

[CONFIDENTIAL.]

(Rough Draft for Consideration Only.)

No. , 1921.

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## A BILL

To incorporate and otherwise promote the objects of a society called the Returned Sailors and Soldiers Imperial League of Australia (New South Wales Branch); and for purposes consequent thereon and incidental thereto.

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**W**HEREAS a society called the Returned Sailors Preamble.  
and Soldiers Imperial League of Australia has been formed under certain rules and by-laws, with a New South Wales branch, for the general advancement and benefit of returned sailors, soldiers, and nurses who have been on active service and their dependents and the dependents of fallen comrades: And whereas on the second day of August, one thousand nine hundred and eighteen, an appeal for funds was  
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made

made to the public for the purpose of raising a memorial building, which would not only serve as a memorial of the achievements of the Australian Imperial Forces, but would also provide returned sailors and soldiers with a place for rest and recreation, and as the result of such appeal the sum of forty-three thousand pounds is now held on behalf of such memorial building: And whereas other sums of money are also held for the same purpose, which sums include a Government subsidy and moneys collected on the twenty-fifth day of April, one thousand nine hundred and sixteen, and which subsidy and moneys amount to eighteen thousand six hundred pounds: And whereas it is expedient that the said society should be incorporated, and should be invested with the powers and authorities hereinafter contained: Be it therefore 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:—

Short title.

**1.** This Act may be cited as the "Returned Sailors and Soldiers Imperial League of Australia (New South Wales Branch) Incorporation Act, 1921."

Definitions.

**2.** In this Act, unless the context or subject-matter otherwise requires,—

"By-laws and rules" means the by-laws and rules of the corporation.

"Corporation" means the branch hereby incorporated.

"Council" means the council of management for the time being of the corporation.

"Returned sailor, soldier, or nurse" means a returned sailor, soldier, or nurse as defined by the by-laws and rules.

"Secretary" means such person or persons as shall for the time being be or be acting as secretary or secretaries, honorary or otherwise, of the corporation.

"Trustees" means such persons as shall for the time being be the trustees of the corporation.

**3.**

**3.** All persons who are hereinafter declared to be <sup>Incorporation.</sup> members shall be, subject to the provisions in this Act contained, a body corporate with the name of the "Returned Sailors and Soldiers Imperial League of Australia (New South Wales Branch)," by which name such body corporate shall have perpetual succession and a common seal, and shall and may enter into contracts, sue and be sued, proceed and be proceeded against in all courts and places whatsoever, and any writ, summons, **10** notice, or other process which it may be requisite to serve upon the corporation may be served upon the secretary or one of the secretaries, as the case may be, or if there be no secretary, or if the secretary or secretaries be absent from the State, then upon the president or one **15** of the vice-presidents of the corporation.

**4.** The members of the corporation shall be all <sup>Members.</sup> returned sailors, soldiers, and nurses,—

- (a) who are members of the said branch at the commencement of this Act; and
- 20** (b) who shall in manner prescribed by the by-laws and rules become members thereof:

Provided that when the members aforesaid become reduced in number to less than one thousand, and after the expiration of ten years from the commencement of **25** this Act, all returned sailors, soldiers, and nurses, and the sons of returned sailors, soldiers, and nurses, and such other persons as the council may from time to time determine shall be entitled to become members upon signing and handing to the secretary an **30** application in the form prescribed by the by-laws and rules.

**5.** The objects and purposes of the corporation shall <sup>Objects of corporation.</sup> be—

- 35** (1) the purchase or erection and the equipment and maintenance of a suitable memorial building for the use, benefit, rest, and recreation of all returned sailors, soldiers, and nurses members of the corporation, and subject thereto;

(2)

(2) the protection of the interests and promotion of the welfare of returned sailors, soldiers, and nurses, and their dependents, and the dependents of deceased sailors, soldiers, and nurses; and

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(3) the promotion or carrying out of any objects incidental to or which may be necessary or desirable in connection with any of the foregoing objects.

Power to hold and deal with lands.

**6.** The corporation shall have power, with the consent of a majority of the trustees, to acquire and hold land and any interest therein, and also with such consent to sell, let, mortgage, or otherwise dispose of or deal with such land or interest therein.

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Ordinary business to be managed by the council.

**7.** The ordinary business of the corporation shall be managed by the council, and it shall not be lawful for individual members to interfere in any way in the management of the affairs of the corporation, except as is by this Act and by the by-laws and rules for the time being specially provided.

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**8.** (1) The council shall consist of a president, three vice-presidents, and sixteen councillors of whom three shall be nominated annually by the trustees. Such nominees shall, while their nomination holds, be ex officio members of the corporation.

