



New South Wales

Royal Blind Society (Merger) Bill 2005

Explanatory note

This explanatory note relates to this Bill as introduced into Parliament.

Overview of Bill

In July 2004, the Federal Court approved a scheme of arrangement under which the Royal Blind Society of New South Wales, the Royal Victorian Institute for the Blind Limited and the Vision Australia Foundation (*the state organisations*) merged their activities into a single organisation, Vision Australia Limited (formerly called RBS.RVIB.VAF Limited). Under the scheme, all the property, undertakings and liabilities of the state organisations were vested in Vision Australia Limited.

The objects of this Bill are:

- (a) to ensure that any gift, devise or bequest of property in favour of any of the state organisations that had not vested before the merger does not fail but is treated as a gift, devise or bequest of property in favour of Vision Australia (the proposed new name of Vision Australia Limited), and
- (b) to provide for the repeal of the *Royal Blind Society (Corporate Conversion) Act 2003* by proclamation on or after the day on which the Royal Blind Society of New South Wales is deregistered as a company (since the deregistration of that company will render the provisions of that Act redundant).

Outline of provisions

Clause 1 sets out the name (also called the short title) of the proposed Act.

Clause 2 provides for the commencement of the proposed Act on a day to be appointed by proclamation.

Clause 3 defines certain words and expressions used in the proposed Act.

Clause 4 makes provision for any gift, devise or bequest of property (including a declaration of trust in respect of property) in favour of any of the state organisations (or their predecessors) to be treated as a gift, devise or bequest of property in favour of Vision Australia. The proposed section applies in respect of a gift, devise or bequest made or declared before or after the commencement of the proposed Act and regardless of whether it is or was made or declared before or after the date of the merger.

Clause 5 makes provision for the repeal of the *Royal Blind Society (Corporate Conversion) Act 2003* by proclamation on or after the day on which the Royal Blind Society of New South Wales is deregistered as a company.

First print



New South Wales

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New South Wales

Royal Blind Society (Merger) Bill 2005

No. , 2005

A Bill for

An Act to ensure that any gift, devise or bequest of property in favour of the Royal Blind Society of New South Wales or other related agencies takes effect as if made in favour of the new combined agency, Vision Australia, and to provide for the repeal of the *Royal Blind Society (Corporate Conversion) Act 2003*.

The Legislature of New South Wales enacts:	1
1 Name of Act	2
This Act is the <i>Royal Blind Society (Merger) Act 2005</i> .	3
2 Commencement	4
This Act commences on a day to be appointed by proclamation.	5
3 Definitions	6
(1) In this Act:	7
<i>combined agency</i> means Vision Australia (ACN 108 391 831).	8
<i>merged agency</i> means the Royal Blind Society of New South Wales (ACN 107 867 961), the Royal Victorian Institute for the Blind Limited (ACN 053 864 841) or the Vision Australia Foundation (ACN 007 428 284).	9 10 11 12
<i>merger</i> means the merger of the merged agencies that took place through a scheme of arrangement made under section 411 of the <i>Corporations Act 2001</i> of the Commonwealth and was approved by the Federal Court of Australia on 6 July 2004.	13 14 15 16
<i>property</i> 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 (including money).	17 18 19
(2) Notes included in this Act do not form part of this Act.	20
4 Gifts, devises and bequests	21
(1) A gift, devise or bequest of property to, in favour of, or for the use of a merged agency or for a charitable purpose of a merged agency is taken to be, and takes effect as, a gift, devise or bequest of property to, in favour of, or for the use of the combined agency, or for a charitable purpose of the combined agency that corresponds with, or is similar to, a charitable purpose of the relevant merged agency for which the gift, devise or bequest was made or declared.	22 23 24 25 26 27 28
(2) This section applies in respect of a gift, devise or bequest of property made or declared before or after the commencement of this Act and regardless of whether it is or was made or declared before or after the merger.	29 30 31 32

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- (3) This section extends to a gift, devise or bequest of property to, in favour of, for the use of or for a charitable purpose of a predecessor of a merged agency, including the Royal Blind Society of New South Wales as constituted by the *Royal Blind Society of New South Wales Act 1901* (before its repeal), as if that predecessor were a merged agency. 1
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- Note.** The Royal Blind Society of New South Wales constituted by the *Royal Blind Society of New South Wales Act 1901* (before its repeal) was the predecessor of the Royal Blind Society of New South Wales (ACN 107 867 961). 6
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- (4) For the purposes of this section, a *gift, devise or bequest of property* includes a declaration of trust in respect of property. 10
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5 Repeal 12

- (1) The Governor may, by proclamation published in the Gazette, repeal the *Royal Blind Society (Corporate Conversion) Act 2003* on or after the day on which the Royal Blind Society of New South Wales (ACN 107 867 961) is deregistered as a company under the *Corporations Act 2001* of the Commonwealth. 13
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- (2) The Governor may make regulations containing provisions of a savings or transitional nature consequent on the repeal of the *Royal Blind Society (Corporate Conversion) Act 2003*. 18
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