



TASMANIA

PRINTING AUTHORITY OF TASMANIA ACT 1994

No. 1 of 1994

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PRINTING AUTHORITY OF TASMANIA ACT 1994

No. 1 of 1994

AN ACT to establish the Printing Authority of Tasmania, to repeal the *Government Printing Office Act 1949* and certain other Acts, to amend consequentially certain Acts and for related purposes

[Royal Assent 17 March 1994]

BE it enacted by His Excellency the Governor of Tasmania, by and with the advice and consent of the Legislative Council and House of Assembly, in Parliament assembled, as follows:—

PART 1 PRELIMINARY

Short title

1—This Act may be cited as the *Printing Authority of Tasmania Act 1994*.

Commencement

2—This Act commences on a day to be proclaimed.

Interpretation

3—In this Act, unless the contrary intention appears—

“**audit committee**” means the audit committee established under section 12 (1) (a);

“**Authority**” means the Printing Authority of Tasmania established under section 4;

“**Board**” means the Board of Directors of the Authority;

“**chairperson**” means the chairperson of the Board appointed under section 8;

“**chief executive officer**” means the chief executive officer of the Authority appointed under section 16;

“**committee**” means the audit committee or a committee established under section 12 (1) (b);

“**contract**” includes an agreement or arrangement;

“**director**” means the chairperson, a person appointed as a director under section 8 or the chief executive officer;

“**employee**” means a person employed by the Authority under section 21;

“**functions**” includes duties;

“**prescribed body**” means—

(a) a Government department, within the meaning of the *Tasmanian State Service Act 1984*; or

(b) a State authority, within the meaning of that Act; or

(c) a local authority; or

(d) a Government department, or a statutory body or authority, of the Commonwealth Government or the Government of another State or a Territory; or

(e) any body corporate, association or organization which receives any funding from the Tasmanian Government or the Commonwealth Government; or

(f) a person or body that carries on a business or resides in a place other than Tasmania; or

(g) a person or body that carries on a business of a type specified in section 6 (a) or 7 (3) in Tasmania where the work to be undertaken for that person or body by the Authority is ultimately destined for a business situated in, or a particular person resident in, a place other than Tasmania; or

(h) a person or body that carries on a business of a type specified in section 6 (a) or 7 (3) in Tasmania where—

- (i) the work to be undertaken for that person or body by the Authority is ultimately destined for a business situated in, or a particular person resident in, Tasmania; and
- (ii) the businesses in Tasmania carrying on any business of a type specified in section 6 (a) or 7 (3) (other than the Authority and the Australian Government Printing Office) are not able to carry out that work effectively;

“**regulations**” means regulations made and in force under this Act;

“**spouse**” includes a person who is generally recognized as the husband or wife of another person although not legally married to that other person.

PART 2

PRINTING AUTHORITY OF TASMANIA

The Printing Authority of Tasmania

4—(1) The Printing Authority of Tasmania is established.

(2) The Authority—

- (a) is a body corporate with perpetual succession; and
- (b) has a seal; and
- (c) may sue and be sued in its corporate name.

Objectives of Authority

5—(1) The objective of the Authority is to be a successful business by—

- (a) operating efficiently and maximizing the net worth of its business; and
- (b) performing its community service obligations in an efficient and effective manner.

(2) In subsection (1), “**community service obligations**” has the same meaning as in the *State Authorities Financial Management Act 1990*.

Functions of Authority

6—The functions of the Authority are as follows:—

- (a) to carry on for a prescribed body the businesses of—
 - (i) printer; and
 - (ii) publisher; and
 - (iii) bookseller; and
 - (iv) bookbinder; and
 - (v) stationer;
- (b) to perform such other functions as are imposed on the Authority by this or any other Act.

Powers of Authority

7—(1) The Authority has power to do all things necessary or convenient to be done in connection with the performance of its functions and, in particular, has power to—

- (a) acquire, hold, dispose of and otherwise deal with property; and
- (b) enter into contracts; and
- (c) appoint agents; and
- (d) act as agent for another person; and
- (e) form, and participate in the formation of, companies; and
- (f) participate in partnerships, trusts, joint ventures and other arrangements for the sharing of profits; and
- (g) enter into a contract with another person for the performance of any of its functions or powers jointly with that other person; and
- (h) set charges, terms and conditions relating to work done, or services, goods or information supplied, by it; and
- (i) engage consultants; and
- (j) do all other things that it is authorized to do by this or any other Act.

(2) The Authority must not exercise its power to form, or participate in the formation of, a company or to participate in a partnership, trust, joint venture or other arrangement for the sharing of profits unless the Minister has approved, in writing, the exercise of that power.

(3) Without limiting subsection (1), the Authority has power to carry on any of the following businesses for any prescribed body:—

- (a) printing engineer;
- (b) print broker;
- (c) graphic designer;
- (d) media converter;
- (e) consulting service;
- (f) any other business which may conveniently be carried on in conjunction with the businesses specified in section 6 (a).

(4) The Authority may use and operate under one or more trading names approved by the Minister.

PART 3

BOARD OF DIRECTORS

Division 1—Board

Board

8—(1) The Authority has a Board of Directors consisting of—

- (a) the chairperson of the Board; and
- (b) the chief executive officer; and
- (c) not less than 2 and not more than 3 other persons.

(2) The chairperson and the directors referred to in subsection (1) (c) are appointed by the Minister.

(3) The person holding the office of chief executive officer may not hold the office of chairperson.

(4) In appointing the chairperson and other directors, the Minister must ensure that the chairperson and directors, collectively, have the experience and skills necessary to enable the Authority to achieve its objectives and efficiently perform its functions.

(5) Schedule 1 has effect with respect to the directors.

(6) Schedule 2 has effect with respect to the meetings of the Board.

Role of Board

9—The role of the Board is—

- (a) to manage and conduct the business and affairs of the Authority in a manner that is in accordance with sound commercial practice; and
- (b) to determine the strategies and policies of the Authority; and
- (c) to perform such other functions as are prescribed.

