

The New South Wales Auxiliary of The British and Foreign Bible Society Incorporation Act 1928 (Private Act) of 1927

[1927-abf]



New South Wales

Status Information

Currency of version

Repealed version for 20 November 2008 to 25 February 2010 (accessed 7 May 2024 at 1:53)

Legislation on this site is usually updated within 3 working days after a change to the legislation.

Provisions in force

The provisions displayed in this version of the legislation have all commenced.

Notes—

- **Repeal**

The Act was repealed by sec 7 (3) of the [Bible Society NSW \(Corporate Conversion\) Act 2008 No 91](#) with effect from 26.2.2010.

Authorisation

This version of the legislation is compiled and maintained in a database of legislation by the Parliamentary Counsel's Office and published on the NSW legislation website, and is certified as the form of that legislation that is correct under section 45C of the [Interpretation Act 1987](#).

File last modified 26 February 2010

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New South Wales

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The New South Wales Auxiliary of The British and Foreign Bible Society Incorporation Act 1928 (Private Act) of 1927



New South Wales

An Act to incorporate the members of The New South Wales Auxiliary of The British and Foreign Bible Society; and for other purposes mentioned therein.

Preamble

WHEREAS a certain Voluntary Association then known as The Auxiliary Bible Society of New South Wales was established in New South Wales in the year one thousand eight hundred and seventeen the objects of the said Society being to co-operate with the British and Foreign Bible Society in promoting the distribution of the Holy Scriptures without note or comment especially in Australasia and Polynesia And whereas by an Act of the Legislature of this State (then Colony) passed in the forty-first year of the reign of Her Most Gracious Majesty Queen Victoria intituled "An Act to enable the trustees of a certain parcel of land situate in York Street in the City of Sydney in the Colony of New South Wales granted for a site for a hall or building to be used by The New South Wales Auxiliary Bible Society to sell and dispose of the said land and to provide for the appropriation of the proceeds thereof" authority was conferred upon the said trustees or their successors to sell the said land and it was therein further enacted that the said trustees and their successors should stand possessed of all moneys arising from such sale or sales upon trust (after paying thereout certain costs charges and expenses in the said Act mentioned) in the first place to apply the same in or toward the purchase of land and premises in the said City of Sydney in accordance with certain conditions in the said Act mentioned and in the next place to apply the remainder of such money (if any) in or towards the erection upon the said land so purchased as aforesaid of a hall or building or the improvement of any building then being thereon And it was therein further enacted that the land and premises which should be so purchased should be conveyed and assured to and remain vested in the said trustees and their successors upon the same trusts and subject to the same powers and provisions as are expressed in a certain deed poll or grant from the Crown bearing date the twenty-ninth day of April one thousand eight hundred and seventy-six in the said Act recited in respect of the land in the said Crown grant referred to except so far as the said trusts powers and provisions were altered or enlarged by the said Act And whereas in pursuance of the said Act the said land situate in

York-street aforesaid was duly sold and the proceeds of such sale together with accumulated interest were duly expended upon the purchase of a certain parcel of land situate in Pitt-street in the City of Sydney and the erection of a building thereon known as "The Bible House" which lands and premises are described in the Schedule hereto and are now vested in Charles Richard Walsh and James Beath Nicholson both of Sydney esquires upon certain trusts for the benefit of the said Society set out in a declaration of trust executed by the Honorable Ebenezer Vickery Thomas Pratt John Kent and John Hay Goodlet all now deceased And whereas it is expedient to incorporate the members of the said New South Wales Auxiliary of The British and Foreign Bible Society which is identical with the said The Auxiliary Bible Society of New South Wales and the said The New South Wales Auxiliary Bible Society and to vest the real and personal property held in trust for or belonging to the said Society in the corporation to be created by this Act and also to confer on such corporation certain corporate powers and to give the Committee thereof power to sell and otherwise deal with the property of the said Society and power to regulate the affairs of the said Society.

Be it therefore enacted by the King's Most Gracious 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 Name of Act

This Act may be cited as *The New South Wales Auxiliary of The British and Foreign Bible Society Incorporation Act 1928*.

2 Definitions

(1) In this Act unless the context or subject matter otherwise requires:

Body Corporate means the body corporate constituted by this Act.

Members includes:

- I All persons who at the date of the passing of this Act are entitled according to the rules of the Society to vote at General Meetings of the Society.
- II All persons who after the passing of this Act shall become entitled in accordance with the rules of the body corporate for the time being in force to vote at General Meetings of the Society.

Registered means registered at the office of the Registrar-General.

Society means The New South Wales Auxiliary of the British and Foreign Bible Society.

Secretary means the General Secretary for the time being of the body corporate.

Duly verified means sealed with the seal of the body corporate and certified as correct by two members of the Committee and the Secretary.

