

## HONEY POOL.

4° Elizabeth II., No. XI.

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No. 11 of 1955.

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**AN ACT to constitute and incorporate The Trustees of the Honey Pool of Western Australia; to regulate the appointment of the Trustees, to define their Powers and Authorities, and for other and incidental purposes.**

[*Assented to 1st November, 1955.*]

**BE** it enacted by the Queen's Most Excellent Majesty, by and with the advice and consent of the Legislative Council and Legislative Assembly of Western Australia, in this present Parliament assembled, and by the authority of the same, as follows:—

Short title  
and com-  
mencement.

1. This Act may be cited as the *Honey Pool Act, 1955*, and shall come into operation on a date to be fixed by proclamation.

2. In this Act unless the context requires otherwise—

Interpre-  
tation.

“Corporation” means The Trustees of the Honey Pool of Western Australia constituted and incorporated as hereinafter provided;

“Firm” means the firm registered under the Business Names Act, 1942, under the style of “The Trustees of the Honey Pool of Western Australia”;

“honey” means honey of marketable quality;

“marketable quality” applied to honey, means honey in value equal to or above the minimum valuation fixed annually by the Trustees for pool appraisalment;

“participant” means an owner of honey, whether he is the producer of the honey or not, who voluntarily submits his honey for sale through a pool;

“Trustees” means the persons who shall for the time being be members of the Corporation hereby constituted but does not include associate Trustees.

3. (1) Samuel Charles Cook, of Coondle, apiarist; Harold Thomas Richards, of Wimbledon Street, Kenwick, apiarist; Robert Ernest Smith, of 180 Queens Road, Guildford, apiarist, and Ronald Eri Moyle, of 140 Dalkeith Road, Nedlands, business manager, and their successors appointed or elected from time to time in manner hereinafter provided shall be a body corporate named “The Trustees of the Honey Pool of Western Australia,” with perpetual succession and a Common Seal.

Incorporation and  
general  
powers.

(2) The said Ronald Eri Moyle and other the appointed Trustee for the time being will be herein sometimes referred to as the “appointed Trustee” and the other three Trustees and other the elective Trustees for the time being will be herein sometimes referred to as “elective Trustees”.

(3) The Corporation may sue and be sued, submit to arbitration, own, hold, and dispose of all kinds of property, and enter into and carry out such contracts and do, exercise and suffer such other acts, powers, and things as may be necessary or convenient for the purposes hereinafter mentioned.

(4) Excepting as hereinafter provided the Corporation shall always consist of four Trustees, but shall not be in any way incapacitated from exercising its rights and powers by reason of there being at any time less than four Trustees.

*Proceedings of Trustees.*

Meetings of  
Trustees.

4. (1) The Trustees shall meet together for the transaction of business at such times and places as they may from time to time determine.

(2) Any three Trustees, present personally, shall constitute a quorum at any meeting of the Trustees.

(3) The Trustees shall cause to be kept correct minutes of all their meetings.

(4) The appointed Trustee shall act as Chairman.

(5) (a) The Chairman, when present, shall preside at any meeting of the Trustees.

(b) In the absence of the Chairman, the Trustees present shall appoint a deputy Chairman, who shall preside at that particular meeting of the Trustees.

(6) All questions arising at any meeting of the Trustees shall be decided by the votes of the majority of those present in person, but, in the case of equality of voting on a question, the decision on the question shall be deemed to be resolved in the negative.

Associate  
Trustees.

(7) (a) For the purpose of training possible successors the Trustees may from time to time co-opt persons, but so that there shall never be more than three, to be known as "associate Trustees" to attend meetings of the Trustees.

(b) Associate Trustees may join in the discussions but shall not be counted in a quorum and shall not have power to vote.

5. (1) No act or proceeding of the Trustees shall be invalid or illegal in consequence only of the number of the Trustees not being complete at the time of such act or proceeding.

Validation  
of acts of  
Trustees.

(2) All acts and proceedings of the Trustees shall, notwithstanding the discovery of any defect in the appointment of any Trustee, or that any Trustee was disqualified or dis-entitled to act, be as valid as if every such Trustee had been duly elected or appointed and was qualified and entitled to act and had acted as a Trustee, and as if the Corporation had been properly and fully constituted.

*Appointment, Election, and Retirement  
of Trustees.*

6. (1) The appointed Trustee shall be a person appointed by Westralian Farmers Co-operative Limited having its registered office at 569 Wellington Street, Perth, which Company may from time to time and at any time remove from office an appointed Trustee and appoint another person in the place of an appointed Trustee so removed or of an appointed Trustee who may die or resign or otherwise vacate office under this Act.

