

ROYAL TASMANIAN SOCIETY FOR THE BLIND AND DEAF
ACT 1985

No. 11 of 1985

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**ROYAL TASMANIAN SOCIETY FOR THE BLIND AND DEAF
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No. 11 of 1985

AN ACT to provide for the validation of certain elections of members of the Board of Management of the Royal Tasmanian Society for the Blind and Deaf purported to be held under the Royal Tasmanian Society for the Blind and Deaf Act 1963 and for the validation of related matters, to provide for the vesting in a company incorporated under the Companies (Tasmania) Code of the property of the Royal Tasmanian Society for the Blind and Deaf (being the society the incorporation of which is continued by that Act) and for the dissolution of that Society and that Board, and to repeal that Act.

[Royal Assent 1 May 1985]

WHEREAS—

Preamble.

I—By the *Royal Tasmanian Society for the Blind and Deaf Act 1963* (in this preamble referred to as “the Act”), the Tasmanian Institute for the Blind and Deaf was continued under the Act as a body corporate under the name of the Royal Tasmanian Society for the Blind and Deaf (in this preamble referred to as “the society”):

II—The constitution of the society (being the constitution contained in the Schedule to the Act and in this preamble referred to as “the constitution”) provides that the affairs of the society shall be administered and controlled, subject to the constitution, by the Board of Management of the society (in this preamble referred to as “the board”):

III—The constitution provides that the board shall consist of fifteen persons, of whom—

- (a) six shall be persons appointed by the Governor;
- (b) five shall be members of the society elected, as prescribed by regulations under the Act, by members of the society;
- (c) one shall be a member of a ladies’ auxiliary elected, as so prescribed, by members of the society;
- (d) one shall be a member of the committee of the society known as the Launceston Advisory Committee, being a member of that Committee who is elected to the board, as so prescribed, by the members of the society;
- (e) one shall be an adult blind person who is not employed by, or resident in any establishment maintained by, the society, elected as so prescribed by adult blind persons; and
- (f) one shall be a person appointed by the Governor on the nomination of the Tasmanian Braille Writers’ Association:

IV—During the period that commenced on the commencement of the Act and ended on 4th July 1973, elections of the members of the board of the kinds respectively referred to in paragraph III (b), (c), and (e) of this preamble were, as required by the Constitution, validly held in accordance with regulations in force under the Act (being regulations made under the *Tasmanian Blind and Deaf Institute Act* 1933 and deemed, by virtue of section 15 (2) of the *Acts Interpretation Act* 1931, to be made for the purposes of the Act):

V—The regulations referred to in paragraph IV of this preamble—

- (a) were rescinded by regulations under the Act which took effect on 4th July 1973; and
- (b) were not replaced by similar regulations under the Act:

VI—During the period commencing on 4th July 1973 and ending immediately before the commencement of this Act (being a period during which there were not in force, as required by the Act, any regulations under the Act providing for and regulating the holding of elections of members of the Board of the kinds respectively referred to in paragraph III (b), (c), and (e) of this preamble), those elections were purported to be held under the Act:

VII—By proclamation made under section 4 (2) of the Act and notified in the *Gazette* on 7th July 1971 as Statutory Rules 1971, No. 144, the constitution was amended to provide that one of the members of the board should be a member of the committee of the society referred to in paragraph III (d) of this preamble:

VIII—During the period that commenced on 7th July 1971 and ended immediately before the commencement of this Act (being a period during which there were not in force, as required by the Act, any regulations under the Act providing for and regulating the holding of elections of members of the board of the kind referred to in paragraph III (d) of this preamble), those elections were purported to be held under the Act:

IX—As a result of the holding of the elections referred to in paragraphs VI and VIII of this preamble otherwise than in accordance with regulations under the Act providing for and regulating the holding of those elections, it is necessary to validate and confirm the legal status of the board and the members of the board and to validate the acts of those members in the purported administration and control of the affairs of the society by them as members of the board during the period that commenced on 7th July 1971 and ended immediately before the commencement of this Act:

X—A company by the name of the Royal Tasmanian Society for the Blind and Deaf has been incorporated under the *Companies (Tasmania) Code*: and

XI—It is necessary to dissolve the society and the board and to provide for the vesting in the company referred to in paragraph X of this preamble of the property of the society and for other matters arising out of those dissolutions and that vesting and to repeal the Act:

BE it therefore enacted by His Excellency the Governor of Tasmania, by and with the advice and consent of the Legislative Council and House of Assembly, in Parliament assembled, as follows:—

PART I

PRELIMINARY

Short title. **1**—This Act may be cited as the *Royal Tasmanian Society for the Blind and Deaf Act 1985*.

