

Act No. 10, 1905.

An Act to incorporate and otherwise promote the objects of the New South Wales Institution for the Deaf and Dumb and the Blind. [21st August, 1905.]

NEW SOUTH WALES  
INSTITUTION  
FOR THE DEAF AND  
DUMB AND THE  
BLIND  
INCORPORATION.

**W**HEREAS, in the year one thousand eight hundred and sixty-one, a society or institution was established, known as the New South Wales Institution for the Deaf and Dumb, having for its object the education and maintenance, and, as far as practicable, the advancement in life of deaf and dumb children : And whereas, in the year one thousand eight hundred and sixty-nine, a department for blind children with a similar object was added thereto : And whereas, in the year one thousand nine hundred and two, an institute for adult deaf mutes was established in connection therewith : And whereas, in the year one thousand eight hundred and seventy-four, a grant of five acres of land, bounded on three sides by Newtown-road now City-road, Newtown old road now Darlington-road, and Codrington-street, was issued to trustees upon certain trusts, and subject to certain conditions, qualifications, and provisions as therein expressed : And whereas, in the year one thousand nine hundred and three, a further grant of land, adjoining the aforesaid five acres, containing one acre and twenty-one perches, and bounded on two sides by Newtown-road now City-road and Newtown old road now Darlington-road, was by Act of Parliament number twenty-one, one thousand nine hundred and three, vested in certain trustees, being the trustees for the time being of the said five acres of land, upon similar trusts and conditions as for the five acres aforesaid : And whereas buildings for the purposes of the institution have been erected on the said land : And whereas large sums of money have been bequeathed or given to the institution for its maintenance and endowment by persons of all shades of religious opinion and belief, and it is deemed expedient that the said institution shall be entirely unsectarian in character : And whereas the said institution is possessed of money, the aforesaid lands, buildings, and other securities and property : And whereas it is desirable that the said money, lands, buildings, securities, and property should be protected for the purposes of the said institution : And whereas it is expedient for the purpose of more effectually carrying out the objects of the institution, and for its good government and management, that legislative enactment should be provided : And whereas it is desirable that the contributors to the support and maintenance of the said institution should be incorporated with and subject to the powers, privileges, restrictions, and

Preamble.

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and provisions hereinafter mentioned: 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 "New South Wales Institution for the Deaf and Dumb and the Blind Incorporation Act of 1905."

Interpretation.

2. The word "board" in this Act shall in all cases mean the board of directors as the same shall from time to time consist, and be constituted either in number or otherwise. The words "body corporate" shall mean the New South Wales Institution for the Deaf and Dumb and the Blind as incorporated under this Act. The words "by-laws, rules, and regulations" shall mean the by-laws, rules and regulations of the said body corporate. The word "institution" shall mean the New South Wales Institution for the Deaf and Dumb and the Blind. The words "life member" shall mean any person who shall contribute to the funds of the body corporate a donation of not less than twenty-five pounds (£25) in one sum, or any person who shall raise for the body corporate, by collection or otherwise, twenty-five pounds (£25) within one year, or fifty pounds (£50) in all, or any person who shall have been nominated as a life member by a legator to the institution or body corporate of one hundred pounds (£100) and upwards, or, failing such nomination, the first-named executor of the will of such legator, provided, however, that no legator shall be entitled to nominate more than one life member; provided, also, that in the case of partnerships or companies making a subscription or donation to the funds of the body corporate the board shall be entitled to nominate the person entitled to membership in respect of such subscription or donation. The word "member" shall mean every person who shall contribute to the funds of the body corporate a sum of not less than one pound (£1) annually, provided, however, that any person whose subscription for any year remains unpaid on the thirtieth day of September of such year shall cease to be a member of such body corporate. The word "secretary" shall mean the secretary for the time being, or any person appointed to act, and for the time being acting in the capacity of secretary of the said body corporate. The word "treasurer" shall mean the treasurer for the time being, or any person appointed to act, and for the time being acting in the capacity of treasurer of the said body corporate.

Life directors, life members, and members of the institution to be a corporation.