Appointed  
Trustee.

(2) Every such appointment or removal shall be by resolution of the directors of the said Company.

(3) The said Ronald Eri Moyle shall be deemed to have been appointed as a Trustee by the said Company.

7. (1) (a) On the thirty-first day of December in each year, commencing on the thirty-first day of December, one thousand nine hundred and fifty-six, one elective Trustee shall retire from office and his place shall be filled by a person elected as herein provided.

Election and  
retirement of  
elective  
Trustees.

(b) The new Trustee so elected shall take office from the date of the retirement of the Retiring Trustee.

(c) If for any reason a new Trustee is not elected, or if any new Trustee, having been elected, is unable to take office for any reason, the Trustee whose turn it is to retire shall retain his office until a new Trustee has been elected and assumes office.

(2) (a) Of the original Trustees mentioned in section three of this Act—

Samuel Charles Cook shall retire from office on the thirty-first day of December, one thousand nine hundred and fifty-six;

Harold Thomas Richards shall retire from office on the thirty-first day of December, one thousand nine hundred and fifty-seven; and

Robert Ernest Smith shall retire from office on the thirty-first day of December, one thousand nine hundred and fifty-eight.

(b) Except as provided otherwise in paragraph (a) of this subsection the term of office of an elective Trustee is three years from the thirty-first day of December on which the vacancy in the office to which he has been elected, last occurred by effluxion of time.

(3) (a) Elective Trustees, except the original Trustees named in section three of this Act, shall be elected by participants who have delivered honey to the Corporation or the Firm or both in connection with the last preceding honey pool in respect of which receipts of honey have ceased, and elections shall be held and conducted in such manner and at such times as shall be prescribed by regulations.

(b) By the regulations participants may be given voting rights varying according to the quantities of honey respectively delivered by them as aforesaid.

(4) (a) Any retiring elective Trustee shall be eligible for re-election.

(b) Each candidate for office as an elective Trustee, whether a retiring elective Trustee or not, must be nominated in writing by two of the participants aforesaid.

8. The office of any Trustee shall become vacant by reason of— Trustee vacating office.

- (a) his absence from more than two consecutive regular meetings of the Trustees, unless he shall obtain the consent of the remaining Trustees to absent himself therefrom;
- (b) his becoming of unsound mind or being declared under any law for the time being relating to lunacy, incapable of managing his affairs;
- (c) his becoming bankrupt or taking the benefit of any Act for the relief of bankrupt or insolvent debtors;
- (d) his resignation;

and the Governor may remove a Trustee on the ground of misbehaviour or incapacity.

9. (1) In the event of any elective Trustee dying or for any reason ceasing to be a Trustee, the surviving or remaining Trustees may in their discretion appoint some other person to act in the place of the Trustee so dying or ceasing to be a Trustee, and any person so appointed shall be deemed to be one of the Trustees and shall have all the powers and authorities of the Trustee in whose place he shall have been appointed, and shall hold office for such period as the Trustee so dying or ceasing to be a Trustee as aforesaid would have held office had such office not become vacant. Procedure on Trustees vacating office.

(2) A certificate, purporting to have been signed by the secretary or acting secretary of the Corporation as to such appointment, shall be deemed sufficient evidence to all persons and in all Courts that such appointment has been duly made and that the person named therein is one of the Trustees.

(3) So long as there are three Trustees in office, it shall not however be necessary to make any temporary appointment of a Trustee, and such three Trustees shall be deemed competent to act for all purposes.

*Remuneration of Trustees.*

Participants to fix Trustees' remuneration.

10. The Trustees shall be entitled to such remuneration as shall from time to time be fixed in general meeting by participants who have in the year of the meeting delivered honey to the Corporation.

*Indemnity of Trustees and Others.*

Officers of Corporation indemnified from losses, etc.

11. (1) Every Trustee, secretary and other officer or servant of the Corporation shall be indemnified by the Corporation against all costs, losses, and expenses which any such Trustee, secretary, officer or servant may incur, pay or become liable for by reason of any contract entered into or act or thing done by him in the discharge of his duties, and the Corporation shall pay all such costs, losses, and expenses out of the assets and funds in its possession.

Liability of officers of Corporation limited to own acts and defaults.

