Legislative Council.

43° VICTORIÆ, 1879.

A BILL

To provide for the incorporation of Institutes or Associations formed for the promotion of Religious Charitable Educational Scientific and other useful objects.

[MR. HOLT;—29 *October*, 1879.]

WHEREAS great inconvenience has arisen in cases where property belonging to institutions established for the promotion of religion education and benevolent and useful objects has become vested in trustees by the refusal of such trustees to act and by the necessity for the frequent change of trustees and great expense is often incurred by reason of such change and the appointment of other trustees and the transfer of such property to such other trustees and it is expedient for the encouragement of such institutions to facilitate the incorporation of the same Be it therefore 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:— Preamble.

1. That it shall be lawful for the trustees or trustee of any such institutions now or hereafter to be formed or established or for any one of such trustees to give notice by advertisement once in the *Government Gazette* and once in every newspaper published in Sydney in Notice of desire to incorporate institutions to be given by the trustees and in what manner memorial to

be filed in the Supreme Court Certificate of incorporation to be granted.

in the form or to the effect set forth in Schedule A of this Act of his desire to incorporate the institution of which he is trustee and in every such advertisement a copy of the memorial next hereinafter mentioned shall be set forth and on or at any time after the expiration of three calendar months from the date of the last advertisement in such *Gazette* and newspaper it shall be lawful for such trustee (unless he shall be restrained as hereinafter mentioned) to file a memorial in the Supreme Court in the form or to the effect of the memorial prescribed in Schedule B to this Act and containing the particulars therein required to be set forth together with an affidavit or declaration by such trustee verifying the contents of such memorial and thereupon the Prothonotary of the Supreme Court shall grant to the trustee so filling and verifying such memorial a certificate of incorporation in the form specified in the Schedule marked C to this Act which certificate shall within fourteen days from the date thereof be deposited in the Registrar General's Office of the said Colony and the same if so deposited or any copy thereof certified by the Registrar General or any Deputy Registrar of the said Colony shall be received in evidence without further proof in any Court of Law or Equity that such institution has been duly incorporated under this Act Provided always that it shall be lawful for any co-trustee or any person interested in the institution sought to be incorporated after notice given in the *Gazette* and newspapers in manner aforesaid and before the expiration of the three calendar months from the date of the last published notice to apply to the Supreme Court after a bill filed for an injunction to restrain the trustee giving such notice from all further proceedings and the said Court shall have full power and authority to determine the matters in question notwithstanding all the parties interested shall not be parties to the suit.

Proviso.

Memorial of the name of the person authorized to use the seal of the institution to be filed in the Supreme Court.

2. All such incorporated institutions as aforesaid shall as soon as conveniently may be after such incorporation file in the Supreme Court a memorial in the form or to the effect set forth in Schedule D to this Act containing the name or names together with the place or places of abode of the person or persons authorized to use the common seal of the corporation with an impression of such seal and upon every change of such person or persons a fresh memorial to the like effect as last aforesaid shall be filed in the said Court and every such person shall in all cases countersign any deed instrument or document to which the seal of the corporation shall be fixed in order to give validity thereto and shall also sign the memorial required by this clause to be filed together with an affidavit that he is the person duly authorized by the institution to use the seal of the corporation and at the time of filing such memorial a copy on parchment of the rules and regulations of the institution or the trusts relating thereto shall also be filed in the Supreme Court and if such rules regulations or trusts shall be embodied in a deed then a copy of such deed shall be filed and a like copy shall from time to time be filed in the said Court of all additional rules regulations and trusts and of any alteration therein which may from time to time be made and all such rules regulations and trusts and additions and alterations thereto or therein shall be verified by the affidavit of the person or persons authorized for the time being to use the common seal of the institution And in case any such incorporated institution shall neglect to file such memorial as last aforesaid or such copy of the rules regulations and trusts or of the additions or alterations thereto or therein from time to time then the powers of the institution shall be suspended during such period as the institution shall so neglect as aforesaid Nevertheless every such institution shall be liable to be sued and proceeded against as a corporation and all dealings and transactions between the institution and any

any person whomsoever shall be valid notwithstanding such suspension against the institution and all persons claiming under such institution and the production of the memorial for the time being filed in the said Court under the provisions of this clause or an office copy thereof shall be conclusive evidence in any Court of Law or Equity and in all proceedings and transactions whatsoever that the person named in such memorial was at the time of his using the common seal of the Corporation duly authorized so to do.

When certificate deposited the institution to be incorporated.

3. Upon such certificate of incorporation as aforesaid being deposited in the Registrar General's Office in manner hereinbefore provided the institution shall as from the date of such certificate be incorporated for the purposes following that is to say:—

I. For the purpose of using the name of the institution adding thereto the word incorporated.

II. For the purpose of having and using a common seal (with power to break alter and change the same from time to time) but on which must be inscribed the name of the institution.

III. For the purpose of suing and being sued by the name of the corporation in respect of any claim by or upon the institution upon or by any person whether interested in the institution or not.

IV. To purchase and hold lands tenements and hereditaments in the name of the institution and for the purposes thereof and to let sell or dispose of the same and execute conveyances and assurances thereof.

Liability of individual members not to be restricted.

4. Nothing in this Act contained shall extend to restrict the liability of individual members of any incorporated institution under any judgment decree or order for the payment of money which shall have been obtained against such institution in any action or suit prosecuted by or against such institution in any Court of Law or Equity.