Powers of Board

10—The Board has power to do all things necessary or convenient to be done in connection with the performance of its functions under this or any other Act.

Delegation

11—The Board may, in writing, delegate any of its functions or powers other than this power of delegation.

Committees

12—(1) The Board—

- (a) must establish an audit committee; and
- (b) may establish such other committees as it considers appropriate.

(2) A committee—

- (a) must provide the Board with advice on any matter referred to it by the Board; and
- (b) must perform any functions, and may exercise any powers, delegated to it by the Board.

(3) In addition its functions under subsection (2), the audit committee must provide the Board with advice on—

- (a) the internal audit charter of the Authority; and
- (b) monitoring the Authority's systems of financial reporting and internal control; and
- (c) the resources necessary for the performance of the internal audit function of the Authority.

(4) Schedule 3 has effect with respect to—

- (a) the members of a committee; and
- (b) the meetings of a committee.

Division 2—Directors generally

Duties of directors

13—(1) A director must act honestly, exercise reasonable care and be diligent in the performance of the functions, and the exercise of the powers, of a director.

Penalty: Fine not exceeding 50 penalty units.

(2) A director must not improperly use information acquired as a director—

- (a) to gain, directly or indirectly, a personal advantage or an advantage for another person; or
- (b) to cause damage to the Authority.

Penalty: Fine not exceeding 100 penalty units or imprisonment for a term not exceeding 5 years, or both.

(3) A director must not improperly use his or her position as a director—

- (a) to gain, directly or indirectly, a personal advantage or an advantage for another person; or
- (b) to cause damage to the Authority.

Penalty: Fine not exceeding 100 penalty units or imprisonment for a term not exceeding 5 years, or both.

Repayment by director of improper profit, &c.

14—If a director is found guilty of an offence under section 13, the Authority may recover in a court of competent jurisdiction as a debt due to it—

- (a) any profit made by the director or another person as a result of the committing of the offence; and
- (b) an amount equal to any loss and damage the Authority suffered as a result of the committing of the offence.

Acting directors

15—(1) In this section, “**absent**”, in relation to the chairperson or a director referred to in section 8 (1) (c), means—

- (a) absent from duty; or
- (b) absent from Australia; or
- (c) otherwise unable to perform the functions of the office of director.

(2) The Minister may appoint a person to act as a director if the chairperson or a director referred to in section 8 (1) (c) is absent.

(3) The appointment of a person to act as a director if the chairperson is absent is not an appointment to the position of chairperson.

(4) While a person appointed under subsection (2) is acting as a director—

- (a) that person is taken to be a director; and
- (b) this Act applies to that person as if he or she were a director.

(5) The appointment of a person to act as a director terminates when the absent chairperson or director resumes the performance of his or her functions as director.

PART 4**STAFF*****Division 1—Chief executive officer*****Chief executive officer**

16—(1) The Board must appoint a person, other than the chairperson, as chief executive officer of the Authority.

(2) The chief executive officer is entitled to be paid the remuneration and allowances determined by the Board.

(3) The chief executive officer holds that office for a term of not more than 5 years, and on the conditions, determined by the Board.

(4) The chief executive officer must not engage in paid employment outside the duties of the office unless the Board has approved that employment.

(5) The appointment of a person as chief executive officer is not invalid merely because of a defect or irregularity in relation to the appointment.

(6) The chief executive officer holds office during the Board's pleasure.

Role of chief executive officer

17—(1) The chief executive officer is responsible to the Board for the general administration and management of the Authority.

(2) The chief executive officer—

(a) must perform any functions, and may exercise any powers, delegated to the chief executive officer by the Board; and

(b) must perform any other functions imposed on, and may exercise any other powers granted to, him or her by this or any other Act.

Disclosure of interests

18—The chief executive officer must inform the chairperson, in writing, of any direct or indirect pecuniary interest that he or she, or his or her spouse, has in any business or body corporate that carries on a business as soon as practicable after he or she acquires or becomes aware of that interest.

Duties of chief executive officer

19—(1) The chief executive officer must act honestly, exercise reasonable care and be diligent in the performance of the functions, and the exercise of the powers, of the chief executive officer under this or any other Act.

Penalty: Fine not exceeding 50 penalty units.

(2) The chief executive officer must not improperly use information acquired as chief executive officer—

- (a) to gain, directly or indirectly, a personal advantage or an advantage for another person; or
- (b) to cause damage to the Authority.

Penalty: Fine not exceeding 100 penalty units or imprisonment for a term not exceeding 5 years, or both.

(3) The chief executive officer must not improperly use his or her position as chief executive officer—

- (a) to gain, directly or indirectly, a personal advantage or an advantage for another person; or
- (b) to cause damage to the Authority.

Penalty: Fine not exceeding 100 penalty units or imprisonment for a term not exceeding 5 years, or both.

Acting chief executive officer

20—(1) In this section, “**absent**” means—

- (a) absent from duty; or
- (b) absent from Australia; or
- (c) otherwise unable to perform the functions of the office of chief executive officer.

(2) The Board may appoint a person, other than the chairperson, to act as chief executive officer during any or every period during which the chief executive officer is absent.

(3) While a person appointed under subsection (2) is acting as chief executive officer—

- (a) that person is taken to be the chief executive officer; and
- (b) this Act applies to that person as if he or she were the chief executive officer.

*Division 2—Other staff***Staff**

21—(1) The Authority may employ such persons as it considers necessary for the performance of its functions.

(2) Subject to any relevant award or industrial agreement, the terms and conditions of employees are as determined by the Authority.

(3) The *Tasmanian State Service Act 1984* does not apply to employees.

Arrangements relating to staff

22—(1) The Authority may arrange with the Head of an Agency within the meaning of the *Tasmanian State Service Act 1984* for the services of persons employed in that Agency to be made available to it.

