
No. 35 of 1982**COMPANIES AUDITORS AND LIQUIDATORS DISCIPLINARY
BOARD ORDINANCE 1982****TABLE OF PROVISIONS**

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**Companies Auditors and Liquidators
Disciplinary Board Ordinance 1982**

No. 35 of 1982

I, THE GOVERNOR-GENERAL of the Commonwealth of Australia, acting with the advice of the Federal Executive Council, hereby make the following Ordinance under the *Seat of Government (Administration) Act 1910*.

Dated 25 June 1982.

ZELMAN COWEN
Governor-General

By His Excellency's Command,

P. DURACK
Attorney-General

An Ordinance to establish a Companies Auditors and Liquidators Disciplinary Board for the Australian Capital Territory and for related purposes

Short title

1. This Ordinance may be cited as the *Companies Auditors and Liquidators Disciplinary Board Ordinance 1982*.¹

Commencement

2. This Ordinance shall come into operation on 1 July 1982.

Interpretation

3. In this Ordinance, unless the contrary intention appears--

"Board" means the Companies Auditors and Liquidators Disciplinary Board established by section 4;

"Chairman" means the Chairman of the Board;

"Companies Act" means the *Companies Act 1981*;

"member" means a member of the Board.

Establishment of Board

4. There is established by this Ordinance a Board by the name of the Companies Auditors and Liquidators Disciplinary Board.

Functions and Powers of Board

5. The Board shall perform the functions and may exercise the powers conferred upon it by Division 2 of Part II of the Companies Act.

Membership of the Board

6. (1) The Board shall consist of—

- (a) the Chairman;
- (b) a member selected by the Minister from a panel of 5 persons, being persons resident in the Territory, nominated by the New South Wales State Council of the Institute of Chartered Accountants in Australia; and
- (c) a member selected by the Minister from a panel of 5 persons, being persons resident in the Territory, nominated by the Divisional Council of the Australian Capital Territory Division of the Australian Society of Accountants.

(2) A person is not eligible for appointment as Chairman unless he is enrolled as a barrister, as a solicitor, as a barrister and solicitor or as a legal practitioner of the High Court, of another federal court or of the Supreme Court of a State or Territory and has been so enrolled for a period of not less than 5 years.

(3) The Chairman and each of the members—

- (a) shall be appointed by the Minister;
- (b) shall, subject to this Ordinance, hold office for such period, not exceeding 3 years, as is specified in the instrument of his appointment; and
- (c) shall be eligible for re-appointment.

(4) The performance of the functions or the exercise of the powers of the Board is not affected by reason only of there being a vacancy or vacancies in the membership of the Board.

Acting Chairman

7. (1) The Minister may appoint a person who is eligible for appointment as Chairman to act as the Chairman—

- (a) during a vacancy in the office of Chairman;
- (b) on any occasion during any meeting of the Board when the Chairman is unable to be present or to take part by virtue of section 10; or
- (c) during any period, or during all periods, when the Chairman is absent from duty or from the Territory or, for any other reason, unable to perform the functions of his office,

but a person appointed to act during a vacancy shall not continue so to act for more than 12 months.

(2) An appointment of a person under sub-section (1) may be expressed to have effect only in such circumstances as are specified in the instrument of appointment.

(3) Where a person is acting as Chairman in accordance with paragraph 1 (c) and the office of Chairman becomes vacant while that person is so acting, then, subject to sub-section (2), that person may continue so to act until the Minister otherwise directs, the vacancy is filled or a period of 12 months from the date on which the vacancy occurred expires, whichever first happens.

(4) The Minister may at any time terminate the appointment of a person appointed to act in accordance with sub-section (1).

(5) The appointment of a person under this section ceases to have effect if he resigns the appointment by writing signed by him and delivered to the Minister.

(6) While a person is acting as Chairman in accordance with this section, he has, and may exercise, all the powers and may perform all the functions of the Chairman and shall be deemed to be the Chairman for the purposes of sections 10 and 14.

(7) The validity of anything done by a person purporting to act in accordance with this section shall not be called in question on the ground that the occasion for his appointment had not arisen, that there is a defect or irregularity in or in connection with his appointment, that the appointment ceased to have effect or that the occasion for him to act had not arisen or had ceased.

