



# Guides Queensland Act 1970

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## Queensland

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## Guides Queensland Act 1970

**An Act to incorporate the State Council of Guides Queensland, to confer on the body corporate certain powers, authorities, duties and functions, and for purposes connected therewith**

### Preamble

Whereas the Girl Guides Association was duly incorporated in the United Kingdom by Royal Charter dated 14 December 1922, which Charter has been confirmed and supplemented by a further Royal Charter dated 29 September 1949.

And whereas the Association has under the said Royal Charters power among other things to form councils, committees, and local branches in all parts of Her Majesty's Dominions and elsewhere.

And whereas by the by-laws of the Association in force under and by virtue of the said Royal Charters the management of the business of the Association is vested in the committee thereof with power, among other things, to appoint and establish such councils, committees, and local branches for the management of the Association's affairs in any particular part of the United Kingdom or of the overseas dominions or elsewhere as might be thought fit and to delegate to any such council, committee, or branch all or any of the powers of the Committee of the Association with or without powers of subdelegation.

And whereas pursuant to the powers and authorities granted by the said Royal Charters there exists in Queensland a branch of the Association known as the Girl Guides Association (Queensland, Australia), with a constitution adopted pursuant to the said Royal Charters and by-laws of the Association.

And whereas it is expedient to provide for the incorporation of the State Council of the said State branch by the name of the 'Girl Guides Association (Queensland, Australia)' and for conferring and imposing upon the corporation the powers, authorities, duties,

functions, rights and liabilities mentioned in this Act and for vesting in it certain property of the Association and to provide for the management of that property, and to make further provision as enacted in this Act.

## 1 Short title

This Act may be cited as the *Guides Queensland Act 1970*.

## 2 Meaning of terms

In this Act—

*Association* means the Girl Guides Association.

*Branch* means Guides Queensland.

*constitution* means the constitution of the Branch for the time being adopted pursuant to the Royal Charters and by-laws mentioned in the preamble to this Act or any amendment thereof.

*controlled group* means a group registered with the corporation as a controlled group by any organisation approved by the Association or the corporation.

*controlling authority* means the person or committee appointed by the body concerned to exercise its functions in respect of a group registered as a controlled group.

*corporation* means the body incorporated by this Act.

*council* means the State Council of Guides Queensland.

*executive committee* means the executive committee of the council for the time being appointed under the constitution.

*Royal Charters* means the Royal Charters mentioned in the preamble.

## 3 Incorporation of the Council

- (1) The corporation named the Girl Guides Association (Queensland, Australia) as formerly established is continued in existence under the name Guides Queensland.

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- (2) The corporation has perpetual succession and shall have a common seal.
  - (3) The corporation—
    - (a) may sue and be sued in its corporate name; and
    - (b) may, in its corporate name, purchase, take on lease, hold, mortgage, and exchange, and lease, sell, or otherwise dispose of, real property and personal property; and
    - (c) may invest, in investments authorised by law for the investment of trust funds, any moneys of the corporation; and
    - (d) may borrow money either upon security or otherwise, and issue debentures; and
    - (e) may lend any of the moneys of the corporation to such persons, for such purposes, and upon such terms and conditions, as it may think best calculated to promote the objects of the Association; and
    - (f) may erect, maintain, and improve such buildings, and purchase or hire such machinery, plant, and equipment, as it may think best calculated to promote the objects of the Association; and
    - (g) may do and suffer all such other acts and things as bodies corporate may by law do and suffer.

#### **4 Registration of Royal Charters and constitution**

- (2) The chief executive shall keep in the chief executive's office all copies of the documents and records transmitted to the chief executive pursuant to this section and shall register the Royal Charters and constitution and any amendments thereto as if they were the rules of an incorporated association.
- (3) Every document to which the *Girl Guides Association Act 1970* applied, of force and effect immediately before the commencement of the *Girl Guides Association Act Amendment Act 1982*, shall, on and from that commencement,

be deemed to have been lodged in the office of the chief executive.

