

Chapter 1045.

Roman Catholic Divine Word Institute Act 1980.

Certified on: / /20 .

INDEPENDENT STATE OF PAPUA NEW GUINEA.



Chapter 1045.

Roman Catholic Divine Word Institute Act 1980.

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INDEPENDENT STATE OF PAPUA NEW GUINEA.



AN ACT

entitled

Roman Catholic Divine Word Institute Act 1980,

Being an Act to provide for the establishment and incorporation of an institute to be known as the Divine Word Institute, and for related purposes.

PART I. – PRELIMINARY.

1. INTERPRETATION.

(1) In this Act, unless the contrary intention appears–

“**Board of Trustees**” means the Board of Trustees of the Institute;

“**By-laws**” means By-laws made by the Board of Trustees under this Act;

“**Chairman**” means the Chairman of the Board of Trustees;

“**Institute**” means the Divine Word Institute established and incorporated under Section 2;

“**Provincial Council**” means the Provincial Council for the time being of the Society of the Divine Word in Papua New Guinea;

“**this Act**” includes the By-laws.

(2) A reference in this Act to the holder of an office in the Institute shall be read as including a reference to a person for the time being performing the duties of that office.

PART II. – THE INSTITUTE.

Division 1.

Establishment and Functions.

2. DIVINE WORD INSTITUTE.

(1) An Institute of Higher Education, consisting of a Board of Trustees and Teaching Staff shall be established at Madang in Papua New Guinea.

(2) The Institute shall–

- (a) be a corporation to be known as “The Divine Word Institute”; and
- (b) have perpetual succession; and
- (c) have a common seal,

and be capable in that name of–

- (d) suing and being sued; and
- (e) taking, purchasing and holding property (including property devised, bequeathed or given to the Institute); and
- (f) granting, selling, alienating, assigning and demising property; and
- (g) doing all other matters and things incidental or appertaining to a corporation.

3. COMMON SEAL.

(1) The common seal of the Institute shall be kept in such custody as the Board of Trustees directs and shall not be used except on the order of the Board.

(2) All courts, Judges and persons acting judicially shall take judicial notice of the common seal of the Institute affixed to any document and shall presume that it was duly affixed.

4. FUNCTIONS OF THE INSTITUTE.

The functions of the Institute shall include the following:–

- (a) to encourage and provide facilities for study and education in all subjects and to give instruction and training in all branches of learning and skills; and
- (b) to provide for research into all branches of learning and to assist its practical application; and
- (c)¹ subject to the By-laws, to award and confer degrees, diplomas, certificates and other academic honours;

¹ Section 4(c) repealed and replaced by *Divine Word Institute (Amendment) Act 1994* (No. 33 of 1994), s1.

- (d) to provide facilities for higher education throughout Papua New Guinea by—
 - (i) the affiliation of educational institutions; and
 - (ii) the establishment of tutorial classes, correspondence classes, extension classes and vacation classes; and
 - (iii) such other means as the Board of Trustees deems appropriate; and
- (e) to liaise, collaborate and reciprocate with other institutions of learning and training institutions, whether within or without Papua New Guinea, in the provision of facilities, the recognition of diplomas and certificates and other status and the interchange of staff, students and information, and in any other way not inconsistent with its status as the Institute.

Division 2.

Board of Trustees.

5. BOARD OF TRUSTEES TO BE GOVERNING BODY.

The governing body of the Institute shall be the Board of Trustees.

6. CONSTITUTION OF BOARD OF TRUSTEES.

- (1) The Board of Trustees shall consist of—
 - (a) the Chairman, who shall be nominated by the person for the time being holding the position of Head of the Mission of the Society of the Divine Word established pursuant to the *Roman Catholic Society of the Divine Word Mission Act*; and
 - (b) the following persons, who shall be ex officio members:—
 - (i) the President of the Institute; and
 - (ii) the Head of the Mission of the Papua New Guinea province of the Society of the Divine Word; and
 - (iii) two other members who are for the time being members of the Provincial Council; and
 - (c) not more than four other persons elected to the Board by a majority vote of those members present at a meeting of the Board.
- (2) A member of the Board of Trustees referred to in Subsection (1)(a) and (c) shall hold office subject to this Act for such period not exceeding four years, as is fixed by the Board at the time of his choosing or appointment.
- (3) A member of the Board of Trustees is eligible for re-appointment.

7. CASUAL VACANCY.

(1) In the event of a casual vacancy in the Board of Trustees a member shall be chosen or appointed in accordance with whichever paragraph of Section 6(1) is appropriate and the person so chosen or appointed holds office, subject to this Act, for the residue of his predecessor's term of office.

(2) If a vacancy occurs within three months before the expiration of the term of office of a member, the vacancy shall not be filled for the remainder of the term.

8. VACANCY.

Where a member of the Board of Trustees—

- (a) dies; or
- (b) declines to act; or
- (c) resigns his seat; or
- (d) is absent without leave of the Board from three consecutive meetings of the Board,

his seat shall become vacant and shall be filled as a casual vacancy in accordance with Section 7.