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(2) The president and vice-presidents and the elected members of the council shall be elected annually by the members of the corporation in the manner provided by the by-laws and rules, and unless their offices sooner become vacant, shall hold office until their successors are elected, and no longer, but shall be eligible for re-election.

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(3) At any annual or special meeting of the corporation fifty members shall form a quorum.

Continuance in office of existing officers.

**9.** (1) The president and vice-presidents of the said branch in office immediately before the commencement of this Act shall be the president and vice-presidents respectively of the corporation, but, unless re-elected or their offices are sooner vacated, shall hold office only until their successors are elected.

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(2) 40

(2) The secretary and treasurer of the said branch in office immediately before the commencement of this Act shall be the secretary and treasurer respectively of the corporation, and shall hold office until they are  
5 retired by the council or their office is sooner vacated.

**10.** (1) Any vacancy occurring in the office of Vacancies.  
president or vice-president by death, resignation, or otherwise before or after the first election of presidents and vice-presidents shall be filled by such person as  
10 may be appointed by the council, but any person so appointed shall retire at the next annual meeting and shall be eligible for re-election.

(2) Any vacancy occurring in the office of an elected member of the council shall be filled by the  
15 council and any vacancy occurring in the office of a nominated member of the council shall be filled by the trustees, and the member so elected or nominated shall hold office for the balance of the period for which his predecessor would have held office and shall be eligible  
20 for re-election or re-nomination.

**11.** A special general meeting of the members of Special general meetings.  
the corporation for the transaction of any particular business may at any time be called by the council; and on receiving a requisition signed by not less than fifty  
25 members of the corporation the secretary shall call a special general meeting of the members thereof.

**12.** (1) The council shall meet weekly, or oftener if Meetings of council.  
necessary.

(2) Eight members thereof shall form a quorum.

30 (3) Any member of the council absenting himself without leave from the meetings of the council for four consecutive meetings shall be considered to have vacated his seat.

**13.** The council shall have the general management Powers of council.  
35 and superintendence of the affairs, business, and property of the corporation, and with the exception of the appointment of presidents and vice-presidents, the council may appoint all officers and servants required for the carrying out of the objects of the corporation and the manage-  
40 ment and protection of its property, and may define the duties and fix the salaries of all officers and servants.

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The council may also with the consent of a majority of the trustees purchase, lease, or otherwise acquire land or buildings, and may erect buildings for any of the purposes of the corporation, and may with such consent borrow money for such purposes, either on mortgages 5 of the real and personal property of the corporation or any part thereof or without security, and may also agree to and settle the covenants, powers, and authorities to be contained in any instrument as aforesaid.

Custody and use of common seal.

**14.** The council shall have the custody of the 10 common seal of the corporation and power to use the same in or about the affairs and business of the corporation and for the execution of any of the instruments aforesaid, and may under such seal authorise any person without such seal to execute any deed or instrument 15 and do such other matter as may be required to be done on behalf of the corporation, but it shall not be necessary to use the said seal in respect of the ordinary business of the corporation nor for the appointment of any secretary or other officer. 20

President, vice-president, or secretary may represent corporation for certain purposes.

**15.** The president or any vice-president or the secretary or either one of the secretaries may represent the corporation in all legal and equitable proceedings, and may for and on behalf of the corporation make such affidavits and do such acts and sign such documents as 25 are or may be required to be done by the plaintiff or complainant or defendant respectively in any proceeding to which the corporation may be a party.

Trustees.

**16.** Such of the persons as shall for the time being hold the positions hereinafter mentioned, and who shall 30 be willing to act, shall be the trustees of the corporation, namely:—

The Premier of the State.

The Leader of the Opposition.

The Lord Mayor of Sydney. 35

The Deputy-Governor of the Commonwealth Bank of Australia.

The General Manager of the Bank of New South Wales.

The General Manager of the Commercial Banking 40 Company of Sydney, Limited. The

The General Manager of the Australian Mutual Provident Society.

The Managing Director of the Mutual Life and Citizens' Insurance Society, Limited.

- 5 Four other persons, each of whom shall be a returned sailor, soldier, or nurse, to be selected annually by ballot at which all returned sailors, soldiers, and nurses domiciled in the State at the date thereof shall be entitled to vote.
- 10 **17.** The trustees shall have full power to prescribe Powers of trustees.  
the times, places, quorum, and conduct of their own meetings, the modes of signing or endorsing cheques, receipts, and other vouchers, and the method of operating upon any banking account of the trustees.
- 15 **18.** (1) The sums mentioned in the preamble to this Capital moneys to be paid to trustees.  
Act shall within one month after the commencement thereof be paid over to the trustees, and the receipt of three of the trustees shall be a valid receipt and discharge for the moneys so paid over.
- 20 (2) Any other property belonging to the branch at the commencement of this Act, or to which it is then entitled, is hereby transferred to and vested in the council on trust for the corporation.
- 25 **19.** (1) The trustees shall hold the said sums and all Application of capital moneys.  
further sums that may hereafter be given to or raised by the corporation upon trust to apply the same as the council, with the approval of a majority of the trustees, shall think proper, in the erection, purchase, or lease of a suitable memorial building, or the purchase or lease of
- 30 land for the erection thereon of such building, and in the equipment, upkeep, maintenance, and management thereof, or otherwise for the purpose of carrying out the objects of the corporation.
- 35 (2) Any moneys held by the trustees may be Investment of moneys.  
invested in any State or Federal stocks, funds, or securities or in any State or Federal savings bank, or upon mortgage for any term not exceeding seven years over freehold lands in Australia, or upon fixed deposit with any bank.

