

Mr. Stewart

AUCKLAND TRADES HALL TRUST

[PRIVATE BILL]

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A BILL INTITULED

AN ACT to incorporate the Auckland Trades Hall Trust, and for other purposes. Title.

WHEREAS by deed dated the eighth day of November, 5 nineteen hundred and ten, a copy of which is set out in the Schedule hereto, John Fawcus, Henry Louis Horning, George Davis, James Frederick Derrick, and Henry Banfield (hereinafter called the old Trustees) declared, *inter alia*, that they held certain trust funds 10 upon the trusts therein set forth: And whereas since the said eighth day of November, nineteen hundred and ten, certain of the old Trustees and of the Trustees appointed in their stead resigned from the trusteeship

Preamble.

and certain of them died and others were appointed in their stead respectively: And whereas the present Trustees of the said Trust are Edward John Phelan, Hugh Campbell, William Miller, Thomas Frederick Anderson, and Albert Henry Dixon (hereinafter called the existing Trustees): And whereas the trust properties now included in the said trust consist of all that piece of land containing thirty-eight decimal three perches, more or less, situated in the City of Auckland, being parts of Allotments 15 and 16 of Section 38 of the Town of Auckland, and all the land comprised and described in certificate of title, Volume 771, folio 255 (Auckland Registry), limited as to parcels, and of certain moneys lying to the credit of the Auckland Trades Hall Trust in the Bank of New Zealand, Auckland: And whereas it is desirable that the election of Trustees to the said Trust since the eighth day of November, nineteen hundred and ten, to the present time be validated and should not be questioned on the ground that the provisions of the said trust deed in relation to the appointment of new Trustees were not complied with: And whereas it is desirable that the existing Trustees should be constituted a body corporate with perpetual succession and a common seal and that provision should be made for the vesting, management, and control of the Trust estate and for certain other matters:

BE IT THEREFORE ENACTED by the General Assembly of New Zealand in Parliament assembled, and by the authority of the same, as follows:—

Short Title.

1. This Act may be cited as the Auckland Trades Hall Trust Act 1952.

Interpretation.

2. In this Act, unless the context otherwise requires, "Board" means the Auckland Trades Hall Trust Board established under this Act:

"Deed of trust" means the deed of trust a copy of which is set out in the Schedule hereto:

"The Trustees" means the following Trustees named in section *four* of this Act.

Incorporation of the Auckland Trades Hall Trust Board.

3. (1) There is hereby established, for the purposes of this Act, a Board, to be called the Auckland Trades Hall Trust Board.

(2) The Board shall be a body corporate, with perpetual succession and a common seal, and shall be capable of holding real and personal property and of doing and suffering all that bodies corporate may do and suffer.

(3) All references to the Trustees under the deed of trust or to the Trustees of the Auckland Trades Hall Trust in any Act or in any agreement, deed, will, instrument, or other document whatsoever (whether dated before or after the passing of this Act) shall, unless inconsistent with the context or with the provisions of this Act, be deemed to be references to the Board.

4. Edward John Phelan, Hugh Campbell, William Miller, Thomas Frederick Anderson, and Albert Henry Dixon shall be the first members of the Board.

5. (1) The office of any member of the Board shall be vacated if the member—

(a) Becomes bankrupt within the meaning of the laws relating to bankruptcy; or

(b) Is convicted of any crime punishable by imprisonment for a term of one year or upwards; or

(c) Becomes mentally defective and is received or detained in any mental hospital or other place as a mentally defective person under any Act for the time being in force relating to mental defectives; or

(d) Becomes a protected person under the Aged and Infirm Persons Protection Act 1912; or

(e) Resigns his office by notice in writing to the Board; or

(f) Is absent without leave from four consecutive meetings of the Board; or

(g) Dies.

(2) On the occurrence from any cause of a vacancy in the office of a member of the Board, the Board shall, by resolution duly passed at a meeting of the Board held as soon thereafter as may be practicable, appoint another person to be a member of the Board in the place of the member whose office is so vacated.

(3) The Board may act notwithstanding any vacancy in its membership, and the validity of any act of the Board shall not be affected or called in question by reason of any defect or informality in the appointment of any member of the Board.