(2) A Trustee secretary or other officer of the Corporation shall be chargeable only for moneys, securities, and property actually received by him notwithstanding his signing any receipt for the sake of conformity, and shall be answerable and accountable only for his own acts, receipts, neglects, or defaults, and not for those of any other Trustee, secretary, or officer of the Corporation, nor for those of any banker, broker, or other person with whom any moneys, securities, or property vested in or held by the Corporation may be deposited, nor for the insufficiency or deficiency of any securities, nor for any other loss, unless the same happens through his own wilful default.

*Vesting of Property.*

12. (1) All property of whatsoever nature or kind of or belonging to or held by the Firm, including any reserve fund or funds established by the Firm at the request or by the authority of participants, who prior to the coming into operation of this Act have delivered honey to the Firm, and all accumulations thereof, and all investments representing the same shall, without any conveyance, transfer, or assignment, by force of this Act, be vested in and held and possessed by the Corporation; and all liabilities and engagements of the Firm at the coming into operation of this Act shall become the liabilities and engagements of the Corporation, and all uncompleted contracts or engagements heretofore entered into before the coming into operation of this Act by any person or persons with the Firm shall, on the coming into operation of this Act, to the extent that the same are uncompleted, be deemed to have been entered into with the Corporation.

Firm's property and reserve funds, if any, vested in Corporation.

(2) Subject to the provisions of this Act, and the borrowing and other powers herein contained, the Corporation shall hold any such reserve fund or funds, and all accumulations thereof, and all investments representing the same upon the trusts on which the said fund or funds was or were held by the Firm.

*Powers and Duties of Corporation.*

13. (1) The Corporation shall establish and maintain each year one or more separate voluntary honey pools for the reception, handling, sale and disposal of honey in continuity of the business conducted by the Firm prior to the coming into operation of this Act, and may do, exercise and perform all such acts and powers as may be necessary or convenient in relation thereto.

To establish and maintain honey pools.

(2) The Corporation shall make and enter into contracts and arrangements with participants for or in relation to the pooling of honey, and may

To contract with participants.



thereby reserve to the Corporation all such rights, powers, and authorities as the Trustees may consider incidental or conducive to the business of honey pooling, and the Corporation is hereby empowered to exercise and carry out all such rights, powers, and authorities.

To undertake  
other  
business  
transactions.

(3) The Corporation may undertake and carry on any business transactions which may seem to the Trustees capable of being conveniently carried on in conjunction with, or as ancillary or incidental to, the powers, duties, and functions under this Act of the Corporation.

Special  
powers.

(4) Without in any way limiting the general powers of the Corporation hereby given or by law implied, the Corporation shall have the following subsidiary powers—

To act as  
agent and  
warehouse-  
man.

(a) to act as agent or broker for any person or persons, and to carry on the business of warehousing in all its branches;

To open and  
operate on  
bank  
accounts.

(b) to open and operate upon banking accounts, and to delegate to any person or persons power to sign and endorse in the name or on behalf of the Corporation cheques, bills of exchange and other negotiable instruments;

To contract.

(c) to enter into all contracts whatsoever which the Trustees may deem necessary or expedient in the exercising of the powers or performance of the duties by this Act conferred or imposed upon the Corporation;

To acquire  
and deal in  
property.

(d) to purchase, take on lease, or otherwise acquire and sell, dispose of, or otherwise deal with real and personal property of all descriptions, and to erect and maintain buildings and improvements;

To act as  
Trustees of  
reserve funds  
and to  
invest  
moneys.

(e) to act as Trustee of any reserve fund or funds mentioned in section twelve of this Act, and of any future reserve fund or funds created by all or any of the Corporation, participants who deliver honey to any pool

established by the Corporation, and producers of honey in Western Australia, and to amalgamate all or any of such reserve funds if the Trustees in their discretion shall deem it necessary or expedient so to do and from time to time invest any moneys forming part of any such reserve funds or the accumulations thereof in any investments or securities which the Trustees shall think fit or in the purchase of real estate with power as to real estate to sell, transfer, improve, manage, develop, exchange, let, mortgage, or otherwise dispose of, deal with, or turn to account, the same;

- (f) to accept contributions to any of such reserve funds from participants and or producers as aforesaid, whether such contributions are made in cash or by delivery of honey or by prearranged deductions made by the Corporation of fractional portions of the proceeds of sale of honey delivered to the Corporation for sale by any of such persons or otherwise howsoever;

To accept contributions to reserve funds.

- (g) to apply all such reserve funds, and the accumulations thereof, and the investments representing the same, in such manner as the Trustees may in their absolute discretion consider beneficial to the system of co-operative honey pooling, or to producers of honey in Western Australia, or to both, and in such other manner as the Corporation may be authorised to do by contracts made with contributors to any fund or funds.