Commencement. **2**—This Act shall commence on the day on which it receives the royal assent.

Interpretation. **3**—In this Act, unless the contrary intention appears—
 “ Act ” means the *Royal Tasmanian Society for the Blind and Deaf Act 1963*;
 “ board ” means the board referred to in paragraph II of the preamble;
 “ commencement day ” means the day on which this Act receives the royal assent;
 “ preamble ” means the preamble to this Act;
 “ society ” means the society referred to in paragraph I of the preamble.

PART II

VALIDATIONS

Interpretation: Part II. **4**—In this Part, “ prescribed period ” means the period that commenced on 7th July 1971 and ended immediately before the commencement day.

5—(1) During—

Validation of elections, &c.

- (a) the prescribed period, an election that was purported to be held under the Act for the purpose of electing a member of the board of the kind referred to in paragraph III (d) of the preamble shall be deemed to have been validly and effectually held as if regulations had been in force under the Act providing for and regulating the holding of an election for that purpose and as if that election had been held in accordance with those regulations; and
- (b) the part of the prescribed period that commenced on 4th July 1973, an election that was purported to be held under the Act for the purpose of electing a member of the board of a kind referred to in paragraph III (b), (c), or (e) of the preamble shall be deemed to have been validly and effectually held as if the regulations referred to in paragraph IV of the preamble had then been in force under the Act and as if that election had been held in accordance with those regulations.

(2) A person who, at an election to which subsection (1) applies, was purported to be elected for a term of office or, as the case may be, for the unexpired portion of the term of office of the member of the board in whose place that person was purported to be elected shall be deemed to have been validly and effectually elected for that term or for the unexpired portion of that term.

6—(1) At all times during the prescribed period, the board shall be deemed to have been validly and effectually constituted. Validations in respect of the board.

(2) Any act or thing done by the board, or any matter provided for by the board, in the purported administration and control by the board of the affairs of the society during the prescribed period shall be deemed to have been validly and effectually done or provided for by the board during that period.

PART III

PROVISIONS CONSEQUENTIAL ON THE INCORPORATION OF THE COMPANY

7—In this Part—

Interpretation: Part III.

“company” means the company referred to in paragraph X of the preamble;

- “ legal proceedings ” includes an arbitration;
- “ obligations ” includes duties and liabilities;
- “ property ” means any legal or equitable estate or interest, whether present or future and whether vested or contingent, in real or personal property of any description, and includes things in action;
- “ rights ” includes powers and privileges;
- “ security ” means a mortgage or charge, whether legal or equitable, or a debenture, bill of exchange, promissory note, guarantee, lien, or pledge, or any other security for the payment of money or for the discharge of an actual or contingent obligation;
- “ undertaking ”, in relation to the society, means all property of the society and all rights and obligations of the society.

Vesting of undertaking of the society, &c.

- 8**—(1) On the commencement day, by virtue of this section—
- (a) the undertaking of the society becomes vested in the company;
 - (b) the society and the board are dissolved; and
 - (c) the Act is repealed.

(2) On and after the commencement day, unless the contrary intention appears, where in an instrument that was in force immediately before that day there is a reference to the society, that instrument continues in force as if that reference were a reference to the company.

(3) In subsection (2), “ instrument ” means a document, other than an Act, that creates, evidences, modifies, or extinguishes rights or obligations.

Supplementary provisions with respect to securities, &c.

