

Australian Red Cross Society New South Wales Division
Incorporation (Amendment) Bill, 1942.

EXPLANATORY NOTE.

THE purpose of this Bill is to amend the Australian Red Cross Society New South Wales Division Incorporation Act, 1929, in order to make that Act conform with the position which has arisen by the grant of a Royal Charter incorporating the Australian Red Cross Society.

[CONFIDENTIAL]

(Rough Draft for Consideration Only.)

No. , 1942.

A BILL

To vest the property of The New South Wales Division of the Australian Red Cross Society in the Australian Red Cross Society; to amend the Australian Red Cross Society New South Wales Division Incorporation Act, 1929; and for purposes connected therewith.

BE it enacted by the King'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 "Australian Red Cross Society New South Wales Division Incorporation (Amendment) Act, 1942."

Short title and citation.

(2) The Australian Red Cross Society New South Wales Division Incorporation Act, 1929, as amended by

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subsequent Acts is, in this Act, referred to as the Principal Act.

(3) The Australian Red Cross Society New South Wales Division Incorporation Act, 1929, as amended by 5 subsequent Acts and by this Act, may be cited as the Australian Red Cross Society New South Wales Division Incorporation Act, 1929-1942.

2. The Principal Act is amended—

10 (a) by inserting in section two in appropriate positions having regard to alphabetical sequence the following new definitions:—

Amendment
of Act No. 62,
1929.
Sec. 2.
(Definitions.)

15 "Charter" means the Royal Charter incorporating the Australian Red Cross Society and includes any supplementary Charter hereafter granted by His Majesty or his successors to the said society.

20 "Divisional Council" means the Divisional Council of the division constituted in accordance with the constitution.

25 "Divisional Executive" means the Divisional Executive of the division constituted in accordance with the constitution and includes any committee of the division (howsoever called) in which is vested for the time being the functions which, at the commencement of the Australian Red Cross Society New South Wales Division Incorporation (Amendment) Act, 1942, are vested in the Divisional Executive as constituted at such commencement.

30 "Regulations" means the regulations for the management of the division in force from time to time under the Charter and rules.

35 "Rules" means the rules from time to time in force under and by virtue of the Charter.

(b)

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- 5 (b) by inserting in the same section at the end of the definition of "Executive Committee" the words "by whatsoever name it is known and as from the commencement of the Australian Red Cross New South Wales Division Incorporation (Amendment) Act, 1942, includes the Divisional Council;
- 10 (c) by omitting from the definition of "Society" in the same section the words "being a branch in Australia of the British Red Cross Society" and inserting in lieu thereof the following words "incorporated by the Charter."
3. The Principal Act is further amended—
- 15 (a) by inserting next after section three the following new section:—
- 20 3A. The society may under and in accordance with the Charter purchase, hold, sell, mortgage or otherwise deal with any property in New South Wales and may therein exercise all the powers, rights and privileges appertaining to a body incorporated by Royal Charter and may in its corporate name sue and be sued and otherwise appear and answer and be answered or proceeded against in all courts.
- 25 (b) by omitting sections four and five and by inserting in lieu thereof the following section:—
- 30 4. The Divisional Executive shall, subject to this Act and to the Charter, the rules, and the regulations, direct, manage and control the division and the property of the society in New South Wales and, subject as aforesaid, shall have power to do all such things as may be necessary or expedient for carrying out in New South Wales the objects of the society.
- 35 (c) by inserting at the end of section six the following new subsections:—
- (2) The division shall have power, pursuant to the provisions of the Charter, the rules, and the

Further amendment of Act No. 62, 1929.

New sec. 3A.

Powers and functions of society.

Secs. 4 & 5.

Functions of Divisional Executive.

Sec. 6.
(Seal and execution of documents.)