First members of Board.

Vacancies in membership of Board.

See Reprint of Statutes, Vol. II, p. 887

Meetings of
Board.

6. (1) Meetings of the Board shall be held at such times and places as the Board or the Chairman from time to time determines.

(2) At any meeting of the Board a majority of the members of the Board shall form a quorum. 5

(3) All questions before the Board shall be decided by a majority of the valid votes recorded thereon.

Chairman and
Deputy
Chairman
of Board.

7. (1) The Board shall from time to time appoint from among its members a Chairman and a Deputy Chairman of the Board. During any vacancy in the office of Chairman or whenever the Chairman is unable to act, whether by reason of absence or otherwise, the Deputy Chairman may exercise and perform all the powers and duties of the Chairman. 10

(2) The Chairman shall preside at every meeting of the Board at which he is present. In the absence of the Chairman and the Deputy Chairman from any meeting of the Board, the members present shall select one of their number to be the Chairman for the purposes of that meeting. 15

(3) At any meeting of the Board the Chairman shall have a deliberative vote, and in the case of an equality of votes shall also have a casting vote. 20

Procedure of
Board.

8. Subject to the provisions of this Act, the Board may regulate its procedure in such manner as it thinks fit. 25

Appointment
of Secretary,
Treasurer, &c.

9. The Board may from time to time appoint a Secretary, a Treasurer, and all such other officers and servants as it thinks fit and on such terms and conditions as it determines; and may out of its funds pay such salaries and allowances as it thinks reasonable to any such officers and servants. 30

Contracts of
Board.

10. (1) Any contract which if made between private persons must be by deed shall, if made by the Board, be in writing under the seal of the Board.

(2) Any contract which if made between private persons must be in writing signed by the parties to be charged therewith shall, if made by the Board, be either in writing under the seal of the Board or in writing signed by any member of the Board on behalf of and by direction of the Board. 35

(3) Any contract which if made between private persons may be made orally may be similarly made by or on behalf of the Board by any member acting by direction of the Board, but no oral contract shall be made involving the payment by the Board of a sum exceeding ten pounds. 40 45

(4) Notwithstanding anything in the foregoing provisions of this section, no contract made by or on behalf of the Board shall be invalid by reason only that it is not made in the manner prescribed by this section if it is made pursuant to a resolution of the Board or to give effect to a resolution of the Board.

11. Subject to the provisions of this Act,—

(a) The Board shall have all the powers, authorities, and discretions conferred upon the Trustees by the deed of trust:

Powers of Trustees vested in Board.

(b) All the provisions of the deed of trust shall, unless the context otherwise requires, enure and take effect as fully in all respects as if they were expressly hereby enacted, and as if references therein to the deed of trust and to the trustees were references to this Act and to the Board respectively.

12. On the passing of this Act, all property, whether real or personal, then belonging to the Trustees as such shall be deemed to be vested in the Board upon and subject to all trusts, powers, contracts, and equities then affecting the same.

Vesting of trust property in Board.

13. (1) The District Land Registrar for the Land Registration District of Auckland shall on the passing of this Act register the Board, without fee, as proprietor of an estate in fee simple in all that piece of land containing thirty-eight decimal three perches, more or less, situated in the City of Auckland, being parts of Allotments 15 and 16 of Section 38 of the Town of Auckland, and all the land comprised and described in certificate of title, Volume 771, folio 255 (Auckland Registry), limited as to parcels.

Registration of title.

(2) Where any estate or interest in any land subject to the *Land Transfer Act 1915* is vested in the Board by virtue of this Act, the District Land Registrar for the land registration district in which the land is situated shall, on receiving a written application under the seal of the Board, register the Board, without fee, as proprietor of that estate or interest.

14. All contracts made by the Trustees before the passing of this Act in the exercise of their powers under the deed of trust shall on the passing of this Act be deemed to have been made by the Board.

Contracts made by Trustees to be contracts of Board.