9. PERSONS ELIGIBLE TO BE MEMBERS OF THE BOARD.

A person who—

- (a) is not of the full age of 21 years; or
- (b) is an undischarged bankrupt, or has his affairs under liquidation by arrangement with his creditors; or
- (c) has been convicted of an offence and sentenced to imprisonment, unless he has received a free pardon or has undergone the sentence; or
- (d) is an insane person or a person of unsound mind within the meaning of laws relating to insanity or unsoundness of mind in force for the time being in the country,

is not capable of being or continuing to be a member of the Board of Trustees.

10. MEETINGS OF THE BOARD.

(1) At a meeting of the Board of Trustees—

- (a) not less than half the total number of members for the time being are a quorum; and
- (b) the Chairman, and in his absence, a member elected by the members present from amongst their number, shall preside; and
- (c) subject to this Act, all matters shall be decided by a majority of votes of the members present; and

- (d) the Chairman has a deliberative and, in the event of an equality of votes on a matter, also a casting vote.

(2) Subject to this Act, the procedures of the Board of Trustees are as determined by the Board.

11. MEMBER WITH PECUNIARY INTEREST.

A member of the Board of Trustees shall not be entitled to vote either in the Board or in any Committee of the Board on any subject in which he has a direct pecuniary interest, and if any such member votes his vote shall be disallowed.

12. APPOINTMENT OF PRESIDENT, STAFF, ETC., OF THE INSTITUTE.

(1) Subject to this Act, the Board of Trustees may, from time to time as the occasion requires, appoint a person to be the President of the Institute.

(2) The President of the Institute shall be appointed for such period as is specified in the By-laws and on such conditions as the Board of Trustees determines.

(3) Subject to this Act and the By-laws, the Board of Trustees—

- (a) may from time to time appoint such teaching staff and other staff and servants of the Institute as the Board deems necessary; and
- (b) shall have the entire control and management of the affairs and concerns of the Institute; and
- (c) may act in all matters concerning the Institute in such manner as appears to it best calculated to promote higher education in Papua New Guinea and in particular the purposes of the Institute.

13. REMOVAL OF PRESIDENT.

The removal of the President for the time being of the Institute may only be effected by a two-thirds majority vote of the entire Board of Trustees.

14. GRANT OF DEGREE, DIPLOMA, CERTIFICATES, ETC.,

²(1) Subject to the By-laws, the Board of Trustees may, after examination, confer any degree, diploma or certificate in respect of any course of study determined by the Board.

(2) All degrees, diplomas and certificates conferred by the Institute shall be evidenced in writing under the common seal of the Institute and signed by the Chairman and the President of the Institute.

² Section 14 repealed and replaced by *Divine Word Institute (Amendment) Act 1994* (No. 33 of 1994), s2.

15. APPOINTMENT OF COMMITTEES.

(1) The Board of Trustees may by resolution constitute and appoint such committees as it thinks fit.

(2) A committee constituted under this section shall exercise such powers and perform such functions as are conferred on it by the Board of Trustees.

16. DELEGATION.

The Board of Trustees may, in relation to any matter or class of matters, or in relation to any activity or function of the Institute, by resolution, delegate all or any of its powers and functions under this Act (except this power of delegation and its powers in relation to the making of By-laws) to—

- (a) any member of the Board; or
- (b) a committee consisting of members of the Board with or without any other person; or
- (c) Any member of the staff of the Institute.

17. VALIDATION.

An act or proceedings of, or of the members of any committee of, the Board of Trustees and an act done by any person acting as Chairman or President of the Institute, shall not be invalidated by reason of—

- (a) a defect in the appointment or choosing of any member of the Board; or
- (b) a disqualification of any such member; or
- (c) a defect in the convening of any meeting; or
- (d) a vacancy or vacancies in the number of members of the Board.

Division 3.***By-laws.*****18. BY-LAWS.**

(1) The Board of Trustees may make By-laws with respect to all or any of the following matters:—

- (a) the management, good government and discipline of the Institute; and
- (b)³ the granting of degrees, diplomas, certificates and honours; and
- (c) the manner and time of convening, holding and adjourning a meeting of the Board, the voting at such meetings (including postal and proxy voting), the appointment, powers and duties of the Chairman, the conduct and record of business, the appointment of committees of the Board, and the quorum, powers and duties of such committees; and

³ Section 18(b) repealed and replaced by *Divine Word Institute (Amendment) Act 1994* (No. 33 of 1994), s3.