(2) The Authority may arrange with the appropriate authority of the Commonwealth or another State, or with an authority of the Commonwealth or another State, for the services of officers or employees in the public service of the Commonwealth or State, or of the authority, to be made available to it.

(3) The Authority may arrange for the services of any of its employees to be made available to the Commonwealth, another State or an authority of the Commonwealth or another State.

(4) In subsections (2) and (3), “another State” includes a Territory of the Commonwealth.

*Division 3—Miscellaneous matters relating to staff***Superannuation**

23—(1) The Authority may, if the Treasurer approves, in writing—

- (a) establish a superannuation scheme; and
- (b) amend a superannuation scheme established by it; and
- (c) wind up a superannuation scheme established by it; and

- (d) participate in a superannuation scheme; and
- (e) discontinue its participation in a superannuation scheme.

(2) If the Authority, under subsection (1) (d), participates in the superannuation schemes provided for by and under the *Retirement Benefits Act 1982*—

- (a) a prescribed employee is taken to be an employee within the meaning of that Act; and
 - (b) a prescribed employee is taken to be an eligible employee within the meaning of the Superannuation Accumulation Fund Agreement (as amended from time to time) ratified and approved under section 71A of that Act; and
 - (c) the Authority is taken to be an employer within the meaning of that Agreement.
- (3) In subsection (2), “**prescribed employee**” means—
- (a) a person whose services are made available to the Authority pursuant to an arrangement made under section 22 (1) if the arrangement provides that the Authority is responsible for the superannuation arrangements of the employee; or
 - (b) the chief executive officer if—
 - (i) immediately before being appointed as chief executive officer he or she was an employee within the meaning of the *Retirement Benefits Act 1982*; and
 - (ii) his or her employment contract provides that he or she may participate in the superannuation schemes provided for, by and under that Act.

State Employees (Long-Service Leave) Act 1950 does not apply

24—The *State Employees (Long-Service Leave) Act 1950* does not apply in relation to the chief executive officer or an employee.

Public Servants' Retiring and Death Allowances Act 1925 does not apply

25—The *Public Servants' Retiring and Death Allowances Act 1925* does not apply in relation to the chief executive officer or an employee.

PART 5

FINANCIAL AFFAIRS

Funds of Authority

- 26—(1) The funds of the Authority consist of—
- (a) all money received by it in the course of performing its functions and exercising its powers; and
 - (b) all money received by it from the sale, leasing, letting on hire or other disposal of its property; and
 - (c) all money received by it as interest in respect of loans or investments that it has made; and
 - (d) all money received by it as profit arising out of investments that it has made; and
 - (e) all money borrowed or raised by it under this Act; and
 - (f) any money appropriated by Parliament for the purposes of the Authority; and
 - (g) all other money received by it from any other source.
- (2) The funds of the Authority are to be applied—
- (a) in the payment or discharge of the expenses, charges and obligations incurred or undertaken by the Authority in the performance of its functions and the exercise of its powers; and
 - (b) in payment of the remuneration of the directors; and
 - (c) in any other manner authorized or required under this or any other Act.

Bank accounts

27—(1) The Authority may open and maintain such bank accounts as it considers necessary.

(2) Any money received by the Authority is to be paid into a bank account established under subsection (1).

Reserves

28—The Authority may establish and maintain reserves.

Operating profit or loss

29—(1) In this section—

“loss” means the loss or deficit shown on the operating statement of the Authority in respect of a financial year after—

- (a) any abnormal or extraordinary items have been taken into account; and
- (b) provision has been made for any taxation-equivalent payable under Part 5 of the *State Authorities Financial Management Act 1990*;

“operating statement” means—

- (a) the profit and loss account; or
- (b) the statement of income and expenditure; or
- (c) the statement of activity;

“profit” means the profit or surplus shown on the operating statement of the Authority in respect of a financial year after—

- (a) any abnormal or extraordinary items have been taken into account; and
- (b) provision has been made for any taxation-equivalent payable under Part 5 of the *State Authorities Financial Management Act 1990*.

(2) After any dividend payable under Part 6 of the *State Authorities Financial Management Act 1990* in respect of any financial year has been provided for, any remaining profit may be retained—

- (a) in a reserve established under section 28; or
- (b) in an unappropriated profit account; or
- (c) partly in such a reserve and partly in such an account.

(3) Where the Authority incurs a loss, it must advise the Treasurer, in writing, of—

- (a) the amount of the loss; and
- (b) the reasons for the loss; and
- (c) the consequences of the loss; and
- (d) whether the Authority is requesting financial assistance from the Treasurer.

(4) In determining the consequences of a loss for the purposes of subsection (3) (c), the Authority must consider—

- (a) the impact of the loss on the liquidity position of the Authority; and
- (b) the availability of reserves to meet the loss; and
- (c) the impact of the loss on the viability of the Authority.

(5) On the request of the Authority, the Treasurer may pay to it out of money provided by Parliament for the purpose an amount which is not more than that part of any loss which is not to be met by the Authority from its reserves or in any other manner.

(6) In determining whether to make a payment under subsection (5), the Treasurer must consider—

- (a) the advice referred to in subsection (3); and
- (b) any other matter the Treasurer considers relevant.

(7) An amount paid to the Authority under subsection (5) is a debt repayable by it into the Consolidated Fund on the conditions and in the manner determined by the Treasurer.

Investment

30—The Authority may invest any funds held by it and any interest accumulated in respect of those funds—

- (a) in securities of, or guaranteed by, the Commonwealth, a State or a Territory; or
- (b) on deposit with a bank; or
- (c) in any other manner which is consistent with sound commercial practice.

Borrowing from Treasurer

31—(1) The Treasurer may lend to the Authority, out of money provided by Parliament for the purpose, such money as the Treasurer considers appropriate.

(2) A loan is subject to the conditions determined by the Treasurer.

(3) An amount lent under subsection (1) and any interest or other charge payable in respect of the loan is a debt repayable by the Authority into the Consolidated Fund.

