

ACT OF INCORPORATION

NEW SOUTH WALES



ANNO QUINQUAGESIMA.

VICTORIÆ REGINÆ

An Act to repeal the "Sydney Mechanics' School of Arts Incorporation Act of 1874" and to reincorporate the said Institution and to enable the Committee to borrow money and with the sanction of the members of the said Institution to sell demise or otherwise dispose of either absolutely or by way of mortgage the real or personal property of the said Institution and for other purposes therein mentioned. [Assented to, 23rd October, 1886.]

*I hereby certify that this is a copy of the Act of Incorporation under which the Sydney Mechanics' School of Arts operate.*

SYDNEY MECHANICS' SCHOOL OF ARTS

*H. Landy*  
Secretary

**WHEREAS** a certain Literary Society or Institution was established in Sydney in the year one thousand eight hundred and thirty-three under the name or style of the "Sydney Mechanics' School of Arts" the objects of the said Institution being the intellectual improvement of its members and the cultivation of literature science and art. And whereas by an Act passed in the thirty-seventh year of the reign of Her present Majesty the members of the said Institution were incorporated. And whereas it having been found difficult to manage the said Institution under the provisions of the said Act it is expedient to repeal the same and to reincorporate the said Institution by an Act containing simple provisions. Be it therefore enacted by the Queen's Most Excellent Majesty by and with the advice and consent of the Legislative Council and Legislative Assembly of New South Wales in Parliament assembled and by the authority of the same. That the said Act shall be and is hereby repealed but such repeal shall not affect the past operation of any enactment in the said Act contained or any proceeding act matter or thing instituted done or commenced thereunder. And be it further enacted as follows:—

Preamble.

1. This Act may be cited for all purposes as the "Sydney Mechanics' School of Arts Incorporation Act of 1886."

Short title of Act.

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Objects of Institution and promotion thereof.

2. The objects of the said Institution namely the intellectual improvement of its members and the cultivation of literature science and art shall be promoted by the maintenance of a library and reading-room the delivery of lectures the encouragement of social intellectual and physical recreation and by such other means as the Committee of management may from time to time deem advisable.

Incorporation of members of Sydney Mechanics' School of Arts.

3. All persons who have already become or who may hereafter become members of the Sydney Mechanics' School of Arts (hereinafter termed the Institution) shall be and they are hereby constituted into the body corporate by the name of the "Sydney Mechanics' School of Arts" and by that name shall have perpetual succession and a common seal and may sue and be sued implead and be impleaded answer and be answered proceed and be proceeded against in all Courts whatsoever.

Transfer of real and personal property to corporation.

4. All real and personal property of what nature or kind soever vested in or held by any person or persons whether as trustees or otherwise in trust for the said Institution shall on the passing of this Act be and the same is hereby transferred to and vested in the said body corporate.

Power to hold and deal with property.

5. The said body corporate are hereby empowered to take purchase hold and enjoy to them and their successors for ever all the said real and personal property hereby transferred to and vested in them and also may take purchase hold enjoy and receive any other real or chattel property whatsoever necessary or proper for the purpose of the Institution and may sell grant convey assure demise or otherwise dispose of either absolutely or by way of mortgage any such real or personal property hereby vested in or hereafter to be acquired by such body corporate. Provided always that no sale mortgage demise encumbrance or other disposition whatsoever of any such real or personal property shall be lawful unless the same shall have been previously sanctioned by resolution of a general or special meeting of the Members of the Institution.

Management of Institution by Committee.

6. The management and control of the Institution shall be entrusted to a Committee to be elected as provided by the By-laws and such Committee shall consist of a President four Vice-Presidents Treasurer and ~~twelve~~ <sup>seven</sup> Committeemen.

Disqualification.

7. Any person deriving pecuniary advantages or emolument from the Institution or contracting or agreeing therewith for the supply of any goods materials or

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work thereto shall be disqualified from holding office or acting as a member of the Committee whilst so deriving such advantage or emolument or contracting or agreeing as aforesaid.

8. If any member of the Committee shall resign or absent himself from the meetings thereof for three consecutive months without sufficient cause in the opinion of the Committee or become otherwise disqualified his seat shall be declared vacant at the next meeting of the Committee.

Officers in Committee forfeited.

9. The said Committee shall have power to make repeal amend or alter bye-laws for the general regulation of the affairs of the Institution and the good conduct thereof and shall also have power to fine suspend or expel any member thereof subject to such member's right of appeal to a general meeting to receive and manage the funds of the Institution and subject to the proviso contained in section five hereof may borrow money for the purposes of the Institution on mortgages of the real and chattel property of the Institution or any part thereof or may borrow money without security provided that the amount so borrowed without security shall never exceed in the aggregate the income of the Institution for the last preceding year and the Committee may also settle and agree to the covenants powers and authorities to be contained in the securities aforesaid to let any room or part of the said Institution for any period to regulate the admission of persons not being members thereof to engage and dismiss the paid officers to dispose of by public auction or private contract any of the old damaged or worn out books papers apparatus or other effects belonging to the said body corporate to institute conduct and defend all legal proceedings and to transact generally all the business of the Institution. Provided that no by-laws alterations or amendments shall have effect until they shall have been approved by a special general meeting of the members.

Power of Committee.

10. A general meeting of the members of the Institution of which seven days' notice shall be given by advertisement in two daily papers shall be held annually for the transaction of the general business of the Institution and at such meeting the report of the preceding year shall be presented for adoption.

Annual Meeting.

11. A special general meeting of the said members may at any time be called by a majority of the Committee or by fifty members of the Institution on a requisition in writing to the Secretary signed by them and notice

Special General Meetings.

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of such meeting stating its objects shall be published in two daily newspapers in Sydney at least ten days prior to the day of meeting.

Matters to be entertained at meetings.

12. No motion for winding-up the Institution or for repealing altering adding to or amending any of its by-laws or for any other purpose except formal motions shall be proposed at any general meeting unless seven days previous notice thereof in writing be given to the Secretary and a duplicate of such notice be at the same time posted in the vestibule of the Institution.

Custody and use of the Corporate seal.

13. The said Committee shall have the custody and the use of the common seal of the said body corporate and the form thereof and all other matters relating thereto shall from time to time be determined by the said Committee and a majority of the members thereof present at any meeting shall have power to use or direct the use of such seal for all purposes whatsoever requiring to be evidenced by the corporate seal of the said body corporate. Provided always that it shall not be necessary to require such seal to be affixed as evidence of the appointment of an attorney or solicitor by the said body corporate in or for the prosecution of any action suit or other proceeding.

Existing by-laws confirmed Evidence of by-laws.

14. The rules and by-laws of the Institution in force at the time of the passing of this Act are hereby confirmed and shall except so far as repealed altered or amended in pursuance of the provisions of this Act be and continue binding on the members of the Institution and all other persons as fully and effectually as if the same had been made under this Act and a printed copy of such by-laws or of any by-laws made under the authority of this Act sealed with the seal of the said body corporate and purporting to be certified by the Secretary of the Institution for the time being as correct shall be received in all courts as conclusive evidence of such by-laws and of the same having been duly made under the authority of this Act. *two*

Auditors .

15. There shall be ~~three~~ *two* auditors of the Institution to be elected at each annual meeting who shall be paid such sum for their services as the Committee may from time to time determine.

President Vice-Presidents Treasurer or Secretary may represent Institution for certain purposes.

16. The President or any one of the Vice-Presidents or the Treasurer or the Secretary may make such affidavits and do such acts and sign such documents as are or may be required to be done by the plaintiff or complainant or defendant respectively in any proceeding to which the corporation may be parties.