

*Hon. Mr. Ward.*

CHAMBERS OF COMMERCE AND MINES REGISTRATION.

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A BILL INTITULED

AN ACT to provide for the Registration of Chambers of Commerce and Chambers of Mines. Title.

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

1. The Short Title of this Act is "The Chambers of Commerce and Mines Registration Act, 1900." Short Title.

2. In this Act, if not inconsistent with the context, "Chamber," when used alone, means any society of not less than fifteen persons associated not for purposes of pecuniary gain but for the purpose of promoting the commercial or mining interests of the colony, or of any specified part of the colony, and having as part of its style and title the words "Chamber of Commerce" or "Chamber of Mines," or any combination thereof or equivalent therefor. Interpretation.

3. On compliance with the provisions of this Act a Chamber shall be entitled to register under this Act. Chambers entitled to register.

4. The style and title under which a Chamber may register under this Act shall consist of the name of the local governing area (being in every case a provincial district, a city, or a borough) in which the Chamber is formed or its registered office is situate, with the addition of the words "Chamber of Commerce," or "Chamber of Mines," or "Chamber of Commerce and Mines," according as the interests which the Chamber is formed to promote are commercial or mining, or both commercial and mining, as thus, "The Canterbury Chamber of Commerce," "The Greymouth Chamber of Mines," "The Auckland Chamber of Commerce and Mines." Style and title of Chamber.

- Application to register.** 5. A Chamber that desires to register under this Act shall make application in that behalf to the Registrar of Friendly Societies, and shall at the same time forward to the Registrar a fee of *one* pound.
- Form of application.** 6. The application shall be in the form numbered *one* in the First Schedule hereto, or to that effect, and shall be signed by two or more officers of the Chamber. 5
- Particulars to accompany application.** 7. The application shall be accompanied by—
- (1.) A list of the officers and members of the Chamber ;
  - (2.) Two copies of the rules of the Chamber ; 10
  - (3.) A copy of a resolution duly passed by a majority of the members present at a general meeting of the Chamber, specially called in accordance with the rules, and desiring registration under this Act ; such copy being duly certified as a true copy, under the hand of the Chairman of the meeting. 15
- Rules.** 8. The rules shall specify the style and title of the Chamber, and the purposes for which it is formed, and shall make provision for the following matters :—
- (1.) The payment by members of an annual subscription not exceeding one pound. 20
  - (2.) The qualification and admission of new members :  
 Provided that on written application in the form numbered *two* in the First Schedule hereto, or to that effect, signed by the applicant and countersigned by two members, and on payment of the annual subscription for the current year, any person of good repute who is engaged in any commercial, mercantile, or industrial avocation in the city or borough in which the registered office is situate, or who is the registered holder of not less than twenty shares in any mining company, shall be admitted by the Committee of Management as a member of the Chamber. 25
  - (3.) A register of members specifying the name, occupation, and address of every member. 30
  - (4.) The election of a Committee of Management (including as member thereof a Chairman or President), the term of office of the members of the Committee, the mode of election, and the mode in which casual vacancies may be filled up :  
 Provided that the term of office shall in no case exceed one year, and also that every member of the Chamber shall be eligible for election ; and also that the election shall in every case be by the vote of a majority of the members present and voting. 35
  - (5.) The appointment of a Secretary and such other officers (not being members of the Committee of Management) as are deemed necessary. 40
  - (6.) The powers and functions of the Committee and officers :  
 Provided that the Committee and officers shall be subject to the control of the Chamber in general or special meeting. 45

(7.) The mode of convening meetings, the quorum at meetings, and the mode of voting :

Provided that a general meeting for the election of the Committee shall be held at least once in every twelve months.

(8.) The control, investment, and disposition of the funds and property.

(9.) The audit of the accounts at annual or some shorter periodical intervals.

(10.) The control and use of the common seal.

(11.) The situation of the registered office.

(12.) Such other lawful matters as are not inconsistent with the provisions of this Act, or the purposes for which Chamber is formed :

Provided that, except as to the annual subscription, no fees, fines, or other payments shall be imposed on members.

9. Upon being satisfied that the foregoing provisions of this Act have been duly complied with, and that the applicant Chamber is entitled to register under this Act, the Registrar shall register the same in a register to be kept for the purpose, and thereupon the Chamber shall become a body corporate by the style and title named in the application. Registration.

10. The Registrar shall issue to such Chamber a certificate of registration and incorporation in the form numbered *three* in the First Schedule hereto ; and such certificate (until cancelled as hereinafter provided) shall be evidence that such Chamber is duly registered and incorporated under this Act. Certificate.

11. Every Chamber incorporated under this Act shall have an office in the city or borough in which the Chamber is formed, and with respect to such office the following provisions shall apply :— Registered office.

(1.) The situation of the office at the time of the application for registration of the Chamber shall be specified in the application, and also in the rules, and the Registrar shall record the same in the register when registering the Chamber, whereupon such office shall be deemed to be the registered office of the Chamber.

(2.) The situation of the registered office may be changed from time to time as the Chamber or its Committee of Management thinks fit, but so nevertheless as to be always within the same city or borough.