- (d) the resignation of members of the Board; and
- (e) the tenure of office, stipend and powers and duties of the President of the Institute; and
- (f) the tenure of the holder of any office or place established by or under this Act in respect of which this Act does not specify a term of office or provide for the fixing of the term of office otherwise than by the By-laws; and
- (g) the number, stipend, manner of appointment and dismissal of the teaching and other staff and servants of the Institute; and
- (h) the subjects to be taught and courses of study to be undertaken at the Institute; and
- (i) the admission or expulsion and attendance of students; and
- (j) the times, places and manner of holding lectures, classes and examinations, and the number and character of such lectures, classes and examinations; and
- (k) the promotion and extension of higher education; and
- (l) the granting of diplomas, certificates and honours; and
- (m) the granting of scholarships, exhibitions, bursaries and prizes; and
- (n) the admission of students of other colleges or institutions to any corresponding diploma or certificate without examination; and
- (o) the fees to be paid to the Institute and the exemption of a person or of a class or classes of persons from payment of those fees; and
- (p) the establishment, management and control of libraries, laboratories, museums and other institutions or establishments in connection with the Institute; and
- (q) the establishment or affiliation of residential colleges within or connected with the Institute; and
- (r) the affiliation or admission to the Institute of any educational or research establishment wherever situated; and
- (s) the control and investment of the property of the Institute; and
- (t) the provision of superannuation benefits for, and for the families of, the salaried teachers and other salaried staff of the Institute or any class of those teachers or staff; and
- (u) the recognition, in place of or for the purpose of any examination or course of study, of any course of study completed or examination passed in any technical institute, school or college, high school or secondary school or in any correspondence course or tutorial class; and
- (v) the licensing of boarding houses intended for the accommodation of students; and

- (w) generally, all other matters authorized by this Act or necessary or convenient for giving effect to this Act.

(2) The By-laws may provide for empowering any authority (including the Board of Trustees) or officer of the Institute to make rules or orders (not inconsistent with this Act or with any By-law) for regulating, or providing for the regulation of, any specified matter (being a matter with respect to which By-laws may be made) or for carrying out or giving effect to the By-laws, and any such rule or order shall have the same force and effect as a By-law.

19. BY-LAWS TO BE SEALED AND APPROVED.

(1) Every By-law made by the Board of Trustees shall be sealed with the common seal and shall not have effect until it has been approved by the Head of State, acting on advice and notified in the National Gazette.

(2) By-laws shall not be expressed to take effect from a date before the date of notification where—

- (a) the rights of a person (other than the Institute) existing at the date of notification would be affected in a manner prejudicial to that person; or
- (b) liabilities would be imposed on a person (other than the Institute) in respect of anything done or omitted to be done before the date of notification,

and where, in any By-law, a provision is made in contravention of this subsection, that provision shall be void and of no effect.

(3) The production of a copy of a duly gazetted By-law under the common seal of the Institute shall, in all proceedings, be sufficient evidence of the By-law.

PART III. – FINANCE, PROPERTY, ETC.

20. BOARD OF TRUSTEES TO CONTROL AND MANAGE PROPERTY.

The Board of Trustees shall have control and management of all property at any time vested in or acquired by the Institute, and may dispose of property in the name of and on behalf of the Institute.

21. POWER TO BORROW.

(1) Subject to this Act and to Subsection (2), the Board of Trustees may borrow money at interest by way of mortgage, bank overdraft or otherwise—

(a) for the purpose of carrying out or performing any of its powers, authorities, duties and functions; and

(b) for the repayment or partial repayment of any sum previously borrowed, within such limits and on such conditions as to security or otherwise as the Board shall from time to time determine.

(2) A resolution to borrow money may only be made by a two-thirds majority of the entire Board of Trustees.

22. POWER TO ACQUIRE BY GIFT, ETC.

(1) Subject to Subsection (2), the Institute may acquire by gift, bequest or devise any property, and agree to and carry out the conditions of any such gift, bequest or devise and the Board of Trustees may create and administer such trust funds as may be necessary or expedient for carrying out the conditions of any such gift, bequest or devise.

(2) A two-thirds majority vote of the entire Board of Trustees shall be required for the acceptance by the Institute of any gifts, bequests or devises that impose restrictions on the use by the Institute of any such gift, bequest or devise.

(3) The Board of Trustees may establish one or more investment funds for the collective investment of any trust funds held by or in custody of the Institute.

(4) The Board of Trustees may from time to time without liability for breach of trust bring into or withdraw from any investment fund, established under Subsection (3), the whole or any part of any trust fund held by or in the custody of the Institute.

23. ACQUISITION OF MAJOR CAPITAL ASSETS.

The acquisition by the Institute of any major capital assets shall only be effected after a two-thirds majority vote of the entire Board of Trustees.

24. BOOKS AND ACCOUNTS TO BE KEPT.

The Board of Trustees shall establish and keep full and complete books and accounts of all moneys received and paid by the Institute.

25. AUDIT.

The books of account of the Institute shall be audited annually by an auditor appointed by the Head of Mission for the time being of the Society of the Divine Word in Papua New Guinea.

PART IV. – MISCELLANEOUS.

26. ADMISSION TO INSTITUTE.

A person shall not be denied–

- (a) admission as a student of the Institute; or
- (b) appointment to an office of the Institute; or
- (c) graduation or any benefit or privilege of the Institute,

on grounds of religious belief, sex or race.

Office of Legislative Counsel, PNG