3 Incorporation of members of New South Wales Auxiliary of The British and Foreign Bible

Society

The members shall by the name of The New South Wales Auxiliary of The British and Foreign Bible Society be a body corporate with perpetual succession and a common seal and under that name may sue and be sued or otherwise appear and answer or be answered or proceed or be proceeded against in all courts.

3A Change of name and objects of body corporate

(1) On and from the commencement of this section:

- (a) the corporate name of the body corporate constituted by this Act is to be “Bible Society NSW”, and
- (b) the objects of the body corporate are to be those specified by section 5 (as substituted by the [Bible Society NSW \(Corporate Conversion\) Act 2008](#)), and
- (c) a reference in any instrument to “The New South Wales Auxiliary of The British and Foreign Bible Society” or “New South Wales Auxiliary of The British and Foreign Bible Society” is taken to be a reference to “Bible Society NSW”.

(2) The alteration of the name and the objects of the body corporate effected by the operation of subsection (1) does not operate:

- (a) to create a new legal entity, or
 - (b) to prejudice or affect the identity of that body or its continuity as a body corporate, or
 - (c) to affect the property, or the rights and obligations, of the body, or
 - (d) to render defective any legal proceedings by or against that body,
- and any legal proceedings that could have been continued or commenced by or against that body in its former corporate name may be continued or commenced by or against it in its new corporate name.

(3) The operation of this section is not to be regarded as:

- (a) a breach of contract or confidence or otherwise as a civil wrong, or
- (b) a breach of any instrument (including, without limitation, any provision prohibiting, restricting or regulating the assignment or transfer of assets or liabilities), or
- (c) an event of default under any contract or other instrument, or
- (d) giving rise to any remedy by a party to a contract or other instrument, or as causing or permitting the termination of, or exercise of rights under, any contract

or other instrument.

(4) This section applies despite anything to the contrary in this Act (particularly, section 3) or an instrument made under this Act (including the rules).

(5) In this section:

instrument means an instrument (other than this Act or an instrument made under this Act) or any other document that creates, modifies or extinguishes rights or liabilities (or would do so if lodged, filed or registered in accordance with any law), and includes any judgment, order, process or other instrument issued by a court or tribunal.

4 Governing body

The officers and members of the Committee of the Society in office at the date of the passing of this Act shall subject to the provisions of the rules of the body corporate and until their successors are elected be the officers and members of the governing body of the body corporate.

5 Objects of body corporate

The objects of the body corporate are the advancement of the Christian faith by:

- (a) encouraging the wider circulation and use of the Holy Scriptures in every language and dialect throughout the world, and
- (b) co-operating with other Christian organisations or any other Bible Society or person for the attainment of these objects, and
- (c) acting as trustee and performing and discharging the duties and functions incidental to acting as trustee where this is incidental or conducive to the attainment of these objects, and
- (d) doing such other things as are incidental or conducive to the attainment of these objects.

6 The body corporate and its property to be governed by Committee

The body corporate its operations and its property shall be governed managed disposed of or otherwise dealt with by the Committee for the time being.

7 Property of the New South Wales Auxiliary of the British and Foreign Bible Society vested in the body corporate

- (a) The land comprised in Certificate of Title dated the fifteenth day of April, one thousand nine hundred and four, registered volume one thousand five hundred and twenty-seven, folio one hundred and fifty-seven, and all other real and personal property which is now or may be vested in or held by any person in trust for or on

behalf of the Society known as The New South Wales Auxiliary of The British and Foreign Bible Society is and shall be hereby transferred to and vested in the said body corporate for such estates and interests as are vested in the trustees of the said Society at the date of the passing of this Act the said trustees and all other persons are hereby divested of any such property of which they are seized or possessed and all rights accrued or accruing to any person on behalf of such Society are hereby vested in and may be enforced by and all liabilities of the said Society or of any person on behalf of the said Society may be enforced against the said body corporate.

- (b) The trustees in whom is vested any such real or personal property are hereby discharged from all liabilities which they may have properly incurred in the management or control of such real or personal property or the administration of the said trusts.

8 The body corporate capable of holding and disposing of property

The said body corporate shall for the purposes and subject to the provisions of this Act be capable of purchasing holding granting demising disposing of either absolutely or by way of mortgage or otherwise dealing with real and personal property and of doing and suffering all such other acts and things as bodies corporate may by law do and suffer.

9 Mode of dealing with property

The Committee may deal with or dispose of any real or personal property vested in the said body corporate in such manner as they may think fit and freed from any trusts or restrictions existing at the time of the passing of this Act affecting or governing the same but subject in the case of a sale exchange or mortgage of real property to the following conditions namely:

- (a) Any proposed sale exchange or mortgage of such real property shall be submitted in the first instance to an ordinary meeting of the Committee.
- (b) At a subsequent meeting of the Committee of which not less than fourteen days notice stating the purpose of the meeting shall have been given such proposed sale exchange or mortgage of such real property shall be voted upon at the meeting or at any adjournment thereof and if approved of by not less than seven and being a majority of those present when the motion is put shall be carried into effect.
- (c) A copy of the resolution of the meeting of the Committee directing such sale exchange or mortgage of such real property duly verified shall be conclusive evidence in favour of any person claiming by through or under such sale exchange or mortgage that such resolution has been duly passed in accordance with the provisions of this Act.
- (d) No purchaser mortgagee or any person claiming such real property or any portion thereof or any interest therein in pursuance of such resolution shall be bound to inquire into the regularity of the calling of or the proceedings at any such meetings as aforesaid or to see to the application of any moneys paid by him in respect of such

sale exchange or mortgage of such real property.