Borrowing from person other than Treasurer

32—(1) The Authority may borrow money from a person or body other than the Treasurer for the purposes of performing its functions and achieving its objectives.

(2) The total of all amounts of money borrowed under this section during a financial year must not exceed the maximum amount determined by the Treasurer, in writing, in respect of that financial year.

(3) The Authority may use all or part of its assets as security for money borrowed by it under subsection (1) and any interest or charges payable in respect of that borrowing.

(4) If requested to do so by the Authority, the Treasurer may guarantee the payment or repayment to a person or body from which the Authority borrows money under subsection (1) of any or all of the following:—

(a) the amount borrowed;

(b) any interest payable in respect of the amount borrowed;

(c) any charges relating to the borrowing;

(d) any expenses of that person or body incurred in relation to the borrowing and which are payable by the Authority.

(5) A guarantee is subject to the conditions determined by the Treasurer.

(6) A payment or repayment which is required under a guarantee is payable out of the Consolidated Fund without further appropriation than this section.

(7) If the Treasurer makes any payment or repayment under a guarantee, an amount equal to the amount so paid or repaid, and any interest payable by the Authority in accordance with the conditions to which the guarantee is subject, is a debt repayable by the Authority into the Consolidated Fund on the conditions and in the manner determined by the Treasurer.

Financial arrangements

33—(1) In this section, “**financial arrangement**” means—

- (a) a currency swap; or
- (b) an interest rate swap; or
- (c) a forward exchange rate agreement; or
- (d) a forward interest rate agreement; or
- (e) a futures contract, or futures option, within the meaning of the Corporations Law; or
- (f) a currency option; or
- (g) an interest rate option; or
- (h) any other transaction or arrangement that has been approved by the Treasurer in writing.

(2) The Authority may enter into and perform a financial arrangement in accordance with any guidelines issued under subsection (3).

(3) The Treasurer may issue guidelines which relate to financial arrangements or the exercise of the power by the Authority to enter into and perform financial arrangements.

PART 6**MISCELLANEOUS****Protection of directors, chief executive officer and staff**

34—(1) A director does not incur any personal liability in respect of any act done, or omitted, in good faith in the performance or exercise, or the purported performance or exercise, of any function or power under this or any other Act.

(2) The chief executive officer does not incur any personal liability in respect of any act done, or omitted, in good faith in the performance or exercise, or the purported performance or exercise, of any function or power under this or any other Act.

(3) An employee does not incur any personal liability in respect of any act done, or omitted, in good faith in the course of his or her employment.

(4) A liability that would, but for this section, attach to a director, the chief executive officer or an employee attaches to the Authority.

(5) In subsections (3) and (4), “employee” includes a person whose services are made available to the Authority pursuant to an arrangement made under section 22.

Seal of Authority

35—(1) The seal of the Authority is to be kept and used as authorized by the Board.

(2) All courts and persons acting judicially must take judicial notice of the imprint of the seal on a document and presume that it was duly sealed by the Authority.

Judicial notice of certain signatures

36—All courts and persons acting judicially must take judicial notice of—

- (a) the official signature of a person who is or has been the chairperson, a director or the chief executive officer; and
- (b) the fact that the person holds or has held the office concerned.

Presumptions

37—In any proceedings by or against the Authority, unless evidence is given to the contrary, proof is not required of—

- (a) the constitution of the Board; or
- (b) any resolution of the Board; or
- (c) the appointment of any director; or
- (d) the presence of a quorum at any meeting of the Board; or
- (e) the appointment of the chief executive officer, a member of a committee or an employee; or
- (f) an arrangement made under section 22.

Service of documents

38—A document may be served on the Authority by—

- (a) leaving it at, or sending it by post to, the address of the Authority; or
- (b) sending it by way of facsimile transmission to the Authority's facsimile number.

Regulations

39—(1) The Governor may make regulations for the purposes of this Act.

(2) Regulations may be made so as to apply differently according to matters, limitations or restrictions, whether as to time, circumstance or otherwise, specified in the regulations.

(3) The regulations may—

- (a) provide that a contravention of, or a failure to comply with, any of the regulations is an offence; and
- (b) in respect of such an offence, provide for the imposition of a fine not exceeding 5 penalty units and, in the case of a continuing offence, a further fine not exceeding 0.5 penalty units for each day during which the offence continues.

(4) The regulations may authorize any matter to be from time to time determined, applied or regulated by the Board or chief executive officer.

(5) The regulations may contain provisions of a savings or transitional nature consequent on the enactment of this Act.

(6) A provision referred to in subsection (5) may take effect on and from the day on which this Act commences or a later day.

Repeals and consequential amendments

40—(1) The following Acts are repealed:—

Government Printing Office Act 1949 (No. 14 of 1949)

Government Printing Office Amendment Act 1990 (No. 26 of 1990)

(2) The *State Authorities Financial Management Act 1990* is amended as follows:—

- (a) by omitting from Schedules 1, 2, 3 and 4 “Government Printing Office”;
- (b) by inserting “Printing Authority of Tasmania” in Schedules 1, 2, 3 and 4 before “Tasmanian Public Finance Corporation”.

(3) The *Retirement Benefits Act 1982* is amended in the manner specified in Schedule 4.

Transitional provisions

41—The transitional provisions set out in Schedule 5 have effect.

Administration of Act

42—Until provision is made in relation to this Act by order under section 4 of the *Administrative Arrangements Act 1990*—

- (a) the administration of this Act is assigned to the Minister for Finance; and
 - (b) the Department responsible to that Minister in relation to the administration of this Act is the Department of Treasury and Finance.
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SCHEDULE 1

Section 8 (5)

DIRECTORS

Term of office

1—(1) A director, other than the chief executive officer, holds office for such term, not exceeding 5 years, as is specified in the instrument of appointment.

(2) A person is not eligible to be appointed as a director, other than as the chief executive officer, if—

(a) the person has served 3 consecutive terms of office as a director; or

(b) if the person has attained the age of 72 years.

