NEW SOUTH WALES—1968

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I certify that this PUBLIC BILL, which originated in the LEGISLATIVE ASSEMBLY, has finally passed the LEGISLATIVE COUNCIL and the LEGISLATIVE ASSEMBLY of New South Wales.

I. P. K. VIDLER,
Clerk of the Legislative Assembly.

*Legislative Assembly Chamber,
Sydney, 11 April, 1968, A.M.*

New South Wales



ANNO SEPTIMO DECIMO

ELIZABETHÆ II REGINÆ

Act No. 7, 1968.

An Act to sanction and provide for a board of management for the New South Wales Government Engineering and Shipbuilding Undertaking; to amend the New South Wales Government Engineering and Shipbuilding Undertaking Act, 1943, as subsequently amended; and for purposes connected therewith. [Assented to, 24th April, 1968.]

BE

I have examined this Bill, and find it to correspond in all respects with the Bill as finally passed by both Houses.

L. A. PUNCH,
Chairman of Committees of the Legislative Assembly.

*New South Wales Government Engineering and Shipbuilding
Undertaking (Amendment).*

BE it enacted by the Queen's Most Excellent Majesty, by and with the advice and consent of the Legislative Council and Legislative Assembly of New South Wales in Parliament assembled, and by the authority of the same, as follows :—

Short title,
citation
and com-
mencement.

1. (1) This Act may be cited as the "New South Wales Government Engineering and Shipbuilding Undertaking (Amendment) Act, 1968".

(2) The New South Wales Government Engineering and Shipbuilding Undertaking Act, 1943, as subsequently amended, is in this Act referred to as the Principal Act.

(3) The Principal Act, as amended by this Act, may be cited as the New South Wales Government Engineering and Shipbuilding Undertaking Act, 1943-1968.

(4) Subject to section three of this Act, this Act shall commence upon a day to be appointed by the Governor (in this Act referred to as the "appointed day") and notified by proclamation published in the Gazette.

Amendment
of Act No.
19, 1943.
Sec. 2.
(Defini-
tions.)

2. The Principal Act is amended—

(a) (i) by omitting from section two the definition of "Director" and by inserting in lieu thereof the following definitions :—

"Board" means the State Dockyard Board of New South Wales as constituted by this Act.

"Chairman" means Chairman of the Board.

"Director" means a member of the Board.

"Vice-Chairman" means the Vice-Chairman of the Board.

(ii) by omitting from the same section the definition of "Under Secretary";

(b)

*New South Wales Government Engineering and Shipbuilding
Undertaking (Amendment).*

- (b) by omitting from section three the word "Director" wherever occurring and by inserting in lieu thereof the word "Board"; Sec. 3.
(Board to have general management of Undertaking.)
- (c) by omitting section five and by inserting in lieu thereof the following sections :— Subst. sec. 5 and new sec. 5A.
5. (1) There shall be a State Dockyard Board of New South Wales consisting of seven persons appointed by the Governor on the nomination of the Minister. Constitution of Board.
- (2) A person nominated for the purposes of subsection one of this section may be an officer within the meaning of the Public Service Act, 1902, as amended by subsequent Acts, and shall be a person who, in the opinion of the Minister, can serve the best interests of the Undertaking by reason of his knowledge of and experience in the Undertaking, the direction of other undertakings, financial administration, marketing, legal aspects of administration, or industrial relations.
- (3) Of the persons so appointed, not more than three may be persons who hold, or have held, an appointment at the Undertaking or who are, or have been, employed at the Undertaking.
- (4) (a) Two Directors shall be respectively the Chairman and Vice-Chairman of the Board and shall be appointed as such by the Governor.
- (b) The Governor may appoint a deputy to act during the Governor's pleasure in the absence of a Director and a deputy appointed under this subsection—
- (i) shall have the immunities, powers, authorities and duties of the Director in whose place he acts; and
- (ii)

*New South Wales Government Engineering and Shipbuilding
Undertaking (Amendment).*

(ii) may be paid such remuneration for his services, including fees and allowances, as the Governor may determine.

(5) (a) A Director shall, subject to this Act, be appointed for such term, not exceeding five years, as may be specified in the instrument of appointment and may be so appointed subject to his holding, during that term, an office so specified. A retiring Director shall, subject to this Act, be eligible for re-appointment.

(b) On the occurrence of any vacancy in the office of a Director otherwise than by the expiration of a term of office the person appointed to fill the vacant office shall, subject to this Act, hold office for the remainder of the unexpired term of his predecessor.

(c) A person who is of or above the age of seventy years shall not be appointed as a Director and a Director shall be deemed to have vacated his office on the day upon which he attains the age of seventy years.

(6) (a) A Director shall receive such remuneration, fees and allowances as the Governor may from time to time determine.

(b) Where by or under any Act provision is made requiring the holder of an office specified therein to devote the whole of his time to the duties of his office, or prohibiting him from engaging in employment outside the duties of his office, such provision shall not operate to disqualify him from holding that office and also the office of a Director or deputy to a Director or from accepting and retaining any remuneration, fees or allowances payable to a Director or deputy to a Director under this section.