- Liabilities of Trustees to be liabilities of Board. **15.** All debts and liabilities incurred by the Trustees before the passing of this Act in the exercise of their powers under the deed of trust shall on the passing of this Act become the debts and liabilities of the Board.
- Exemption from land tax, income tax, and other charges. **16.** The Board and the Trustees shall be, and shall be deemed heretofore to have been, exempt from payment of land tax in respect of any land for the time being forming part of the trust estate, and exempt from payment of income tax, social security charge, and national security tax in respect of income derived from the trust estate or any part thereof.
- Payment of travelling expenses. **17.** (1) The Chairman and every other member of the Board shall be paid out of the funds of the Board an annual allowance at such rate or rates as may from time to time be approved in that behalf by the Minister of Finance. (2) There shall also be paid out of the funds of the Board to the members of the Board allowances and expenses in respect of time spent in travelling in connection with the business of the Board at such rates as from time to time may be approved in that behalf by the Minister of Finance.
- Accounts of Board. **18.** The Board shall cause proper books of account to be kept for all matters relating to the trust estate.
- Members of Board not personally liable. **19.** No member of the Board shall be personally liable for any act done by or omitted by the Board or by any member thereof in good faith in the course of the operations of the Board.
- Validation of appointment. **20.** All Trustees appointed to the said Trust from time to time since the eighth day of November, nineteen hundred and ten, shall be deemed to have been validly elected as if they and each of them had been duly elected in terms of the said trust deed, and all such appointments are hereby validated.
- Private Act. **21.** This Act is hereby declared to be a private Act.

SCHEDULE

Schedule.

To all to whom these presents shall come we John Fawcus Engineer Henry Louis Horning Painter George Davis Carter James Frederick Derrick Labourer and Henry Banfield Carpenter all of Auckland in the Provincial District of Auckland (hereinafter called "the Trustees") send greeting Whereas it being desirable to obtain a suitable site or site with buildings thereon already erected or to be erected within the City of Auckland and the providing a fitting up thereon of a suitable building to be used as a Trades' Hall that is to say a building wherein all Meetings of Industrial Unions of Workers and all Industrial Unions to be hereafter formed may be held And all Meetings convened by the said Unions in conjunction or agreement with each other or by any one or more of them for the discussion and debate of all matters arising out of or touching or affecting the trades of the members of the said Unions or the constitution or business of election of officers or other matters touching the said Unions or any of them may be held/and/ in which all exhibitions and demonstrations relating to the said trades may be held whether as exhibitions and demonstrations relating to all or to any of the said trades as aforesaid and for such other purposes as the Trustees may think fit not inconsistent with these presents certain funds moneys and property have been accumulated and acquired towards such purposes (hereinafter called "the trust funds") as hereinafter mentioned And whereas we the Trustees have been entrusted as the nominees of the said Industrial Union with the trust funds for the purpose of being by them in due time utilised and applied towards the providing and maintaining and managing a Trades' Hall as hereinafter mentioned and described And whereas it has been agreed by and between the said several Industrial Unions that we the Trustees the said Nominees should be appointed elected and hold office in the manner and be subject to the conditions and restrictions and should hold utilise devote and expend the trust funds upon the trusts and for the purposes and in the manner hereinafter provided and set forth And whereas as the Nominees of the said Industrial Unions We the trustees now hold upon trust for the said Industrial Unions the sum of six hundred and seventy six pounds six shillings and fourpence (£676 6s. 4d.) now being and standing to the credit of an account called "The Auckland Trades Hall Account" in the Government Post Office Savings Bank at Auckland and also having entered into a contract of purchase of a building site and have paid a deposit of fifty pounds thereon And whereas it is necessary that there be evidence of the objects for which the trust funds and property should be held by us the trustees and the conditions and restrictions subject whereto we the trustees hold the same and that these presents do express the whole of the duties and rights of us the trustees and the mode of filling any vacancy in our number and all matters in anywise connected with the said trust and the premises hereof

Now these presents witness that in consideration and in pursuance of the premises it is hereby declared and agreed that we the trustees shall stand and be seized of and interested in the trust funds now being and standing to the credit of and in the names of the Trustees for the purpose/ hereinbefore mentioned upon trusts and for the purpose/ of carrying into effect the objects hereinafter set forth and upon the conditions and restrictions hereinafter set forth And the Trustees do and each of them doth for themselves and himself and their and his executors and administrators hereby declare as follows:—