(3) For the purpose of subclause (2), an appointment to a vacant office under clause 8 (2) is not a term of office as a director.

Conditions of appointment

2—(1) A director, other than the chief executive officer, is entitled to be paid the remuneration and allowances determined by the Minister from time to time.

(2) A director, other than the chief executive officer, holds office on such conditions in relation to matters not provided for by this Act as are specified in the instrument of appointment.

(3) In subclause (2), “matters” includes superannuation.

Devotion of whole time to duties

3—(1) Where the holder of an office under an Act is required, by or under any Act, to devote the whole of his or her time to the duties of that office, that requirement does not operate to disqualify the holder from holding that office in conjunction with the office of a director who is not the chief executive officer.

(2) A director, other than the chief executive officer, may hold the office of director in conjunction with a position or office held under the *Tasmanian State Service Act 1984*.

SCHEDULE 1—Continued

Tasmanian State Service Act 1984 inapplicable

4—The *Tasmanian State Service Act 1984* does not apply in relation to a director.

Leave of absence

5—The Board may grant leave of absence to a director on such conditions as the Board considers appropriate.

Resignation

6—A director, other than the chief executive officer, may resign by signed notice given to the Minister.

Removal of director

7—The Minister may remove a director, other than the chief executive officer, from office if—

- (a) the director has benefited from, or claimed to be entitled to benefit from, a contract made by or on behalf of the Authority, other than a contract for a service ordinarily supplied by the Authority and on the same terms as that service is ordinarily supplied to other persons in the same situation; or
- (b) the director fails to disclose a pecuniary interest as required under clause 7 of Schedule 2; or
- (c) the director has been convicted of an offence under this Act; or
- (d) the director has been convicted, in Tasmania or elsewhere, of an offence punishable by imprisonment for 12 months or longer; or
- (e) the Minister considers that the director is physically or mentally incapable of continuing as a director; or
- (f) the Minister considers that the director is unable to perform adequately or competently the functions of the director's office; or
- (g) the director becomes bankrupt, applies to take the benefit of any law for the relief of bankrupt or insolvent debtors, compounds with creditors or makes an assignment of his or her remuneration or estate for their benefit; or

SCHEDULE 1—*Continued*

- (h) the director is absent from 4 consecutive meetings of the Board without leave of absence; or
- (i) the director attains the age of 72 years.

Filling of vacancy

8—(1) A director, other than the chief executive officer, vacates office if he or she—

- (a) dies; or
- (b) resigns; or
- (c) is removed from office under clause 7.

(2) The Minister may appoint a person to a vacant office of director for the residue of the predecessor's term of office.

Defect does not invalidate appointment

9—An appointment of a person as a director is not invalid merely because of a defect or irregularity in relation to the appointment.

SCHEDULE 2

Section 8 (6)

MEETINGS OF THE BOARD**Convening of meetings**

1—(1) Subject to subclause (2), meetings of the Board are to be held at the times and places determined by the Board.

(2) The chairperson—

(a) may convene a meeting at any time; and

(b) must convene a meeting when requested to do so by 2 other directors.

Presiding at meetings

2—(1) The chairperson must preside at all meetings of the Board at which he or she is present.

(2) If the chairperson is not present at a meeting, a director chosen by the directors present at the meeting must preside.

Quorum and voting at meetings

3—(1) At a meeting of the Board—

(a) 3 directors constitute a quorum; and

(b) a question is decided by a majority of votes of the directors present and voting; and

(c) the director presiding has a deliberative vote and also has a casting vote if there is an equality of votes.

(2) At a meeting of the Board where a director has an interest in a matter being considered and is excluded from being present and taking part in the consideration and decision of the Board in relation to the matter, 2 directors may constitute a quorum for the purposes of considering and making a decision in relation to that matter.

Conduct of meetings

4—(1) Subject to this Act, the Board may regulate the calling of, and the conduct of business at, its meetings as it considers appropriate.

SCHEDULE 2—*Continued*

(2) The Board may permit directors to participate in a particular meeting or all meetings by—

- (a) telephone; or
- (b) closed-circuit television; or
- (c) any other means of communication.

(3) A director who participates in a meeting under a permission granted under subclause (2) is taken to be present at the meeting.

(4) Without limiting subclause (1), the Board may allow a person to attend a meeting for the purpose of advising or informing it on any matter.

Resolutions without meetings

5—(1) If at least 3 directors sign a document containing a statement that they are in favour of a resolution in terms set out in the document, a resolution in those terms is taken to have been passed at a meeting of the Board held on the day on which the document is signed or, if the directors do not sign it on the same day, on the day on which the last of the directors signs the document.

(2) If a resolution is taken to have been passed under subclause (1), each director is to be—

- (a) advised immediately of the matter; and
- (b) given a copy of the terms of the resolution.

(3) For the purposes of subclause (1), 2 or more separate documents containing a statement in identical terms, each of which is signed by one or more directors, is taken to constitute one document.

Minutes

6—The Board is to keep minutes of its proceedings.

Disclosure of interests

7—(1) If—

- (a) a director or the spouse of a director has a direct or indirect pecuniary interest in a matter being considered, or about to be considered, by the Board; and

SCHEDULE 2—Continued

- (b) the interest could conflict with the proper performance of the director's duties in relation to consideration of the matter—

the director is, as soon as practicable after the relevant facts come to the director's knowledge, to disclose the nature of the interest to a meeting of the Board.

(2) A disclosure under subclause (1) is to be recorded in the minutes of the meeting and, unless the Board otherwise determines, the director is not to—

- (a) be present during any deliberation of the Board in relation to the matter; or
(b) take part in any decision of the Board in relation to the matter.

(3) For the purpose of making a determination under subclause (2) in relation to a director who has made a disclosure under subclause (1), a director who has a direct or indirect pecuniary interest in the matter to which the disclosure relates is not to—

- (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.