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5 the regulations, to use an official seal of the
 society and any instrument executed under
 such official seal in accordance with the Charter,
 the rules, and the regulations and relating
 to property in New South Wales shall bind the
 society as fully and effectually as if it had been
 executed under the common seal of the society:
 Provided that no defect in the appointment or
 10 qualification of any persons purporting to affix
 the official seal shall affect any person dealing
 with the society bona fide or for value without
 notice of such defect but in favour of such person
 and any person taking through or under him
 such fixing shall be deemed complete notwith-
 15 standing such defects.

(3) The protection afforded by this section
 shall extend to the Registrar-General or the
 Crown Solicitor or any other person registering
 or certifying title to any property.

20 **4.** The Principal Act is further amended—

Further
 amendment of
 Act No. 62,
 1929.
 Subst. sec. 7.

(a) by omitting section seven and inserting in lieu
 thereof the following section:—

25 7. (1) All property in New South Wales
 which at the commencement of the Australian
 Red Cross Society New South Wales Division
 Incorporation (Amendment) Act, 1942, is vested
 in or held by the corporation shall by virtue of
 this Act be divested from the corporation and
 shall vest in the society as from such commence-
 30 ment and all property in New South Wales
 which shall at any time after such commence-
 ment be given devised or bequeathed to or to
 any person in trust for or on behalf of or for
 the benefit of the society or the division or any
 35 branch shall by virtue of this Act be divested
 from such person and shall vest in the society
 as from the date upon which such gift, devise or
 bequest takes effect.

Vesting of
 property.

All

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All property vested in the society by the operation of this section shall be held by it subject to the conditions or trusts on which it was held immediately before such vesting.

5 All rights accruing or accrued to any person in New South Wales on behalf of the society or division or any branch are hereby vested in the society and may be enforced by the society.

10 All liabilities of the corporation or of any branch or person in New South Wales on behalf of the division may be enforced against the society and the assets of the society for the time being in New South Wales.

15 (2) The corporation may for the purposes of record or in any case of doubt in writing under its common seal declare the trusts affecting any property which was vested in the corporation immediately before the commencement of the Australian Red Cross Society New South Wales Division Incorporation (Amendment) Act, 1942, and any such declaration shall be prima facie evidence of such trusts and unless or until rectified by a court of competent jurisdiction or by another such declaration shall be a complete protection to the society or any other person acting in accordance with the terms thereof: Provided always that no such declaration shall prejudice or affect the rights of any person acquired for value before such declaration is made or acquired without notice of any such declaration.

(b) by omitting section eight;

Sec. 8.
(Power of corporation.)

(c) by inserting next after section eight the following new section:—

New sec. 8A.

35 8A. (1) No person dealing with the society or with the division shall be concerned to inquire—

Exoneration from certain inquiries.

(a) whether any consent or approval required by the Charter and rules or by the regulations has been given;

(b)

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- (b) whether any directions have been given under the rules or, if given, are being or have been complied with;
- 5 (c) whether any authority required by the rules to be given has been so given or, if given, has been revoked;
- (d) whether any conditions have been imposed under the rules or, if imposed, are being or have been complied with.

10 (2) The exoneration under this section shall extend to the Registrar-General, or the Crown Solicitor or other person registering or certifying title to any property.

15 (d) by omitting section nine and by inserting in lieu thereof the following section:— Subst. sec. 9.

9. (1) Where any gift, testamentary or inter vivos, of property is expressed to be made to the "Red Cross" or to the "Red Cross Society" or "for Red Cross purposes" or where the intention of the testator or donor is expressed in words to a like effect such gift shall be construed and take effect as a gift to the society unless it shall appear that the gift was intended by the testator or the donor to be a gift to the British Red Cross Society or to some other society.

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Construction of certain gifts.

(2) If there be no terms imposed in respect of any property vested in the society by this Act or which after the commencement of the Australian Red Cross Society New South Wales Division Incorporation (Amendment) Act, 1942, becomes vested in the society by gift or otherwise or if any terms imposed upon property so vested or becoming vested have, in the opinion of the Divisional Executive, become impossible of performance the society may apply any such property or any surplus remaining after performance of such terms in accordance with all or any of its powers or objects.

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