1. That they the Trustees do hold the trust funds in trust for the purpose of carrying into effect the following objects: the obtaining by purchase of a suitable building site or sites with or without buildings thereon already erected or otherwise build within the City of Auckland and the providing and fitting up thereon of a suitable building to be used as a 'Trades' Hall that is to say a building wherein all meetings of the said Industrial Unions of Workers and all Industrial Unions of Workers to be hereafter formed and having an office within a radius of ten miles of the General Post Office at Auckland as hereinafter mentioned may be held and all meetings convened by the said Unions in conjunction or agreement with each other or by one or more of them for the discussion and debate of all matters arising out of or touching or affecting the trades of the members of the said Unions or the constitution or business or election of officers or other matters touching the said Unions or any of them may be held and in which all exhibitions and demonstrations relating to the said trades may be held whether as exhibitions and demonstrations relating to all or to any of the said trades as aforesaid or such other purposes as the Trustees may think fit not being inconsistent with these presents.

2. The trust funds shall by the Trustees for the time being and until the same are required for the purpose of providing and fitting up the said Trades' Hall to be called "The Auckland Trades Hall" be placed on deposit in some Bank or Banks carrying on business from time to time at the City of Auckland either wholly in one Bank or divided into portions and placed on deposit as aforesaid in any number of Banks carrying on business in the City of Auckland aforesaid All such deposits shall be called and known as "The Auckland Trades' Hall Account".

3. The interest and profits which from time to time shall accrue upon and as the results of the said deposits and investments together with the moneys received and obtained from the holding from time to time of the said demonstrations and any other moneys received by the trustees hereunder shall when and as the same make in the aggregate from time to time a suitable and convenient sum for investment be themselves invested in the manner and upon the terms and conditions on which Trustees are authorised by law to invest trust funds.

4. There shall be prescribed /in/ every document of security whereby the said moneys are invested as hereinbefore provided all necessary powers of sale and incidental powers as are usually contained in documents of the like nature necessary from time to time to secure and assure the repayment of the said moneys or parts thereof And no liability shall attach to the Trustees in respect of the investment of any part of the trust funds so long as the same shall have been duly made and effected in accordance with the requirements and stipulations of the Trustee Acts for the time being in force in New Zealand.

5. All cheques and orders in the nature of cheques upon any Bank shall be signed by at least three of the Trustees.

6. The trust funds shall be so invested and held as aforesaid by the trustees and shall be applied by them in or towards the purchase or acquirement of a suitable site and the erection of a suitable building thereon or the acquirement of a suitable building already erected as they shall consider expedient.

7. In entering into any or all contracts for the performance of the said work the trustees shall cause to be embodied and contained in all contracts and agreements all such provisions and conditions as they may think expedient.

8. In case of the failure or neglect of any Contractor for the performance of the said work or any part thereof to carry out his contract the trustees shall take such steps to have the said contract carried out as they shall deem expedient And to sue any contractor so failing and neglecting for the nonperformance of his contract and to carry all necessary proceedings in this respect to judgment and execution or to compromise the same upon such conditions as the Trustees shall think fit.

9. The said Trades' Hall /shall/ be used only upon the permission granted by the trustees and application for such permission shall be made to the Chairman for the time being of the Trustees The permission of the Trustees for the use of the said Trades' Hall shall be evidenced by writing under the hand of the Chairman for the time being.

10. All such moneys as shall remain unused for the erection fitting up and providing of the said Trades' Hall shall be placed upon deposit in such Bank or Banks as the trustees shall agree and all moneys to be received by the Trustees for the use of the said Trades' Hall shall be placed in an account in such Bank or Banks as the Trustees shall decide to be called "The Auckland Trades Hall Account". All working expenses of the said Trades' Hall and all moneys required for the maintenance upkeep and management of the said Trades' Hall shall be drawn out of the said account by cheque signed as hereinbefore provided and when and as the amount to the credit of the said account shall reach the sum of fifty pounds any surplus shall be drawn therefrom and placed on deposit in such Bank or Banks as the trustees shall decide unless the same shall in the opinion of the Trustees be required for alterations additions or renovations to or of the said Trades' Hall.