(3.) Every such change of situation shall be forthwith notified to the Registrar by the Secretary of the Chamber, and thereupon the Registrar shall record the same in the register.

(4.) If the Secretary makes default in faithfully complying with the *last preceding* subsection hereof he shall be liable to a penalty not exceeding *one* pound for every day during which the default occurs.

(5.) All notices and documents to be served on the Chamber may be served by posting them in a registered letter addressed to the Secretary at the registered office, or by

Identical or misleading title.

delivering them at the registered office to the Secretary or other person apparently in charge thereof.

12. (1.) No Chamber shall be registered under a style or title identical with that by which a subsisting Chamber is registered, or so nearly resembling the same as to be calculated to deceive. 5

(2.) If through inadvertence or otherwise any Chamber is registered contrary to the provisions of this section, the Registrar shall on discovery thereof forthwith alter the name of such Chamber in such manner as the Chamber requests, or as, in default of such request, the Registrar thinks fit, and such alteration shall have full effect for all purposes. 10

Incorporated chamber.

13. Every Chamber when incorporated under this Act shall have perpetual succession and a common seal, and in its corporate style and title may hold and dispose of real and personal property, and may sue and be sued, and may recover any moneys due to the corporation, whether by a member thereof or not: 15

Provided that it shall not be entitled to carry on any trade or avocation for purposes of pecuniary gain.

Qualified person not to be refused admission as member.

14. If any duly qualified person duly applies for admission as member of a Chamber incorporated under this Act, and his application is in any way refused or unreasonably delayed, every member of the Committee who is in any way concerned in such refusal or delay shall be liable to a penalty not exceeding *ten* pounds for every day on which the refusal or delay occurs or is continued. 20

No member to derive pecuniary gain from Chamber.

15. If any member of any Chamber incorporated under this Act derives any pecuniary gain except as a salaried officer from any of the property or operations of the Chamber, he shall be liable to a penalty not exceeding *ten* pounds, and the gains so derived shall be deemed to be the property of the Chamber. 25

Alteration of rules.

16. With respect to the rules of a Chamber incorporated under this Act the following provisions shall apply:— 30

- (1.) The rules existing at the time of the incorporation of the Chamber shall not be altered, nor shall any new rule be made, except at a special meeting of the Chamber duly convened and held for the purpose. 35
- (2.) A copy of every such altered rule or new rule shall be forthwith forwarded by the Secretary to the Registrar, who, if satisfied that it is not in conflict with section *eight* or any other of the provisions of this Act, shall record the same, and notify the Secretary that it has been recorded. 40
- (3.) If the Secretary make default in complying with the *last preceding* subsection hereof he shall be liable to a penalty not exceeding *five* pounds.
- (4.) *Primâ facie* evidence of the rules shall be afforded by the production of what purports to be a copy thereof, if sealed with what purports to be the seal of the Chamber, and signed by the President or Chairman thereof. 45
- (5.) Every rule shall be deemed to be void which is in any way in conflict with the requirements of section *eight*, or any other of the provisions of this Act. 50
- (6.) The Governor may at any time disallow any rule, and the rule so disallowed shall be deemed to be void.

17. Any member resigning his membership or otherwise ceasing to be a member of a Chamber incorporated under this Act shall thereupon cease to be a member of the corporation and to have any right or interest in its property or concerns, but shall not thereby be freed from any liability to the corporation incurred prior to his ceasing to be a member. Member resigning.

18. In the case of every Chamber incorporated under this Act the following special provisions shall apply:— Statutory members.

10 (1.) The persons who from time to time hold the following respective offices shall, by force of this Act, be and be deemed to be statutory members of the Chamber, that is to say:—

15 The office of Member of the House of Representatives for the electoral district in which the registered office of the Chamber is situate;

The office of Mayor of the city or borough in which such office is situate;

20 The office of Chairman of the Harbour Board of the harbour district in which any part of such borough or city is comprised.

(2.) The statutory members shall have all the rights and privileges of non-statutory members, and shall be exempt from payment of the annual subscription.

25 19. The registration of a Chamber may be cancelled by the Registrar in either of the following cases, that is to say:— Cancellation of registration.

(1.) If he is satisfied that all the liabilities of the Chamber have been duly discharged, and that the cancellation has been approved by resolution passed by not less than three-fourths of the members present at a special meeting of the Chamber duly convened and held for the purpose.

30 (2.) If he is satisfied that the Chamber is not or has ceased to be a Chamber within the meaning of section *two* of this Act.

20. Such cancellation shall be effected in manner following:— Mode of effecting cancellation.

35 (1.) The Registrar shall, by notice published in the *Gazette*, declare that unless within twenty-eight days after the publication of the *Gazette* notice he is restrained by order of a Supreme Court Judge, he will proceed to cancel the registration of the Chamber for the reasons specified in the notice: Objection thereto.

40 (2.) Such order may be obtained on the petition of any member of the Chamber, and the Judge shall have jurisdiction to deal with the petition and make such order thereon as he thinks fit:

45 (3.) A copy of the petition shall be served on the Registrar, and thereupon he shall not proceed with the cancellation until the petition is disposed of.