3. On and from and after the passing of this Act, all persons who shall be life directors, life members, or members of the institution, at the passing of this Act, and all other persons who shall thereafter become members, or life members, of the body corporate, shall be, subject to the provisions in this Act contained, a body corporate by the name of the New South Wales Institution for the Deaf and Dumb and

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and the Blind, by which name such body corporate shall have perpetual succession and a common seal, and in the same name shall and may sue, and be sued, implead, or be impleaded, proceed, or be proceeded against, in all courts of the said State, and may prosecute, defend, and take all other proceedings in all courts, civil and criminal, within the said State.

4. All real and personal estate which is now, or may hereafter at any time be, vested in and held by any person or persons in trust for the said institution, is, and shall be, hereby transferred to and vested in the said body corporate. All trust property vested in body corporate.

5. All property so vested in the said body corporate, so far as the same or any part thereof is affected by any express trust, shall be held, managed, and dealt with by the said body corporate, subject to, and in conformity with, such express trust. Express trusts to be dealt with specially.

6. The said body corporate shall be capable in law of taking, purchasing, and holding to them and their successors lands and other real estate, and chattels and other personal property, and selling, demising, mortgaging, or otherwise disposing of, but for the purposes only of the institution, all property, real and personal, belonging to them, and shall have power to do all other things incidental to a body corporate : Power to hold and deal with lands, &c.

Provided that land acquired by grant from the Crown shall not be sold, mortgaged, charged, or demised by the said body corporate, unless with the approval of the Governor, testified by writing under his hand, countersigned by the Chief Secretary. But not to alienate certain lands without authority of Executive Council.

7. The body corporate and its property shall be governed, managed, and disposed of by the board, for the time being, subject to the by-laws, rules, and regulations made under the provisions of this Act, and three members of the board shall form a quorum of such board for the doing any act, or performing or transacting any business which may require to be done, performed, or transacted by such board under the provisions of this Act. Institution's property to be managed by a board.

8. The board shall for all purposes be the representative of the said body corporate, and shall consist of a president, two or more vice-presidents, a treasurer, a secretary, and ten elected members. Board of directors.

9. A general meeting of the members shall be held in the month of October, subsequent to the passing of this Act, for the purpose of electing a president, two or more vice-presidents, a treasurer, a secretary, and ten directors, who shall collectively form the first board under this Act, and until the said election shall have taken place, the existing board of directors shall continue to manage the said body corporate. First board

10. The president, vice-presidents, treasurer, and secretary shall be elected annually at the annual general meeting of the members which shall be held in the month of October, or as soon thereafter as the Election of president, vice-presidents, treasurer, secretary, and directors at the annual meeting.

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the Board may deem advisable, and of the ten elected directors, three shall retire annually, the retiring directors being those whose attendance at the meetings shall have been the least numerous. And where any doubt shall exist as to the directors to retire under this provision the board shall determine the matter by ballot, but the retiring directors shall in every year be eligible for re-election.

Vacancies how filled.

**11.** Any vacancy occurring among the members of the board by death, resignation, or otherwise, before or after the holding of the first general meeting under this Act, shall be filled by such person as may be appointed by the board.

Special general meeting.

**12.** A special general meeting of members of the body corporate for the transaction of any particular business, may at any time be called by the board, and on receiving a requisition signed by not less than twenty members, the secretary shall call a special general meeting of the members.

Constitution of general meetings.

**13.** At every annual or special general meeting of members, ten members shall be required to form a quorum.

Board meetings.

**14.** The board shall meet monthly, or oftener if necessary. Any elected member of the board absenting himself, without leave, from the meetings of the board for four successive months, shall be considered to have vacated his seat.

Ministers of religion to have free access to inmates, but not capable of being elected to the board.

**15.** Ministers of religion shall, subject and according to the provisions of the by-laws, rules, and regulations of the body corporate, have free admittance to inmates, for the purpose of administering religious instruction and consolation to such inmates as are of such ministers' own denomination, but in no case shall any minister of religion, of any denomination, be capable of being elected or appointed as a member of the board.

Power to make by-laws, rules, and regulations.