- (4) Copies (certified under the seal of the corporation to be true copies) of any new, amended, or supplementary Royal Charter granted to the Association or the corporation, and all amendments of the constitution made, or any new constitution adopted, after the commencement of the *Girl Guides Association Act Amendment Act 1982* shall be lodged with the chief executive after the grant, making or adoption thereof with as little delay as possible.
- (5) Upon receipt of a document required by subsection (4) to be lodged with the chief executive, the chief executive shall register it as if it were an alteration of the rules of an incorporated association.
- (6) The production of a copy of a document required by this section to be lodged with the chief executive, certified by the chief executive to be correct, shall be received as conclusive evidence of the contents of the document by all courts and persons having by law or consent of parties authority to hear, receive and examine evidence.
- (7) The corporation shall cause to be lodged with the chief executive—
  - (a) within 1 month after a person ceases to be, or becomes, a member of the council a return in a form approved by the chief executive notifying the chief executive of the change and containing with respect to each then member of the council, the following particulars—
    - (i) the full name, the usual residential address and the business occupation (if any) of each person holding office as a member of the council and of the State executive officer of the corporation;
    - (ii) the situation of the office or place at which the business of the corporation is conducted; and
  - (b) within 1 month after a person becomes State executive officer of the corporation, a return in a form approved by the chief executive notifying the chief executive of that



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fact and specifying the full name, address and other occupation (if any) of that person; and

- (c) within 1 month after the date of any change in the situation of the office or place at which the business of the corporation is conducted notice in a form approved by the chief executive of the situation of that office or place.
- (8) There shall be payable to the chief executive in respect of each document (including any return or notice) lodged with the chief executive pursuant to this section a fee of \$2 or such other fee as may be prescribed in substitution therefor by the Governor in Council by order in council.

## **5 General powers of corporation**

- (1) The corporation—
  - (a) has the general control and management of the Girl Guide movement in this State; and
  - (b) may do all such acts and things as it may consider necessary or desirable for providing and maintaining an efficient organisation for the purposes of the Association in this State.
- (2) Without limiting the generality of the provisions of subsection (1), the powers and functions of the corporation include the exercise of all such powers, and the performance of all such duties, as may be delegated to it by the Association under the provisions of the Royal Charters.

## **6 Transfer of property to corporation**

- (1) A person—
  - (a) who, at the commencement of this Act, holds; or
  - (b) who, at any time after the commencement of this Act acquires; or
  - (c) to whom is or has been given, devised, or bequeathed (whether before or after the commencement of this Act);

any real property or personal property in this State upon trust for or on behalf of, or for the benefit of, the Association or any branch thereof or any local association, group, or other body formed under the policy organisation and rules of the Association in this State shall, if so required by the corporation, by notice in writing, transfer, convey or assign that real property or personal property to the corporation, at the cost of the corporation, but subject to any conditions or trusts upon which it is or was held, acquired, given, devised or bequeathed.

- (2) Notwithstanding subsection (1), any real property or personal property that is vested in, or held by or on behalf of, or that is given, devised or bequeathed to, a controlled group may, subject to any express trust affecting it, be held in trust for such purposes, and be disposed of in such manner, as the controlling authority of that group may determine.
- (2A) However, if a controlling authority deals with any real property or personal property in a manner contrary to the conditions and trusts upon which it is held, the corporation may, by notice in writing, require the controlling group by which the controlling authority is appointed, or that controlling authority, to transfer, convey or assign, or to cause to be transferred, conveyed or assigned, that property to the corporation.
- (3) A notice under subsection (1) or (2A)—
  - (a) shall be signed by the State executive officer or other officer of the corporation authorised by the corporation in that behalf; and
  - (b) shall be deemed to have been received by the person to whom it is addressed at the expiration of the period of 3 days after it has been forwarded to that person by registered post at the person's usual or last-known place of residence in this State or, if it is addressed to more persons than 1, after it has been so forwarded to any 1 of those persons at the person's usual or last-known place of residence in this State.
- (4) Any person, controlled group or controlling authority to whom or to which a notice under this section is given may

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apply by summons to a Judge of the Supreme Court for an order that the transfer, conveyance or assignment, of the property to which the notice relates shall be subject to such terms and conditions as the Judge may determine, and the Judge may make such order with respect to the terms and conditions to which the transfer, conveyance or assignment shall be subject as the Judge may think just and equitable, having regard to all the circumstances of the case.

- (5) If—
- (a) after the giving of a notice under this section any person, controlled group or controlling authority to whom or to which the notice is given fails to execute a transfer or conveyance or an assignment, to the corporation, of the property to which the notice relates; or
  - (b) a person holds any real property or personal property in this State upon trust for or on behalf of, or for the benefit of, the Association or any branch thereof, or any local association, group, or other body formed under the policy organisation and rules of the Association in this State, and the whereabouts of that person are unknown;

the corporation may apply by summons to a Judge of the Supreme Court for an order directing the registrar of the Supreme Court to execute for or on behalf of that person, controlled group, or controlling authority a transfer or conveyance, or an assignment, of that property to the corporation.