Exclusion of chief executive officer from certain deliberations

8—(1) The chief executive officer is not to be present during any deliberation of the Board, or at the time the Board makes a decision, in relation to—

- (a) the appointment of a person as chief executive officer; or
(b) the determination or application of any terms or conditions on which the chief executive officer holds office; or
(c) its approval of the chief executive officer engaging in paid employment outside the duties of the office of chief executive officer; or
(d) the termination of the appointment of the chief executive officer.

SCHEDULE 2—*Continued*

(2) A person appointed to act as chief executive officer is not to be present during any deliberation of the Board, or at the time the Board makes a decision, in relation to—

- (a) the appointment of a person to act as chief executive officer; or
- (b) the determination or application of any terms or conditions on which a person appointed to act as chief executive officer holds office; or
- (c) its approval of a person appointed to act as chief executive officer engaging in paid employment outside the duties of the office of chief executive officer; or
- (d) the termination of the appointment of the person.

Validity of proceedings, &c.

9—(1) An act or proceeding of the Board or of any person acting pursuant to any direction of the Board is not invalidated or prejudiced by reason only of the fact that, at the time when the act or proceeding was done, taken or commenced, there was a vacancy in the membership of the Board.

(2) All acts and proceedings of the Board or of any person acting pursuant to any direction of the Board are, notwithstanding the subsequent discovery of any defect in the appointment of a director or that any person was disqualified from acting as, or incapable of being, a director, as valid as if the director had been duly appointed and was qualified to act, or capable of being, a director and as if the Board had been fully constituted.

SCHEDULE 3

Section 12 (4)

COMMITTEES**Membership of committees**

1—(1) A committee consists of such number of persons as the Board determines.

(2) The chief executive officer may not be a member of the audit committee.

(3) The chairperson of the audit committee is to be a director.

Conditions of appointment

2—(1) A member of a committee, other than a person employed under the *Tasmanian State Service Act 1984*, is entitled to be paid such remuneration and allowances as are determined by the Board.

(2) A member of a committee holds that office for the term, and on the conditions, determined by the Board.

Meetings

3—(1) Meetings of a committee are to be held in accordance with any directions given by the Board.

(2) A committee may obtain assistance, information and advice from any person.

(3) Except as provided by this Schedule, a committee may regulate the calling of, and the conduct of business at, its meetings.

Disclosure of interests

4—(1) If—

- (a) a member of a committee or the spouse of a member of a committee has a direct or indirect pecuniary interest in a matter being considered, or about to be considered, by the committee; and

SCHEDULE 3—*Continued*

- (b) the interest could conflict with the proper performance of the member's duties in relation to consideration of the matter—

the member, as soon as practicable after the relevant facts come to the member's knowledge, must disclose the nature of the interest to a meeting of the committee.

(2) A disclosure under subclause (1) is to be recorded in the minutes of the meeting and, unless the committee otherwise determines, the member of the committee is not to—

- (a) be present during any deliberation of the committee in relation to the matter; or
(b) take part in any decision of the committee in relation to the matter.

(3) For the purpose of making a determination under subclause (2) in relation to a member of a committee who has made a disclosure under subclause (1), a member of a committee who has a direct or indirect pecuniary interest in the matter to which the disclosure relates is not to—

- (a) be present during any deliberation of the committee for the purpose of making the determination; or
(b) take part in making the determination.
-

SCHEDULE 4

Section 40 (3)

CONSEQUENTIAL AMENDMENTS TO RETIREMENT BENEFITS
ACT 1982*Retirement Benefits Act 1982*

(No. 10 of 1982)

1. Section 3 (1)—

- (a) In the definition of “employee”, omit “employee—” from paragraph (ob), and substitute “employee; or”;
- (b) In the definition of “employee”, insert the following paragraph after paragraph (ob):—
 - (oc) a transferred (RBF) Printing Office employee—
- (c) After the definition of “responsible officer”, insert the following definition:—

“retired Printing Office employee” means—

- (a) a person who had been employed for the purposes of the *Government Printing Office Act 1949* and, immediately before the day on which the *Printing Authority of Tasmania Act 1994* commenced, was in receipt of a pension or other benefit in respect of that employment; or
 - (b) a person who, immediately before the day referred to in paragraph (a), was in receipt of a pension or other benefit under Division 3 or 4 of Part V in respect of a person who had been employed for the purposes of the *Government Printing Office Act 1949*;
- (d) After the definition of “transferred contributor”, insert the following definition:—
- “transferred (RBF) Printing Office employee” means a person who—

- (a) immediately before the day on which the *Printing Authority of Tasmania Act 1994* commenced, was a contributor; and

SCHEDULE 4—*continued*

- (b) on that day, by reason of clause 2 of Schedule 5 to that Act becomes an employee of the Printing Authority of Tasmania, within the meaning of that Act; and
- (c) is not, by reason of clause 3 (2) of Schedule 5 to that Act, to be taken to have resigned as an employee; and
- (d) has not ceased to be employed by that Authority;

2. Section 63—

- (a) In subsection (3), after “hospital authority” insert “or the Printing Authority of Tasmania, within the meaning of the *Printing Authority of Tasmania Act 1994*”;
- (b) In subsection (4), after “hospital authority” insert “or is a transferred (RBF) Printing Office employee”.

3. Section 66—

- (a) Omit “employee.” from paragraph (c) and substitute “employee;”;
- (b) After paragraph (c), insert the following paragraphs:—
 - (d) a transferred (RBF) Printing Office employee;
 - (e) a retired Printing Office employee.