(4.) The order made by the Judge shall be served on the Registrar, and he shall obey the same.

50 (5.) If the order does not forbid the cancellation, the Registrar shall, after the lapse of the said period of twenty-eight days, cancel the registration and notify the fact in the *Gazette*.

(6.) The effect of the cancellation shall be to dissolve the incorporation of the Chamber, but shall not in any way prejudicially affect the rights or claims of any creditor of the Chamber or of any person interested in its funds.

Not to register under other Act.

21. A Society which is entitled to register under this Act shall not be entitled to register under any other Act, and if it does so register the registration shall be void. 5

Existing registration cancelled.

22. In every case where a Chamber has heretofore been registered under "The Companies Act, 1882," or "The Unclassified Societies Registration Act, 1895," such registration is hereby cancelled, and the incorporation of such Chamber is hereby dissolved: 10

Provided that, in order to enable the Chamber to wind up its affairs, this section shall not come into operation until the first day of January, one thousand nine hundred and one.

Style or title not to be used except by registered Chamber.

23. From and after the first day of January, one thousand nine hundred and one, it shall not be lawful for any society to use a style or title into which there enter the words "Chamber of Commerce," or "Chamber of Mines," or "Chamber of Commerce and Mines," unless the society is registered as a Chamber under this Act. 15

Penalty.

24. If default is made in the faithful observance of the *last* preceding section hereof, every person who is directly or indirectly party to or concerned in such default shall be liable to a penalty not exceeding five pounds for every day on which the default occurs or is continued: 20

Provided that in any proceedings to recover such penalty it shall be a sufficient defence if the defendant satisfies the Court that the style or title was not used further or otherwise than was reasonably necessary for the purpose of procuring registration as a Chamber under this Act. 25

Members of Harbour Boards elected by Chambers.

25. In every case where under any Act the right to elect one or more members of a Harbour Board is vested in a specified Chamber of Commerce, the following special provisions shall apply, anything in such Act to the contrary notwithstanding:— 30

(1.) Such right shall be deemed to be divested from such specified Chamber of Commerce on and after the first day of January, one thousand nine hundred and one, unless on or before that day it becomes a duly registered Chamber under this Act by the same style and title. 35

(2.) In the event of such right becoming divested as aforesaid, the Governor may at any time thereafter vest it in any such registered Chamber as he thinks fit, and until he he does so such right shall be deemed to be suspended. 40

(3.) So long as such right is suspended, it shall be deemed to be superseded by a right of appointment by the Governor, who may accordingly appoint the requisite members of the Harbour Board as vacancies occur. 45

Certain Chambers to have prior right to register.

26. Until the first day of January, one thousand nine hundred and one, the Chambers specified in the Second Schedule hereto, being Chambers which have been in existence for long prior to the commencement of this Act, shall have the sole and exclusive right to register under this Act by their respective styles and titles as specified in that Schedule upon complying with the provisions of this Act. 50

## SCHEDULES.

Schedules.

## FIRST SCHEDULE.

[Form No. 1, Section 6.]

## APPLICATION FOR REGISTRATION.

Under "The Chambers of Commerce and Mines Registration Act, 1900."

THE [Name of Chamber] hereby makes application to be registered under the above-mentioned Act.

The following documents accompany this application:—

- (1.) A list of the members and officers of the Chamber.
- (2.) Two copies of the rules of the Chamber.
- (3.) A copy of a resolution duly passed by a majority of the members present at a general [or special] meeting of the Chamber specially called in accordance with the rules, and desiring registration under the above-mentioned Act, such copy being duly certified as a true copy under the hand of the Chairman of the meeting.

The prescribed fee of one pound is forwarded herewith.

The office of the Chamber is situate in [Specify situation of office].

The Chamber is duly qualified to register in terms of this application.

Dated at \_\_\_\_\_, this \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_\_.

A. B. [Name of Officer], of the Chamber.

C. D. [Name of Officer], of the Chamber.

Form No. 2, Section 8 (2).

## APPLICATION FOR ADMISSION AS MEMBER.

I, E.F. [Full name, occupation, and address], hereby apply to be admitted as a member of the [Name of Chamber], and enclose the sum of \_\_\_\_\_, being the current year's subscription.

Dated at \_\_\_\_\_, this \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_\_.

E. F.

We are satisfied that the applicant is qualified for admission.

G. H. } Members of the  
I. J. } Chamber.

[Form No. 3, Section 10.]

## CERTIFICATE OF REGISTRATION AND INCORPORATION.

THE [Style and title of the Chamber] is this day registered and incorporated under "The Chambers of Commerce and Mines Registration Act, 1900."

Dated at Wellington, this \_\_\_\_\_ day of \_\_\_\_\_, 19 \_\_\_\_\_.

\_\_\_\_\_, Registrar.

## SECOND SCHEDULE.

## CHAMBERS ENTITLED TO PRIORITY OF REGISTRATION.

- The Auckland Chamber of Commerce and Mines.
- The Canterbury Chamber of Commerce.
- The Dunedin Chamber of Commerce.
- The Greymouth Chamber of Mines.
- The Invercargill Chamber of Commerce.
- The Wellington Chamber of Commerce.