- (6) Where a summons is taken out by the corporation pursuant to subsection (5), the Judge by whom the summons is heard may, upon proof to the Judge's satisfaction that—
- (a) the property to which the summons relates is held by any person, controlled group, or controlling authority for or on behalf of, or for the benefit of, the Association or any branch thereof, or any local association, group, or body formed under the policy organisation and rules, of the Association in this State; and
  - (b) notice under this section requiring that person, controlled group, or controlling authority to transfer,

convey or assign, or to cause to be transferred, conveyed or assigned, that property has been given to that person, controlled group or controlling authority by the corporation; and

- (c) that person, controlled group or controlling authority has failed to execute or to cause to be executed a transfer or conveyance or an assignment of the property to the corporation, or, as the case may be, that the whereabouts of that person are unknown;

the Judge may, by order, direct the said registrar to execute for or on behalf of that person, controlled group or controlling authority a transfer or conveyance or an assignment of that property to the corporation, and the registrar shall thereupon do all such acts and things, and execute all such instruments, as may be necessary to transfer, convey or assign the property to the corporation, but subject, in the case of real property, to any charge, mortgage, lease, or easement affecting it and to any trust upon which it was held by that person, controlled group or controlling authority.

- (7) Any act or thing done or any instrument executed by the registrar pursuant to an order made under subsection (6) shall be deemed to have been done or executed for and on behalf of, and as the duly authorised agent of, the person, controlled group or controlling authority concerned and effect shall be given thereto accordingly.
- (8) A person who, in this State, has at any time acquired any property by using the name of the Association, or of any branch thereof, or of any local association, group, or other body formed under the policy organisation and rules of the Association in this State shall, for the purposes of this section, be deemed to be a person who holds that property for or on behalf of, or for the benefit of, the Association or of that branch, local association, group, or other body.
- (9) Any liabilities (accrued or accruing) in respect of any real or personal property which hereafter becomes vested in the corporation by operation of this section may thereupon be enforced against the corporation.

- (10) Any rights (accrued or accruing) in respect of any real or personal property which hereafter becomes vested in the corporation by operation of this section are hereby vested in the corporation and may be enforced by or in favour of the corporation accordingly.

## **7 Dealing with property by the corporation**

The corporation shall deal with or dispose of the real and personal property vested in the corporation in such manner, subject to any special trust affecting the property, as the executive committee thinks fit, but subject in the case of a lease, mortgage, or sale of real property, to the following conditions, namely—

- (a) a proposed lease, mortgage or sale of real property shall be submitted to an ordinary meeting of the executive committee and shall be specially mentioned in the notice convening the meeting;
- (b) the proposed lease, mortgage or sale, if approved by the previous meeting, shall be submitted to the meeting, and if approved by not less than  $\frac{2}{3}$  of those present when the motion is put, may be carried into effect by the executive committee;
- (c) a copy of the resolution of the executive committee directing the lease, mortgage or sale, if sealed with the common seal of the corporation, is conclusive evidence in favour of any person claiming by, through or under the lease, mortgage or sale that the resolution has been duly passed in compliance with the provisions of this Act and of the constitution;
- (d) a lessee, purchaser or mortgagee is not bound to see to the application of any moneys paid by him or her.

## **8 Vesting of certain gifts etc. in the corporation**

- (1) A devise or bequest made by or under a will or codicil (whether the will or codicil is executed or proved before or after the commencement of this Act) and a gift made

otherwise than by testamentary disposition (whether the gift is made before or after the commencement of this Act) to, or on behalf or for the benefit of, the Association or any branch thereof or any local association, group, or other body formed under the policy organisation and rules of the Association (whether the devise, bequest, or gift is expressed to vest or pass directly or after the death of some person or the fulfilment of some condition) shall, unless the contrary intention appears in the will, codicil or other instrument effecting the devise, bequest, or gift, be deemed, by force only of this section and without further authority, to be a devise, bequest or gift to, or on behalf or for the benefit of, the corporation and the devise, bequest, or gift, or the beneficial enjoyment thereof, as the case may be, shall be deemed to vest in the corporation accordingly.

- (2) Nothing in this section prejudices or affects the operation of section 6.