To use reserve funds for various purposes.

(5) The Corporation shall perform and observe and may enforce all contracts made by the Firm with participants, purchasers, and all other persons whomsoever.

To perform and enforce contracts made by Firm.

(6) (a) The Corporation may borrow or raise money in such manner and on such terms as the Trustees may think fit for the purpose of marketing honey, and for other purposes, if so authorised by

To borrow money for honey marketing and advances.

participants who deliver honey to the Corporation, and also to enable the Corporation to make interim payments to participants and other persons on account of honey so delivered, and, in order to secure moneys so borrowed or raised and interest thereon, may execute such securities as may be required by lenders of money, and, in particular, subject to any contract made by it with participants, may mortgage, charge, hypothecate, or pledge pooled honey and negotiate any contracts, drafts, bills of exchange, bills of lading, notes, acceptances, orders, warehouse-receipts, storage warrants, and other documents relating thereto.

To borrow money for general purposes.

(b) The Corporation may for all or any other objects or purposes for which it has been constituted, or which it may by statutory authority or otherwise be leglly empowered to undertake or effect, borrow or raise money in such manner and on such terms as the Trustees may think fit, and secure the repayment thereof and all interest thereon by debentures or debenture stock, mortgage, charge, sub-charge or lien upon the whole or any part of the property, assets, or rights of the Corporation, excepting pooled honey, whether present or future, and upon any reserve fund or reserve funds held or to be held by the Corporation, and upon all accumulations thereof and the investments for the time being representing the same.

Protection to persons lending money to Corporation.

(c) No person or persons lending money or otherwise granting monetary accommodation to the Corporation shall be concerned to see or enquire as to the application thereof, or be affected by or accountable in respect of the loss or misapplication thereof.

#### *Application of Companies Act, 1943.*

Application of Companies Act regarding contracts and winding-up.

14. The Corporation may make and enter into, vary, or discharge contracts in such manner as it would be by law entitled if it were a company registered under the Companies Act, 1943, and the Corporation shall be deemed to be an unregistered

company for the purpose of Part VIII of that Act, and shall be liable to be wound up under such Act accordingly.

*Seal.*

15. The seal of the Corporation shall be in the custody or control of the Trustees, and the fixing of the seal to any document shall be attested by one of the Trustees and the secretary, or any person appointed by the Trustees in that behalf, and what purports to be such attestation shall be sufficient evidence of the authority to affix the seal.

Custody of Seal.

*Miscellaneous.*

16. No honey received by the Corporation from any participant or other person whomsoever for sale, nor any products of such honey, nor the proceeds of the sale thereof, shall be liable to seizure or attachment by or on behalf of any creditor of the Corporation, except only for the purposes or on account of any security over such honey or the documents of title thereto held by any creditor from whom the Corporation has borrowed money under the powers by this Act conferred upon it.

Honey not liable to seizure or attachment.

17. All honey delivered to the Corporation for sale shall be sold as provided in the contract made by the Corporation with the participant or person delivering the same, notwithstanding that he may have given security over such honey or become bankrupt or taken advantage of any statutory provision for the relief of debtors, or that any of his creditors may have seized or attempted to seize the same under any process of law.

Corporation not to be prevented from selling honey according to contract.

18. The Corporation shall not attempt to make or make any profit out of the honey delivered to it for sale, and no dividend shall be declared to any person from the funds or assets of the Corporation;

Corporation not to make profit out of pooled honey.

and contributions to any reserve fund from time to time received by the Corporation shall not be income in the hands of the Corporation nor taxable as such.

Accounts and  
reports to  
Parliament.

19. (1) The Corporation shall in every year not later than the thirty-first day of October take out a balance sheet showing all of its assets and liabilities, making due allowance for depreciation and such other reserves as are usual in respect of undertakings similar to that carried on by the Corporation, together also with a revenue account for the preceding twelve months, and shall within two months after the said date, forward the balance sheet and revenue account to the Minister for Agriculture for presentation to Parliament.

(2) The Minister shall cause a copy of the same to be laid on the tables of both Houses of Parliament on the first sitting day after the receipt thereof.

Regulations.

20. The Governor may make regulations under this Act prescribing all such matters as by this Act are required or permitted to be prescribed or as may be necessary or convenient to be prescribed for giving effect to or achieving the objects of this Act and facilitating the exercise of its power by the Corporation.

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