(3)

Amount of  
income.

(3) Pending the acquisition or erection as aforesaid of a suitable memorial building, or of land for that purpose and the erection thereon of such building, the trustees may, if they think fit, pay over the whole or any part of the income to be derived from the before-mentioned sum or further sums to the corporation, provided such corporation continues to exist and has not less than one thousand members; and any accumulation of income may be used for any of the purposes of the corporation.

By-laws and  
rules.

**20.** (1) It shall be lawful for the council from time to time to make by-laws and rules under this Act for the management of the affairs of the corporation and for carrying out the provisions of this Act.

(2) Any by-laws or rules prescribing the procedure to be adopted at a ballot for the election of four trustees, as prescribed by section sixteen of this Act, shall afford reasonable facilities for obtaining and recording the votes of all returned sailors, soldiers, and nurses domiciled in the State, and whether members of the corporation or not, who may desire to vote at such election.

(3) All by-laws and rules as made shall—

- (i) be published in the Gazette;
- (ii) take effect from the date of publication, or from a later date to be specified in such by-laws and rules; and
- (iii) shall be laid before both Houses of Parliament within fourteen days after publication, if Parliament is in session, and if not, then within fourteen days after the commencement of the next session. If either House of Parliament passes a resolution of which notice has been given at any time within fifteen sitting days after such regulations have been laid before such House disallowing any by-law or rule, such by-law or rule shall thereupon cease to have effect.

(4) Until such by-laws and rules have been made, the rules and regulations of the said branch in force immediately before the commencement of this Act shall



shall, except where inconsistent with this Act and except so far as altered or repealed by any by-laws and rules made under this Act, continue binding on the members of the corporation.

5 **21.** A printed copy of any such rules and regulations  
or of such by-laws and rules sealed with the seal of  
the corporation and purporting to be certified by the  
secretary for the time being as being correct, shall be  
received in all courts as conclusive evidence of such rules  
10 and regulations or of such by-laws and rules, and of the  
same having been given effect to by or duly made under  
the authority of this Act.

Copy of by-laws, &c., to be evidence.

**22.** Any returned sailor, soldier, or nurse shall, so long as he or she observes the by-laws and rules, have  
15 the right to enter and use such parts of the memorial building as are set apart for general purposes, whether he or she is or is not a member of the corporation, and the by-laws and rules shall expressly so provide.

Right of returned sailor, &c., to use certain parts of memorial building, whether a member or not.

**23.** The corporation shall not take up or become  
20 identified with any political or religious question or movement, nor shall any member engage in political or religious propaganda within the memorial building, and the by-laws and rules shall expressly so provide.

Corporation not to take up political or religious questions.

**24.** The members of the council and the trustees for  
25 the time being shall be respectively charged only for such moneys, stocks, funds, shares and securities as they shall respectively actually receive, notwithstanding their respectively signing any receipt for the sake of conformity, and shall be answerable and accountable only for their  
30 own acts, receipts, neglects, or defaults, and not for those of each other, nor for any banker, broker, or other person with whom any trust moneys or securities may be deposited, nor for the insufficiency or deficiency of any stocks, funds, or securities, nor for any other  
35 loss, unless the same shall happen through their own wilful default respectively.

Each member of council, &c., to be liable only for his own acts, &c.

**25.** The accounts of the corporation are hereby included in Schedule Two to the Trustees Audit Act, 1912.

Trustees Audit Act, 1912.

Day to be  
set aside for  
public appeal  
for funds.

**26.** The council may appoint a day in each year, and the same is hereby set aside as a day for an appeal for funds for the purpose of carrying on the work of the corporation, and it shall be lawful to collect funds from the public on that day for such purpose, and the funds so collected from time to time shall be credited to the capital or income of the corporation or divided between capital and income in such proportions as the trustees for the time being may decide. 5

Liability of  
members.

**27.** In the event of the funds and property of the corporation being insufficient to meet its engagements no member thereof shall be individually liable for the same except to the extent of any moneys owing by him to the corporation. 10

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