## **9 Custody and use of the seal**

- (1) The common seal of the corporation shall be in the custody of the State executive officer.
- (2) The common seal of the corporation shall not be affixed to a document except in pursuance of a resolution of the executive committee and, when so affixed shall be attested by the signature of 3 members of the executive committee, including the State Commissioner.
- (3) Notwithstanding anything in this section, it is not necessary for the appointment by the corporation of a barrister or solicitor in or for the prosecution or defence of any action, suit or other proceeding to be under the common seal of the corporation.

## **10 Service of notices**

- (1) Notice to, or service on, the State executive officer of the corporation or any officer for the time being performing the duties of the State executive officer shall be deemed to be notice to, or service on, the corporation.

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- (2) A document may be served on the corporation by leaving it at or sending it by post to the office or place at which the business of the corporation is conducted as specified in the notice in respect thereof last lodged with the chief executive pursuant to section 4.

## 11 Receipts etc.

A receipt, release, or discharge that is signed, given, or executed—

- (a) if not under seal—by—
- (i) the State executive officer or State Treasurer of the corporation; or
  - (ii) any 2 members of the executive committee; or
- (b) if under seal—by any 3 members of the executive committee;

shall be deemed, for all purposes, to be a complete acquittance by the corporation, to the person to whom it is given, for or in respect of the matters to which it relates.

## 12 Powers of Governor in Council to make orders in council

- (1) The Governor may, by order in council made on the application of the corporation, protect—
- (a) the name of the Association, corporation, or Branch; and
  - (b) any special name or designation specified in the order in council and used by the Association, corporation, or Branch for the members thereof, or for the members of any other council, committee, or local branch of the Association in this State; and
  - (c) any uniform with distinctive markings or badges used by the Association, corporation, or Branch and specified in the order in council; and

- (d) any badge to be worn without uniform used by the Association, corporation, or Branch and specified in the order in council; and
  - (e) any guide standards or guide flags customarily used or displayed by the Association, corporation, or Branch for the members thereof.
- (2) The corporation shall, when making application for the protection of a uniform, forward with the application a sample of the material to be used in the uniform, and a detailed description thereof in respect of both form and colour so as to clearly indicate the precise extent and limits of the protection sought in the application.
- (3) The corporation shall cause notice of an application under this section to be given in such manner, and containing such particulars, as the Minister for the time being charged with the administration of this Act may direct.
- (4) A person who is affected, or who is likely to be or capable of being affected, by the subject matter of an application under this section may, within the time specified in that behalf in the notice of the application, forward an objection, in writing, to the Minister for the Minister's consideration.
- (5) Where the use of any name, designation, uniform, badge, standard, or flag has been protected by an order in council under this section, no person shall, without the authority of the corporation, use that name, designation, uniform, badge, standard, or flag or any name, designation, uniform, badge, standard, or flag so closely resembling the name, designation, uniform, badge, standard, or flag the use of which is protected under the order in council as to lead to the belief that it is that name, designation, uniform, badge, standard, or flag.

Maximum penalty—\$50.

- (6) Nothing in subsection (5) prevents a person from wearing or using any uniform or badge or other distinctive marking in the course of, or for, the performance of a stage play or representation, music-hall or circus performance, pageant, or production of a cinematograph film if the uniform, badge, or



distinctive marking is not worn or used in such a manner or in such circumstances as to bring it into contempt.

- (7) Nothing in this section or in an order in council under this section deprives an organisation of the right to use a designation, uniform, or badge which, at the time when this Act came into force, was used regularly and in good faith by that organisation.

### **13 Publication of orders in council etc.**

- (1) Every order in council made under this Act shall—
  - (a) be published in the Gazette;
  - (b) upon its publication in the Gazette, be judicially noticed and such publication shall be conclusive evidence of the matters contained therein;
  - (c) take effect from the date of such publication;
  - (d) be laid before the Legislative Assembly within 14 sitting days after such publication if the Legislative Assembly is in session, and if not, then within 14 sitting days after the commencement of the next session.
- (2) If the Legislative Assembly passes a resolution of which notice has been given at any time within 14 days after any such order in council has been laid before it disallowing the same or part thereof, that order in council, or part thereof, shall thereupon cease to have effect, but without prejudice to the validity of anything done in the meantime or to the making of a further order in council.

### **14 Transitional consequential on change to Girl Guides Association (Queensland, Australia)**

- (1) Anything done or existing in relation to Girl Guides Association (Queensland, Australia) continues, and is taken to be done or existing in relation to Guides Queensland.
- (2) In an Act or document, a reference to the Girl Guides Association (Queensland, Australia) may, if the context permits, be taken to be a reference to Guides Queensland.