Appointment of deputies

8. (1) The Minister may—

- (a) appoint a person selected by him from the panel referred to in paragraph 6 (1) (b) to be the deputy of the member referred to in that paragraph; and
- (b) appoint a person selected by him from the panel referred to in paragraph 6 (1) (c) to be the deputy of the member referred to in that paragraph,

and a deputy shall, subject to this Ordinance, hold office for such period, not exceeding 3 years, as is specified in the instrument of his appointment.

(2) A deputy member is entitled to attend meetings of the Board at which the member of whom he is a deputy is not present and, while so attending, shall be deemed to be a member of the Board.

(3) The appointment of a person under this section ceases to have effect if he resigns the appointment by writing signed by him and delivered to the Minister.

(4) An appointment of a deputy and an act done by him as such shall not be questioned on the ground that there is a defect or irregularity in or in connection with his appointment, that the appointment had ceased to have effect or that the occasion for the exercise of his powers or functions had not arisen or had ceased.

Meetings

9. (1) The Chairman shall convene such meetings of the Board as he considers necessary for the performance of its functions.

(2) The Chairman shall preside at all meetings of the Board.

(3) At a meeting of the Board, the Chairman and one member constitute a quorum.

(4) A question arising at a meeting of the Board shall be determined by a majority of votes of the persons present and voting.

(5) The Chairman presiding at a meeting of the Board has a deliberative vote and, in the event of an equality of votes, also has a casting vote.

(6) Subject to this section, the procedures for convening meetings of the Board and for the conduct of business by the Board shall be as the Board determines.

Disclosure of interest

10. (1) For the purposes of this section, "member" includes the Chairman.

(2) A member who has a direct or indirect pecuniary interest in a matter being considered or about to be considered by the Board shall, as soon as possible after the relevant facts have come to his knowledge, disclose the nature of his interest at a meeting of the Board.

(3) A disclosure under sub-section (2) shall be recorded in the minutes of the meeting of the Board and the member shall not, unless the Minister or the Board otherwise determines—

(a) be present during any deliberation of the Board with respect to that matter; or

(b) take part in any decision of the Board with respect to that matter.

(4) For the purpose of the making of a determination by the Board under sub-section (3) in relation to a member who has made a disclosure under sub-section (2), a member who has a direct or indirect pecuniary interest in the matter to which the disclosure relates shall not—

(a) be present during any deliberation of the Board for the purpose of making the determination; or

(b) take part in the making by the Board of the determination.

(5) The Minister shall terminate the appointment of a member where a member fails, without reasonable excuse, to comply with the requirements of this section.

Resignation

11. (1) The Chairman or a member may resign his office by writing signed by him and delivered to the Minister.

(2) Where the Chairman or a member of the Board resigns his office, his resignation shall take effect on the day on which the instrument of his resignation is delivered to the Minister in accordance with sub-section (1).

Termination of appointment

12. (1) The Minister may terminate the appointment of the Chairman or of a member of the Board by reason of misbehaviour or physical incapacity.

(2) If the Chairman or a member of the Board—

- (a) is absent, without leave of the Board, from 3 consecutive meetings of the Board;
- (b) is an insolvent under administration within the meaning of the Companies Act;
- (c) is convicted in Australia of an offence punishable by imprisonment for 12 months or longer; or
- (d) becomes of unsound mind,

the Minister shall terminate his appointment.

Remuneration

13. The Board is a prescribed authority for the purposes of the *Remuneration Ordinance* 1976.

Protection of Chairman and members

14. An action or proceeding, civil or criminal, does not lie against the Chairman or a member for or in respect of any act or thing done in good faith by the Chairman or member in his capacity as the Chairman or member, as the case may be.

Regulations

15. The Minister may make regulations, not inconsistent with this Ordinance, prescribing all matters which by this Ordinance are required or permitted to be prescribed or which are necessary or convenient to be prescribed for carrying out or giving effect to this Ordinance.

Amendment of Seat of Government (Administration) Ordinance

16. The Second Schedule to the *Seat of Government (Administration) Ordinance* 1930 is amended by omitting from Part I—

“*Companies Ordinance* 1962”

and substituting—

“*Companies Auditors and Liquidators Disciplinary Board Ordinance* 1982”.

NOTE

1. Notified in the *Commonwealth of Australia Gazette* on 30 June 1982.