

**CENTENARY INSTITUTE OF CANCER MEDICINE AND
CELL BIOLOGY BILL 1985**

EXPLANATORY NOTE

(This Explanatory Note relates to this Bill as introduced into Parliament)

The object of this Bill is to establish the Centenary Institute of Cancer Medicine and Cell Biology for the purposes of scientific research into cancer and related diseases.

The Bill contains the following provisions:

PART I—PRELIMINARY

Clause 1 specifies the short title of the proposed Act.

Clause 2 provides that the proposed Act will, with minor exceptions, commence on a day to be appointed by the Governor-in-Council.

Clause 3 is an interpretation provision.

**PART II—THE CENTENARY INSTITUTE OF CANCER MEDICINE AND CELL
BIOLOGY**

Clause 4 provides for the constitution of the Institute.

Clause 5 lists the objects of the Institute. Those objects include—

- (a) medical research, particularly in relation to cancer;
- (b) providing certain medical services;
- (c) participating in educational programmes in matters researched by the Institute;
and
- (d) disseminating information about the Institute.

Clause 6 specifies the powers of the Institute. In particular, the Institute may raise and borrow money for the purpose of attaining its objects.

PART III—ADMINISTRATION

Clause 7 provides for the constitution of a Board of Governors of the Institute. There will be 13 governors consisting of—

- (a) the Vice-Chancellor of the University of Sydney and the Dean of the Faculty of Medicine in the University of Sydney, or their nominees;
- (b) the Chairman of the Board and the General Superintendent of the Royal Prince Alfred Hospital, or their nominees;
- (c) 2 persons nominated by the New South Wales Minister for Health;
- (d) 2 persons nominated by the Commonwealth Minister for Health;
- (e) 4 other members of the Institute elected by the other governors; and
- (f) the Director of the Institute.

Clause 7 also gives effect to Schedule 1 (which contains provisions relating to the governors) and Schedule 2 (which contains provisions relating to the procedure of the Board).

Clause 8 provides for the Board to be the governing body of the Institute. The clause exempts the Board from section 14 of the New South Wales State Cancer Council Act 1955 so that, in exercising its functions, the Board will not be subject to the control and direction of the New South Wales State Cancer Council.

Clause 9 requires a Director of the Institute to be employed who shall supervise the work of the Institute.

Clause 10 provides for the establishment of a Development Committee for fund raising and for the establishment of other committees as required.

PART IV—MEMBERS OF THE INSTITUTE

Clause 11 states that the members of the Institute shall be the governors and persons interested in the work of the Institute who are admitted to membership by the governors.

Clause 12 limits the number of members to 70 and the numbers of members representing the Royal Prince Alfred Hospital and the University of Sydney, respectively, to 10.

Clause 13 provides for membership to cease upon resignation or termination by the Board.

Clause 14 makes provision for meetings of the members. An annual general meeting is to be held for consideration of the accounts and the annual report for the preceding year.

PART V—FINANCE

Clause 15 requires the Institute to operate a bank account for all money received.

Clause 16 specifies that the financial year of the Institute shall be the year commencing on 1 January or as prescribed.

Clause 17 requires proper accounts and records to be kept of the Institute's operations. The Treasurer is required to submit to the Board each year a statement of accounts, together with a certificate by an auditor in relation to the statement.

PART VI—MISCELLANEOUS

Clause 18 provides for the making of by-laws by the Board.

Clause 19 contains provisions for the Institute to be wound up in the same way as a company formed and registered under the Companies (New South Wales) Code.

Clause 20 applies to the Institute certain provisions of the Companies (New South Wales) Code relating to frauds by officers and other similar offences.

Schedule 1 makes provision with respect to the members of the Board and in particular—

- (a) specifies that persons of or above the age of 70 years may not be appointed as governors (clause 1);
- (b) provides for a Chairperson, Deputy Chairperson and Treasurer (clause 2);
- (c) authorises the appointment of acting governors (clause 3);
- (d) specifies that the term of office of a governor (other than the Director of the Institute) shall not exceed 3 years (clause 4);
- (e) allows a casual vacancy in the office of a governor to be filled (clause 5);
- (f) specifies the circumstances in which a governor vacates office (clause 6);
- (g) requires a governor to disclose any pecuniary interest in a matter before the Board or thing being done by the Board (clause 7);
- (h) provides that the office of a governor is not a public service appointment or an office of profit under the Crown (clause 8); and
- (i) exculpates governors, etc., from personal liability for anything done in good faith (clause 9).

Schedule 2 makes provision with respect to the procedure of the Board.



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NEW SOUTH WALES

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