(7)

*New South Wales Government Engineering and Shipbuilding
Undertaking (Amendment).*

(7) The provisions of the Public Service Act, 1902, as amended by subsequent Acts, shall not apply to or in respect of a Director in his capacity as a member of the Board.

(8) A Director shall be deemed to have vacated his office—

- (a) if his appointment was subject to his holding a specified office and he vacates that office;
- (b) if at the time of his appointment he was an officer within the meaning of the Public Service Act, 1902, as amended by subsequent Acts, and he ceases to be such an officer;
- (c) if he becomes bankrupt, compounds with his creditors, or makes any assignment of his remuneration, fees, allowances or estate for their benefit;
- (d) if he is absent from four consecutive meetings of the Board without leave granted by the Minister (which leave the Minister is hereby authorised to grant) unless such absence is occasioned by illness or other unavoidable cause;
- (e) if he becomes a mentally ill person, a protected person or an incapable person, within the meaning of the Mental Health Act, 1958, as amended by subsequent Acts;
- (f) if he is convicted in New South Wales of a felony or of a misdemeanour which is punishable by imprisonment for twelve months or upwards, or if he is convicted elsewhere than in New South Wales of an offence which if committed in New South Wales would be a felony or a misdemeanour which is punishable as aforesaid;

(g)

*New South Wales Government Engineering and Shipbuilding
Undertaking (Amendment).*

- (g) if he resigns his office by writing under his hand addressed to the Governor;
- (h) if he dies.

A Director who vacates office under paragraph (a) or (b) of this subsection shall not, on that account, be ineligible for re-appointment.

(9) The Governor may, for any cause which appears to him sufficient, remove a Director from office.

(10) (a) The procedure for the calling of meetings of the Board and for the conduct of business at such meetings shall be as determined by the Board.

(b) Four Directors, of whom not more than two are persons referred to in subsection three of this section, shall form a quorum, and any duly convened meeting at which a quorum is present shall be competent to transact any business of the Board and shall have and may exercise and discharge all the powers, authorities, duties and functions of the Board.

(c) A decision of a majority of the Board present at a meeting of the Board shall be the decision of the Board.

(d) At any meeting of the Board the Chairman shall preside or, in his absence, the Vice-Chairman. In the absence of the Chairman and Vice-Chairman from a meeting, the Directors present may choose one of their number to preside as chairman of that meeting.

(e) At any meeting of the Board the Chairman or the Vice-Chairman or the Director presiding as chairman (as the case may be) shall have a deliberative vote, and if the voting is equal, a casting vote.

(f)

*New South Wales Government Engineering and Shipbuilding
Undertaking (Amendment).*

(f) The Board shall cause full and accurate minutes to be kept of the proceedings at its meetings, and submit to the Minister a copy of the minutes of each meeting within one week after the date on which it is held.

(g) No act or proceeding of the Board shall be invalidated or prejudiced by reason only of the fact that at the time when such act or proceeding was done, taken or commenced, there was a vacancy in the office of a Director.

(11) (a) No matter or thing done, and no contract entered into by the Board, and no matter or thing done by any Director or by any other person whomsoever acting under the direction of the Board shall, if the matter or thing was done or the contract was entered into bona fide for the purpose of executing this Act, subject them or any of them personally to any action, liability, claim or demand whatsoever.

(b) Nothing in this subsection shall be construed as exempting any officer of the Public Service who authorises or joins in authorising a payment which is disallowed by the Auditor-General in the accounts of the Board from liability to be surcharged with the amount thereof.

5A. (1) Subject to this section a Director who is in any way, whether directly or indirectly, interested in a contract or proposed contract made, or to be made, for the purposes of this Act shall, as soon as practicable after the relevant facts have come to his knowledge, declare the nature of his interest at a meeting of the Directors.

Director
interested
in contract,
&c.

(2) For the purposes of subsection one of this section, a general notice given to the Board by a Director to the effect that he is an officer or a member of a specified company or a member of a

specified

*New South Wales Government Engineering and Shipbuilding
Undertaking (Amendment).*

specified firm and is to be regarded as interested in any contract which may, after the date of the notice, be made with that company or firm shall, if it is given at a meeting of the Board, be deemed to be a sufficient declaration of interest in relation to any contract so made.

(3) Every Director who holds any office or possesses any property whereby whether directly or indirectly duties or interests might be created in conflict with his duties or interests as a Director shall declare at a meeting of the Board the fact and the nature, character and extent of any such conflict.

(4) A Director required to make a declaration under subsection three of this section shall make it at the first meeting of the Board held—

- (a) after he becomes a director; or
- (b) after he commenced to hold the office or to possess the property,

whichever is the later.

(5) Every declaration made under this section shall be recorded in the minutes of the meeting at which it is made.

Sec. 6.
(Officers
and
employees.)