4. New section 71E—

After section 71D, the following section is inserted in Part VIIA:—

SAF benefits for transferred (SAF) Printing Office employees

71E—(1) In this section—

“**Authority**” means the Printing Authority of Tasmania established under the *Printing Authority of Tasmania Act 1994*;

“**eligible employee**” has the same meaning as in the SAF Agreement;

SCHEDULE 4—*continued*

“transferred (SAF) Printing Office employee”
means a person who—

- (a) immediately before the day on which the *Printing Authority of Tasmania Act 1994* commenced, was an eligible employee; and
- (b) on that day, becomes an employee of the Authority by reason of clause 2 of Schedule 5 to that Act; and
- (c) has not ceased to be such an eligible employee by reason of clause 3 (2) or (4) of Schedule 5 to that Act; and
- (d) has not ceased to be employed by the Authority.

(2) Any payment required to be made by the SAF Board in respect of benefits payable under the SAF Agreement to or in respect of a transferred (SAF) Printing Office employee is to be charged to the Treasurer notwithstanding that the salary of that employee is paid by the Authority.

SCHEDULE 5

Section 41

TRANSITIONAL PROVISIONS

PART 1

PRELIMINARY

Interpretation

1—In this Schedule—

“**Actuary**” has the same meaning as in the *Retirement Benefits Act 1982*;

“**commencement day**” means the day on which this Act commences;

“**contributor**” has the same meaning as in the *Retirement Benefits Act 1982*;

“**former employee**” means a person who, immediately before the commencement day, was an employee within the meaning of the *Tasmanian State Service Act 1984* employed for the purposes of the repealed Act;

“**Government Printer**” has the same meaning as in the repealed Act;

“**repealed Act**” means the *Government Printing Office Act 1949*;

“**retired employee**” means—

(a) a person who had been employed for the purposes of the repealed Act and, immediately before the commencement day, was in receipt of a pension or other benefit under the *Retirement Benefits Act 1982* in respect of that employment; or

(b) a person who, immediately before the commencement day, was in receipt of a pension or other benefit under Division 3 or 4 of Part V of the *Retirement Benefits Act 1982* in respect of a person who had been employed for the purposes of the repealed Act;

“**RBF Board**” means the Retirement Benefits Fund Board specified in section 10 (1) of the *Retirement Benefits Act 1982*;

“**SAF Agreement**” has the same meaning as in the *Retirement Benefits Act 1982*;

SCHEDULE 5—Continued

“SAF Board” has the same meaning as in the *Retirement Benefits Act 1982*;

“transferred employee” means a former employee who becomes an employee of the Authority by the operation of clause 2 (1).

PART 2

STAFF

Transfer of employees and rights

- 2—(1) On the commencement day—
- (a) the Authority becomes the employer of each former employee; and
 - (b) that employee is taken to have been employed under section 21; and
 - (c) that employee ceases to be an employee within the meaning of the *Tasmanian State Service Act 1984* and that Act ceases to apply in relation to that employee.
- (2) A transferred employee, other than the person who was acting in the office of Government Printer immediately before the commencement day—
- (a) is taken to have been employed by the Authority for the same remuneration as he or she was receiving immediately before the commencement day; and
 - (b) retains all existing and accruing rights relating to leave as if service as an employee of the Authority were a continuation of his or her service under the *Tasmanian State Service Act 1984*; and
 - (c) may claim those rights against the Authority.
- (3) If a person, immediately before the commencement day, held the office of Government Printer pursuant to an appointment made under and in accordance with section 4A of the repealed Act—
- (a) that person becomes the initial chief executive officer; and

SCHEDULE 5—Continued

- (b) subject to section 16 (6) of this Act, that person is entitled to hold the position of chief executive officer for the same term for which that person would have held the office of Government Printer if that person's appointment as Government Printer had not terminated on the repeal of the repealed Act; and
- (c) that person is taken to have been appointed by the Board under section 16 of this Act on the same terms and conditions as are specified in that person's instrument of appointment made under section 38 of the *Tasmanian State Service Act 1984*; and
- (d) the benefits and liabilities that would have accrued to the Crown under that instrument of appointment if the repealed Act had not been repealed accrue to the Authority.

Superannuation

3—(1) Within the period of 6 months after the commencement day or a longer period determined by the RBF Board, a transferred employee who was a contributor immediately before the commencement day must notify that Board, and the Authority, in writing, as to whether or not he or she elects to continue as a contributor under the *Retirement Benefits Act 1982*.

(2) On the expiration of the period referred to in subclause (1), a transferred employee referred to in, that subclause who elects not to continue as a contributor, or fails to make an election under that subclause—

- (a) is taken to have resigned as an employee, within the meaning of the *Retirement Benefits Act 1982*; and
- (b) becomes entitled to a payment under section 35 of that Act and an additional special payment under clause 4; and
- (c) ceases to be an eligible employee for the purposes of the SAF Agreement; and
- (d) must become a member of a superannuation scheme established by the Authority or in which the Authority participates.

SCHEDULE 5—Continued

(3) A transferred employee who, on the commencement day, was an eligible employee within the meaning of the SAF Agreement but was not a contributor must, within the period of 3 months after that day or a longer period determined by the SAF Board, notify that Board and the Authority, in writing, as to whether or not he or she elects to continue as such an eligible employee.

(4) On the expiration of the period referred to in subclause (3), a transferred employee referred to in that subclause who elects not to continue as an eligible employee under the SAF Agreement, or fails to make an election under that subclause—

- (a) is taken to have resigned from employment with the State for the purposes of that Agreement; and
- (b) ceases to be an eligible employee for the purposes of that Agreement; and
- (c) must become a member of a superannuation scheme established by the Authority or in which the Authority participates.

Special payment

4—(1) Subject to the *Occupational Superannuation Standards Act 1987* of the Commonwealth, the Authority must pay on the expiration of the period referred to in clause 3 (1) a special payment—

- (a) to a transferred employee referred to in clause 3 (2); or
- (b) on the written request of that employee, to a complying superannuation scheme, within the meaning of that Act, specified in that request.