Persons interested in any institution may with consent of general meeting alter rules so as to bring the institution under the operation of this Act.

5. The proprietors or other persons having the management of or being interested in any institution intended to be brought under the operation of this Act may do all such acts as may be necessary for bringing such institution under the operation of this Act and for that purpose it shall be lawful for such proprietors or other person as aforesaid to alter vary or add to the rules and regulations of the institution so as to enable the same to comply with the provisions of this Act anything in such rules and regulations contained to the contrary notwithstanding and in all cases in which any such alteration variation or addition shall be necessary the same may be made with the consent of the majority present at a general meeting of the proprietors or other persons having the management of or being interested in such institution.

Personal property to vest in corporation after filing of memorial.

6. All personal property held by any trustee or trustees of an institution shall after the filing of such memorial as is provided in Schedule D to this Act vest in the corporation and all real estate vested in any such trustee or trustees and described in the memorial next hereinafter mentioned shall after the certificate of incorporation shall be deposited in the Registrar General's Office and a memorial in the form prescribed in Schedule E to this Act verified by the signature of one or more of the trustees to a declaration at foot thereof of the truth of its contents shall have been filed in the said Registrar General's Office vest in the corporation without any conveyance thereof and the filing of such memorial shall be taken to be to all intents and purposes a registration of the conveyance of the real estate therein described from the trustees or trustee of the institution to the corporation.

Real estate to vest after memorial filed in Registrar General's Office.

Service of notice and process on the institution.

7. In all cases wherein it may be necessary for any person to serve or to give any summons demand or notice or any writ or other proceeding at law or in equity or otherwise upon any institution incorporated under this Act service thereof upon the person or persons named in the before-mentioned memorial as the person or persons authorized to use the common seal of the institution by leaving the same at the usual place of abode of such person or persons shall be deemed good and sufficient service of the same respectively on the said institution.

Notices &c. by institutions how to be signed.

8. In all cases wherein it may be necessary for any institution incorporated under this Act to serve or give any summons demand or notice of any kind whatsoever to any person or corporation such summons demand or notice may be given in writing signed by the person or some one of the persons (if more than one) authorized to use the seal of the institution or by the attorney or solicitor for the time being of the institution without being required to be under the common seal of the institution.

Before whom affidavits to be made.

9. All affidavits and declarations required to be made by this Act may be made before a Magistrate or a Notary Public of the Colony.

Fees.

10. The fees specified in Schedule F to this Act shall be payable in respect of the several matters and things therein mentioned.

Construction clause.

11. The word "institution" when used in this Act shall include churches chapels and all religious bodies schools hospitals and all benevolent and charitable institutions mechanics' institutes and associations formed for the purpose of promoting and encouraging literature science and art and all other institutions and associations formed for promoting the like objects other than associations formed for the purpose of trading or deriving pecuniary profit to the members from the transactions of the Society and other than such associations as are within the provisions of the Companies Act thirty-seventh Victoria number nineteen.

Short title of Act.

12. In citing this Act in any other Act or in any instrument document or proceeding it shall be sufficient to refer to it as the "Associations Incorporation Act 1879."

SCHEDULES REFERRED TO.

A.

I of sole trustee or one of the trustees (*as the case may be*) of (*here set out name or style of institution*) do hereby give notice that I am desirous that such (*institution church or otherwise as the case may require*) should be incorporated under the provisions of the "Associations Incorporation Act 18 ."

(*Signature of Trustee.*)

The following is a copy of the memorial intended to be filed in the Supreme Court under the provisions of the said Act (*Here set out a copy of memorial as in Schedule B.*)

B.

MEMORIAL of (*here insert the name or style of the institution intended to be incorporated*) filed in pursuance of the "Associations Incorporation Act 18 ."

1. Name of the institution.
2. Object or purpose of the institution.
3. Where situated or established.
4. The name or names of the trustee or trustees.
5. In whom the management of the institution is vested and by what means—whether by deed of settlement or otherwise.

C.

C.

I Prothonotary of the Supreme Court of New South Wales do hereby certify that (*here insert the name or style of the institution*) is registered under the provisions of the "Associations Incorporation Act 18 " the memorial required by law having been duly filed.

Dated the day of 18 .

(*Signature of the Prothonotary.*)

D.

MEMORIAL of the name and residence of the person authorized to use the common seal of (*here insert the name or style of the institution*) incorporated under the provisions of the "Associations Incorporation Act 18 ."

Name of person.	Place of abode.	Occupation or quality.	Impression of seal.

(*Signature of the person authorized to use seal.*)

E.

MEMORIAL of the real estate vested in the trustees of required to be registered under the provisions of the "Associations Incorporation Act 18 ."

Name or names of Trustees.	Name or designation of incorporated Institution.	Description of property and nature of tenancy.

I (*or we*) do hereby declare that to the best of my (*or our*) knowledge and belief the above memorial contains a true statement of the names of the trustees (*or name of the trustee*) in whom the real estate of the said institution was vested and also a true description of all such real estate.

F.

THE following fees shall be payable in respect of the several matters and things herein mentioned :—

	£	s.	d.
For every search at the Supreme Court for documents filed...	0	2	6
For filing any document	0	2	6
For a certificate of registration	2	0	0

Sydney : Thomas Richards, Government Printer. –1879

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