- (d) (i) by omitting from subsection three of section six the words "The Director may, subject to subsection five of this section," and by inserting in lieu thereof the words "The Minister may";
- (ii) by omitting subsections four and five of the same section;

Sec. 12.
(Annual
report.)

- (e) (i) by omitting from section twelve the word "Director" and by inserting in lieu thereof the word "Board";
- (ii) by omitting from the same section the words "through the Under Secretary";

(f)

*New South Wales Government Engineering and Shipbuilding
Undertaking (Amendment).*

- (f) (i) by omitting from subsection one of section thirteen the word "Director" wherever occurring and by inserting in lieu thereof the word "Board"; Sec. 13.
(Accounts
and audit.)
- (ii) by omitting from the same subsection the words "through the Under Secretary";
- (g) by inserting next after section fourteen the following new sections :— New secs.
15 and 16.

15. (1) The Board may from time to time by resolution delegate such of the powers, authorities, duties or functions of the Board (other than this power of delegation) as are specified in the resolution— Delegation
of powers.

(a) to any Director ;

(b) to any officer, servant or employee employed in connection with the Undertaking.

(2) Any such delegation may be made either generally or for any particular case or class of cases.

(3) Any person when acting within the scope of any such delegation to him shall be deemed to be the Board.

(4) Any instrument necessary to be executed, and any notice, order, summons or other like document requiring authentication for the purpose of the exercise or discharge of any power, authority, duty or function delegated to any person under this section shall be sufficiently executed or authenticated as the case may be if signed by such person in such a way as to show that he does so under and in pursuance of the delegation.

(5) The Board may by resolution revoke any such delegation.

*New South Wales Government Engineering and Shipbuilding
Undertaking (Amendment).*

Contracts.

16. (1) A contract made by the Board in the exercise of the powers, authorities, duties or functions conferred or imposed upon it by this Act shall be deemed to be a contract made by the Minister for the purposes of the Undertaking.

(2) All persons contracting with the Board shall, for the purposes of the Constitution Act, 1902, as amended by subsequent Acts, be deemed to be public contractors.

Appoint-
ment of
members
of first State
Dockyard
Board of
New South
Wales.

3. (1) For the purpose only of the appointment of persons to be members of the State Dockyard Board of New South Wales, and of any matters necessary or incidental to such appointment, this Act shall commence on the day upon which it receives the Royal assent.

(2) The persons appointed under subsection one of this section shall assume office as members of the State Dockyard Board of New South Wales on the appointed day and, on that day, this Act shall commence for all purposes.

(3) Notwithstanding anything contained in the Principal Act, as amended by this Act, Harry Douglas Harding—

- (a) shall be one of the persons appointed under subsection one of this section;
- (b) shall be deemed to have vacated, immediately before assuming office under subsection two of this section, his office as Director of the New South Wales Government Engineering and Shipbuilding Undertaking;
- (c) shall hold office as a member of the State Dockyard Board of New South Wales for the period of his appointment as Director of the New South Wales Government Engineering and Shipbuilding Undertaking that, immediately before the appointed day, had not expired;

(d)

*New South Wales Government Engineering and Shipbuilding
Undertaking (Amendment).*

- (d) shall retain any rights accrued or accruing to him immediately before the appointed day under the Public Service Act, 1902, as subsequently amended, or the Superannuation Act, 1916, as subsequently amended;
- (e) shall continue to contribute to any fund or account and be entitled to receive any annual, sick, long service or extended leave, and any payment pension or gratuity, as if he were an officer within the meaning of the Public Service Act, 1902, as subsequently amended, or an employee within the meaning of the Superannuation Act, 1916, as subsequently amended, and for such purposes his service as a member of the State Dockyard Board of New South Wales shall be deemed to be service as such an officer or employee; and
- (f) in the event of his ceasing to be a member of the State Dockyard Board of New South Wales shall, if he is under the age of sixty years, be entitled to be appointed upon the recommendation of the Public Service Board to some office in the Public Service not lower in classification and salary than that which he held immediately before his appointment as Director of the New South Wales Government Engineering and Shipbuilding Undertaking.

*In the name and on behalf of Her Majesty I assent to
this Act.*

A. R. CUTLER,
Governor.

*Government House,
Sydney, 24th April, 1968.*

Section 1. (a) The Board of Directors of the State of New York shall have the honor to certify to the Governor the following names of persons who have been elected to the office of Justice of the Peace for the term ending on the 31st day of December, 1963.

(b) The Board of Directors of the State of New York shall have the honor to certify to the Governor the following names of persons who have been elected to the office of Justice of the Peace for the term ending on the 31st day of December, 1963.

(c) The Board of Directors of the State of New York shall have the honor to certify to the Governor the following names of persons who have been elected to the office of Justice of the Peace for the term ending on the 31st day of December, 1963.

(d) The Board of Directors of the State of New York shall have the honor to certify to the Governor the following names of persons who have been elected to the office of Justice of the Peace for the term ending on the 31st day of December, 1963.

In the name and on behalf of the Governor, I am signing this Act.

A. R. CUTLER

Governor

Approved: _____
Governor