10 Trusts on which vested property is to be held

All real and personal property at any time vested in the body corporate shall be held by the said body corporate upon trust for the carrying out of the objects mentioned in section five of this Act.

11 Power to vest real property in the Incorporated British and Foreign Bible Society Association

The body corporate may at any time upon the request of the Incorporated British and Foreign Bible Society Association transfer to and vest all its real property in the said Association whose registered office is situate in England provided however that a resolution approving of the said transfer and vesting shall have been submitted to and carried by the Committee in accordance with the procedure set out in section nine subsections (a) (b) and (c) of this Act.

12 Power to invest funds

It shall be lawful for the Committee from time to time to invest any funds 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 absolute discretion of such Committee subject to any provision or direction in the instrument creating such bequest or donation in any of the securities for the time being authorised by the law of the State of New South Wales for the investment of trust funds or in the purchase of land of freehold tenure in the said State and from time to time to vary any investment.

13 Rules

The rules of the Society as existing at the date of the passing of this Act shall subject to the provisions of this Act be the rules of the body corporate until the same shall be altered in accordance with the provisions of this Act.

14 Power to make rules

The body corporate may from time to time alter or repeal all or any of its rules and may make new rules and in particular without restricting the generality of this provision make new rules relating to the following:

- (1) The regulation of the times and modes of calling meetings the place of meetings the fixing of the quorum of meetings the regulation of the method of voting and the transaction of business at meetings.
- (2) The exercise by the body corporate of all or any of its powers.
- (3) The application investment management and audit of its funds.
- (4) The appointment of officers to manage all or any of the affairs of the body corporate

and the retirement or removal of such officers and their remuneration including the payment to them or their dependents of any pension allowance or gratuity.

(5) The admission or qualification of persons as members of the body corporate.

(6) Generally the support management and government of the body corporate and the carrying out of its objects.

15 The Committee shall upon the request in writing of any five members of the body corporate convene a meeting of members by notice given in at least two Sydney daily newspapers not less than fourteen days before the date of the meeting and stating the purpose of the meeting for the purpose of altering rules or making new rules as the case may be and any alterations of rules or new rules made by a majority of the members present and voting at such meeting shall when registered be effectual.

16 A copy of the rules of the body corporate duly verified shall be registered within three calendar months after the passing of this Act.

17 Whenever any rule is altered or any new rule is made a copy of the alteration or new rule shall be registered within three calendar months after the alteration or new rule is made provided that if by reason of inadvertence or other sufficient reason such registration shall not be effected within the said period the Registrar-General may by writing under his hand extend the time for such registration.

18 Any memorial copy of rules or other document by this Act required to be registered may if duly verified be registered in the office of the Registrar-General in manner prescribed by regulations made under the [Conveyancing Act 1919](#) or any amendment thereof.

19 The rules of the body corporate may be proved by the production of the registered copy or a copy thereof certified by the Registrar-General or his deputy.

20 Contracts how made

Contracts on behalf of the body corporate may be made as follows that is to say:

- (a) Any contract which if made between private persons would be by law required to be in writing and under seal may be made on behalf of the body corporate and such contract may in the same manner be varied or discharged.
- (b) Any contract which if made between private persons would be by law required to be in writing and signed by the party to be charged therewith may be made on behalf of the body corporate in writing signed by any person acting under the express or implied authority of the body corporate and such contract may in the same manner be varied or discharged.
- (c) Any contract which if made between private persons would by law be valid although made by parol only and not reduced into writing may be made by parol on behalf of the body corporate by any person acting under the express or implied authority of the body corporate and such contract may in the same manner be varied or discharged.

And all contracts made according to the provisions herein contained shall be effectual in law and shall be binding upon the body corporate and all other parties thereto their heirs executors or administrators as the case may be.

21 Irregularity informality or illegality in the election or appointment of member or officer not to render illegal or invalid any act by such

No irregularity informality or illegality in the election or appointment of any member of the governing body or officer of the body corporate shall be taken or construed to render illegal or invalid any act deed matter or thing done or executed or suffered to be done or executed by such member or officer in pursuance of such election or appointment.

22 Service upon the body corporate

Notice to or service upon the Secretary or Acting Secretary of the said body corporate shall be deemed to be a notice to or service upon the said body corporate.

23 Repeal

The Act forty-first Victoria intituled *The Bible Society's Act of 1878* is hereby repealed.