11. The Trustees shall insure and keep insured the said Trades' Hall in the full insurable value thereof in the name of the Trustees or Mortgagee in some responsible Insurance Office carrying on business in the City of Auckland and pay all premiums to become due in respect of such insurance and in case of the destruction or partial destruction of the same by fire or other inevitable accident they shall with all convenient speed and so soon as they are in a position so to do reinstate the said Trades' Hall and for that purpose if necessary so to do they shall take and institute all necessary proceedings for the recovery of the insurance moneys due under all or any of the Policies of Insurance upon the said Trades' Hall and pursue the said proceedings to judgment and execution and to compound any claim against any such Insurance Company in respect of such insurance or submit any claim to arbitration in manner provided by " The Arbitration Act 1908 " or any statute passed in addition repeal or amendment thereof.

12. The Trustees shall also take all steps to insure themselves as such trustees and the said Trades' Hall and premises against all claims and demands which might at any time be made against them or the said property under " The Workers' Compensation Act 1908 " and any amendments thereto or other statute or statutes passed in substitution therefor.

13. That the Trustees shall form and be known as " The Trades' Hall Trust " and shall continue in office until death resignation or removal as herein provided.

14. There shall be elected by the Industrial Unions of Workers whose registered offices shall be situate within a radius of ten miles from the General Post Office for the time being of the City of Auckland and registered under the provisions of " The Industrial Conciliation and Arbitration Act 1908 " or any other Act or Acts passed in substitution therefor Trustees as shall be requisite to fill the offices of trustees as and when the same shall become vacant by retirement of the existing trustees or other cause then the Unions by their votes shall elect a Trustee to fill the vacancy.

15. Any Trustee desiring to resign or retire from office shall give to the secretary for the time being to the Trustees Seven days' notice in writing of such desire and also in the case of any Trustee dying whilst holding office it shall be the duty of the Chairman for the time being or in the case of the death of such Chairman of the Secretary forthwith to give notice in writing of such desire or of such death to the other Trustees and convene and hold a Meeting within fourteen days of the receipt of such notice for the purpose of electing a trustee in the place of the Trustee so resigning or retiring or deceased and a Trustee so appointed to fill the office so vacated as aforesaid shall hold such office for the remainder of the term for which the retiring or resigning or deceased Trustee held Office as aforesaid.

16. Should any Trustee become in the opinion of a majority of the Unions unfitted for the office of Trustee from any cause the matter shall be reported to the other trustees whose duty if all shall agree shall be to direct their Secretary for the time

being to give written notice forthwith to the Secretaries for the time being of the said Unions and the last named Secretaries shall within Fourteen Days call and convene a meeting of the said Unions to decide what steps shall be taken in the matter And the decision of the majority of the Unions as to whether or not the Trustee shall hold office shall be communicated to the Secretary of the said trustees and it shall be the duty of the last named Secretary in case of a decision by the said Unions that the said Trustee should resign from his office to serve upon the said Trustee within thirty days after the receipt of such communication a notice that the said Unions resolved by a majority of the same that such trustee had forfeited his office for the reason in the said notice to be set forth and that henceforth the said trustee was removed from and had vacated his office as such trustee and it shall be the duty of the said Unions to elect a Trustee in the place of the said trustee so removed as aforesaid at the first Meeting of the said Unions to be held after the service upon the trustee so removed of the notice informing him of his removal as aforesaid.

17. Proper books of Account shall be kept by the Trustees and audited once in every year.

18. The Trustees shall in the second week of January in every year appoint one of their number to be president and another of their number to be secretary and the same when elected shall hold office for a period of one year and the office of president shall be honorary until otherwise provided The president shall also be the Chairman of the Trustees hereunder The Chairman shall have one vote only.

19. The Secretary, on authority signed by Three Trustees shall convene Meetings of trustees and three shall form a quorum at the meetings of Trustees and in case of any meeting being convened at which a number less than the number requisite for a quorum shall be present such Meeting shall be declared to have lapsed and all business of a routine nature of which notice has been given to the Trustees in the circular convening such meeting shall so far as they are competent to transact the same be transacted by the President and Secretary.