**16.** Subject to the provisions of this Act, it shall be lawful for the board to make, repeal, and alter by-laws, rules, and regulations for regulating the times and modes of meetings and of transacting business, for fixing the number of votes of members in proportion to the amount of their contributions: Provided that any person or organisation contributing twenty shillings or more shall have only one vote in connection with the election of directors at the annual general meeting for determining the qualification, disqualification, change, retirement, election and appointment of directors, ladies' visiting committee, medical officers, auditors, executive and other officers, teachers, and sub-committees of the body corporate, and generally for the support, management and government of the body corporate, and of all officers and pupils, and other persons obtaining relief or assistance from the said body corporate: Provided further that no such by-laws, rules, or regulations shall be in any way repugnant to or inconsistent with the provisions herein contained: And until such by-laws, rules and regulations shall have been made, the

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the rules and regulations of the institution at present in force are hereby confirmed, and shall, except so far as repealed, altered, or amended by any by-laws, rules and regulations made under this Act, be and continue binding on the members of the said body corporate, and all other persons, as effectually as if they had been made under this Act.

17. A printed copy of any such by-laws, rules, and regulations, sealed with the seal of the said body corporate, and purporting to be certified by the president for the time being of the said body corporate as being correct, shall be received in all courts as conclusive evidence of such by-laws, rules, and regulations, and of the same having been duly made under the authority of this Act.

Evidence of copy of by-laws, rules, and regulations.

18. It shall be lawful for the board from time to time to invest any funds of the said body corporate which are not, in the opinion of the said board, required to defray the current expenses of the body corporate, and any moneys given or bequeathed to or arising from any donation of real or personal property to the body corporate, at the discretion of such board, in any Government funds or debentures of the Commonwealth of Australia, or of any State of the Commonwealth, or in any debentures or debenture stock of any municipal corporation in the said States, or by way of purchase of or mortgage upon any freehold estate there, as well as in bank deposits for fixed periods or otherwise, with power from time to time, and at any time, to vary and transfer any such investment for or into any other investment authorised by this Act: Provided always that it shall be lawful for the said board, in their absolute discretion, at any time to resort to any such investments, and to sell the same for the purpose of applying the moneys to arise from such sale for the purposes of the said body corporate.

Power of the board to invest funds.

19. The board may from time to time elect and appoint from their own body a house committee and such and so many sub-committees as they may think fit, for transacting the affairs and business of the body corporate with and subject to such powers, privileges, provisions, and conditions as shall be expressed and declared by the by-laws, rules, and regulations.

Board to appoint committees.

20. The board shall have power to appoint and dismiss the superintendent, matron, assistant secretary, teaching staff, and other officers and servants, and to fix and regulate the salaries to be paid to all such officers and servants, also to make provision for the instruction and training of teachers, and for those purposes expend such moneys as they shall in their own discretion deem advisable.

Power to appoint and dismiss officers, to fix salaries, and to provide for the training of teachers.

21. No irregularity, informality, or illegality in the election or appointment of any member of the board or officer of the body corporate shall render illegal or invalid any act, deed, matter, or thing done or executed or suffered to be done or executed by such director or officer

Informality of election of member of the board or officer not to invalidate acts, &c.

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in pursuance of such election or appointment, but any such election or appointment may in such way as may be provided for in the aforesaid by-laws, rules, and regulations be determined by resolution to be good or bad and, if bad, the vacancy may be supplied in such way as may be provided for in such by-laws, rules, and regulations, the provisions whereof as to the validity of any such election or appointment, and the acts, deeds, or things done by any member of the board or officer in pursuance of any such election or appointment shall have the force and effect of law.

Power to make and alter common seal, and affix same.

**22.** It shall be lawful for the said board to design at any time, and from time to time to change or alter, the common seal of the said body corporate. Such seal shall be in the custody of the president and one other member of the board, and a majority of the members of the board present at any duly constituted meeting of the board shall have the power to use or direct the use of such seal for all purposes requiring to be evidenced by the corporate seal of the body corporate. The fixing of the said common seal to any document shall not be complete without the signatures of three members of the Board: Provided that it shall not be necessary to require such seal to be affixed as evidence of the appointment by the said body corporate of an attorney or solicitor in or for the prosecution of any action, suit, or other proceeding.

Notice and service.

**23.** Notice to or service upon the secretary of the said body corporate in his official capacity shall be deemed to be a notice to or service upon the body corporate.

Indemnity to members of the board.

**24.** The members of the board for the time being of the said body corporate shall be respectively chargeable only for such moneys, stocks, funds, 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 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 loss, unless the same shall happen through their own wilful default respectively.