9—Without limiting the general effect of section 8, the following provisions have effect on and from the commencement day:—

- (a) a security given by the society as security for the discharge of an obligation outstanding from the society and subsisting immediately before that day shall be deemed to have been given by the company, and the holder of such a security is entitled to all the rights and priorities, and is subject to all the obligations, to which that holder would have been entitled or subject if this Act had not been passed;

- (b) a security held by the society as security for the discharge of an obligation outstanding to the society—
- (i) is available to the company as security for the discharge of that obligation; and
 - (ii) where the security extends to a future obligation—is available as security for the discharge of an obligation incurred to the company on or after that day;
- (c) the company is, in relation to a security referred to in paragraph (b), entitled to all the rights and priorities and is subject to all the obligations to which the society would have been entitled or subject if this Act had not been enacted.

10—Without limiting the general effect of section 8, the following provisions have effect on and from the commencement day:—

Supplementary provisions with respect to legal proceedings, documents, &c.

- (a) legal proceedings instituted by or against the society before and pending at that day may be continued by or, as the case may be, against the company;
- (b) legal proceedings by or against the society to enforce a right that had accrued before, and is in existence at, that day may be commenced by or, as the case may be, against the company;
- (c) a judgment or order of a court obtained by or against the society may be enforced by or, as the case may be, against the company;
- (d) a document addressed to, and purporting to be served on, the society shall be deemed to be served on the company.

11—Without limiting the general effect of section 8, an account opened with a bank by the board that is in existence immediately before the commencement day shall, on and after that day, be deemed to be an account opened and maintained by the company.

Bank accounts.

12—On the commencement day, a person employed by the board becomes an employee of the company on the same terms and conditions as those on which he was employed immediately before that day by the board and with the rights and obligations accrued or accruing in respect of his employment with the board.

Supplementary provision with respect to employees.

Donations, &c.

13—A donation, gift, disposition, or trust of property made or declared by deed, will, or otherwise to or in favour of the society or the Tasmanian Institute for the Blind and Deaf (being the institute constituted pursuant to the *Tasmanian Blind and Deaf Institute Act 1933*) or for the use or purposes of the society or that institute that takes effect, or could take effect, on the commencement day shall, if and when that donation, gift, disposition, or trust takes effect, take effect as if it had been so made or declared to and in favour of the company or for the use or purposes of the company.

Agreement to certain conditions.

14—Where any property or right—

(a) was acquired by the society before the commencement day by gift *inter vivos*, devise, or bequest, subject to a condition agreed to by the society; and

(b) was held by the society immediately before that day, the company shall, on that day, be deemed to have agreed to the condition subject to which the property was acquired.

Special provisions applicable to land under *Land Titles Act 1980* or *Registration of Deeds Act 1935*.

15—(1) Where an estate or interest in land under the *Land Titles Act 1980* is, by virtue of section 8, vested in the company, the company shall, notwithstanding any provision of that Act to the contrary, be deemed to be the registered proprietor of that estate or interest and may deal with it accordingly.

(2) The Recorder of Titles may register an instrument relating to an estate or interest in land, referred to in subsection (1), executed by the company, if the instrument is otherwise in registrable form, notwithstanding that the company is not entered as registered proprietor of that estate or interest in the Register kept under the *Land Titles Act 1980*.

(3) Where any estate or interest in land to which the *Registration of Deeds Act 1935* applies is, by virtue of section 8, vested in the company, an instrument dealing with that estate or interest may, if executed by the company and if otherwise in a registrable form, be registered by the Registrar of Deeds, notwithstanding that no instrument formally vesting that estate or interest in the company has been registered under that Act.

Provisions with respect to certain period before commencement day.

16—(1) In this section, “the prescribed period” means the period that commenced on 31st October 1984 and ended immediately before the commencement day.

(2) During the prescribed period, any act or thing done, or any matter provided for, in relation to the affairs of the society by the society, the board, a member of the board, or a person employed by the board shall be deemed to have been done or provided by or on behalf of the company.

(3) Any funds properly received by or on behalf of the society during the prescribed period shall be deemed to have been properly received for or on behalf of the company.

(4) Any funds properly spent by or on behalf of the society during the prescribed period shall be deemed to have been properly spent by or on behalf of the company.

17—Stamp duty is not payable under the *Stamp Duties Act 1931* in respect of any instrument required in connection with the transfer to the company of any property vested in it by this Act. Stamp duty not payable.