20. That for the purpose of carrying into effect the objectives set forth herein it is hereby declared that from time to time and at all times hereafter it shall and may be lawful to and for the Trustees for the time being of these presents to borrow loans and to mortgage and for that purpose to appoint convey and assure the building site or sites with the buildings (if any) thereon erected, within the City of Auckland or any part or parts thereof respectively to any person or persons whomsoever for securing such sum or sums of money as may be requisite or necessary in or for the due execution and accomplishment of the trusts and purposes of any of them contained in these presents according to the true intent and meaning thereof But it is hereby declared that it shall not be incumbent upon any Mortgagee or Mortgagees or upon any intended Mortgagee or Mortgagees of the said trust premises or any part of parts

thereof to inquire into the necessity expediency or propriety of any Mortgage or Mortgages which shall be made or be proposed to be made under or by virtue of these presents.

21. That it shall and may be lawful to and for the Trustees for the time being of these presents at any time or times hereafter absolutely to sell and dispose of the building site or sites with any buildings thereon erected hereditaments and premises or of such part of parts of the same either by public auction or private contract and together or in parcels and either at one and the same time or at different times for the best price or prices that can be reasonably obtained for the same and well and effectually to convey and assure the hereditaments and premises so sold to the Purchaser or Purchasers thereof or as he she or they shall direct or appoint. And the trustees for the time being acting in the trusts of these presents shall apply the money arising from every such sale as aforesaid as far as the same will extend to the discharge of all encumbrances and mortgages liabilities and responsibilities whether personal or otherwise lawfully contracted or occasioned by virtue of these presents or in the due execution of the trusts hereof or of any of them and the remainder of such money according to the trusts herein contained.

22. That the trustees may lease or let from time to time any building or buildings the subject of this trust.

23. Should it become necessary or desirable in the opinion of the trustees from any cause whatsoever the said trust should be wound up or dissolved then it shall be the duty of the trustees by notice in writing signed by the President and Secretary and sent to the Secretary of each Union of Workers as aforesaid to call a special Meeting of all the said Unions of Workers and such Meeting may pass a resolution directing the said trustees to convey assign transfer and set over to such person or persons as such Meeting may appoint all the properties land moneys and other assets then belonging to and held by the Trustees upon the trusts hereinbefore set forth and directing the said person or persons so appointed to take over from the trustees all the debts and liabilities then justly owing and due by the Trustees in connection with or incidental to the premises and directing and defining the trusts upon which the person or persons so appointed shall thenceforth hold the same and their powers and duties with reference thereto and upon the Trustees carrying into effect what shall be required by such direction, they shall ipso facto be discharged and forever released from the said trusts and the operation of these presents and the said trusts as contained herein shall thereupon cease to exist.

24. The trustees for the time being under these presents shall be ex officio members of all Committees of Labour Day Celebrations and incidental thereto but neither the trust funds herein referred to nor the trustees shall be liable or incur any liability by reason of acting as such ex officio members as aforesaid. And the trustees are hereby authorized and directed

to receive and hold for the purpose of these presents all future profits and moneys to be made for or by reason of such celebrations as aforesaid.

25. The word " Trustees " whenever used herein shall when applicable include executors and administrators and the words " Unions of Workers " whenever used herein shall when applicable include successors.

As witness the hands of the parties hereto Dated this eighth day of November 1910.

JOHN FAWCUS (LS)

Signed by the said John Fawcus in the presence of:—
Arthur Dye, Burnley Terrace, Accountant.

HENRY LOUIS HORNING (LS)

Signed by the said Henry Louis Horning in the presence of:—

Percival Charles Ansell, Laurence Street, Mt. Roskill, Auckland.

GEORGE DAVIS (LS)

Signed by the said George Davis in the presence of:—
James F. Catley, Secretary, 28 Swanson St., Auckland.

JAMES FREDERICK DERRICK (LS)

Signed by the said James Frederick Derrick in the presence of:—

Annie Fawcus, 126 Jervois Rd., Household Duties.

HENRY BANFIELD (LS)

Signed by the said Henry Banfield in the presence of:—
Francis Niddri, Engineer, Auckland.