(2) In subclause (1), “special payment” means—

- (a) in the case of a transferred employee who, immediately before the end of the period referred to in clause 3 (1) is a contributor to the 40 years’ service scheme, within the meaning of the *Retirement Benefits Act 1982*, an amount equal to 2.5 times the total of the following amounts:—
 - (i) the sum of all of his or her contributions to the Fund; and
 - (ii) all interest that has been credited in respect of those contributions under that Act; or

SCHEDULE 5—Continued

- (b) in the case of a transferred employee who, immediately before the end of the period referred to in clause 3 (1) is a contributor to the 35 years' service scheme, or the 30 years' service scheme, within the meaning of the *Retirement Benefits Act 1982*, an amount equal to 2.5 times the total of the following amounts:—
- (i) the sum of that part of his or her contributions to the Fund that he or she would have paid if he or she had always been a contributor to the 40 years' service scheme; and
 - (ii) all interest that would have been credited in respect of those contributions under that Act.

Payments by Authority relating to superannuation

5—(1) The Authority must pay the following amounts into the Consolidated Fund in the manner, and at the times, determined by the Treasurer:—

- (a) an amount determined by the Actuary in relation to each transferred employee who has elected under clause 3 (1) to continue as a contributor to be the aggregate accrued employer liability relating to that transferred employee under the *Retirement Benefits Act 1982* and the SAF Agreement at the end of the period referred to in that clause;
- (b) an amount determined by the Actuary in relation to each transferred employee who has elected under clause 3 (3) to continue to be an eligible employee, within the meaning of the SAF Agreement, to be the aggregate accrued employer liability relating to that transferred employee under that Agreement at the end of the period referred to in that clause;
- (c) an amount in relation to each retired employee which, in the opinion of the Actuary, is the commuted value of the employer's share of all pension payments or other benefits that will be payable in respect of that employee under the *Retirement Benefits Act 1982* on and after the commencement day.

SCHEDULE 5—Continued

(2) In relation to a transferred employee who has elected under clause 3 (1) to continue as a contributor, the Authority must pay into the Consolidated Fund at fortnightly intervals, which intervals commence on the day after the end of the period referred to in that clause, an amount determined by the Actuary to be the aggregate accruing employer liability relating to that transferred employee under the *Retirement Benefits Act 1982*.

(3) In relation to a transferred employee who has elected under clause 3 (3) to continue as an eligible employee under the SAF Agreement, the Authority must pay into the Consolidated Fund at fortnightly intervals, which intervals commence on the day after the end of the period referred to in that clause, an amount determined by the Actuary to be the aggregate accruing employer liability relating to that transferred employee under that Agreement.

Entitlements under *Public Servants' Retiring and Death Allowances Act 1925*

6—(1) The service of a transferred employee with the Authority is not service for the purposes of the *Public Servants' Retiring and Death Allowances Act 1925*.

(2) If a transferred employee would have been entitled to a payment under the *Public Servants' Retiring and Death Allowances Act 1925* on retirement or death had he or she remained an employee within the meaning of the *Tasmanian State Service Act 1984*, the transferred employee is entitled to that payment on retirement or death calculated on the period of service completed by the transferred employee as a public servant as at the commencement of this Act.

Application of *State Employees (Long-Service Leave) Act 1950*

7—Notwithstanding section 24, the *State Employees (Long-Service Leave) Act 1950* continues to apply in relation to a transferred employee.

SCHEDULE 5—Continued

PART 3

MISCELLANEOUS

Property

8—(1) All property, rights and interests in property and management and control of property that were vested in or belonged to the Government Printer immediately before the commencement day vest in and belong to the Authority.

(2) On the recommendation of the Minister and the Authority, the Governor may, by proclamation, declare that the Crown land specified in the proclamation vests in the Authority.

(3) The Minister must not make a recommendation under subsection (2) unless the Minister has consulted with the Minister for the time being administering the *Crown Lands Act 1976*.

(4) On the notification in the *Gazette* of the making of a proclamation referred to in subclause (2), the Crown land specified in the proclamation vests in the Authority.

(5) If, immediately before Crown land vests in the Authority under subclause (4), a person had an estate or interest in the land, the Authority must pay compensation to that person in the same manner as a disputed claim for compensation under the *Land Acquisition Act 1993*.

Money claims

9—(1) All money, debts and claims, liquidated or unliquidated, that were payable by, due from or recoverable against the Government Printer immediately before the commencement day are payable by, due from or recoverable against the Authority.

(2) All money, debts and claims, liquidated or unliquidated, that were payable to, due to or recoverable by the Government Printer immediately before the commencement day are payable to, due to or recoverable by the Authority.

SCHEDULE 5—Continued

Legal matters

10—(1) Any legal proceedings instituted by or against the Government Printer which are pending immediately before the commencement day may be continued by or against the Authority.

(2) Legal proceedings by or against the Government Printer to enforce a right that had accrued, and was in existence, immediately before the commencement day may be commenced by or against the Authority.

(3) A judgment or order of a court obtained by or against the Government Printer may be enforced by or against the Authority.

(4) A document addressed to the Government Printer may be served on the Authority.

(5) A contract made or entered into by the Government Printer but not performed or discharged before the commencement day is taken, on and after that day, to have been made or entered into by the Authority.

Bank accounts, &c.

11—(1) A bank account maintained in the name of the Government Printer immediately before the commencement day is taken to be maintained in the name of the Authority under section 27.

(2) Reserves held by the Government Printer immediately before the commencement day are taken to be reserves held by the Authority under section 28.

Sinking fund contributions

12—(1) In this clause, “advances” means loans and advances—

(a) that were made by the Treasurer to the Government Printer before the commencement day; and

(b) in respect of which sinking fund contributions are payable to the National Debt Commission.

SCHEDULE 5—*Continued*

(2) That part of the advances that was outstanding immediately before the commencement day is taken to be a loan made to the Authority under section 31 on the same conditions and terms as were applicable to that advance.

(3) Any amounts paid by the Commonwealth in accordance with the Financial Agreement and in respect of the loan referred to in subclause (2) are to be used in the redemption of that loan.

*[Second reading presentation speech made in:—
House of Assembly on 9 November 1993
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