ANNO SEXAGESIMO SECUNDO ET SEXAGESIMO TERTIO

VICTORIAE REGINAE.
A.D. 1899.

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Private Act.

An Act to provide for the Incorporation of Way College, and for other purposes.

[Assented to, December 21st, 1899.]

WHEREAS in or about the year one thousand eight hundred and eighty-five it was resolved by members of the Bible Christian Church in South Australia and others to establish a College for the education of youth and as a Memorial to the late Reverend James Way: And whereas land and premises known as Way College have been bought and used for the purposes aforesaid under the direction of the South Australian Bible Christian Conference, Incorporated: And whereas it is now desirable to make provision for the perpetuation and management of the said College and Memorial, and to incorporate it, and to declare the Trusts thereof—Be it therefore Enacted by the Governor, with the advice and consent of the Parliament of South Australia, as follows:

PART I.

INTRODUCTORY.

1. This Act may be cited as "Way College Incorporation Act, 1899."

2. In this Act the extent and meaning of general words shall not be limited by the addition of particular words, and, unless the context
context shall otherwise indicate, the following terms shall have the following meanings:

"College" shall mean Way College as incorporated by this Act:
"Governors" shall mean the Board of Governors of the College:
"Property" shall mean real and personal estate of all kinds:
"College estate" shall mean the lands and premises described in the First Part of the Schedule hereto:

"Conference" shall mean the South Australian Bible Christian Conference, Incorporated.

PART II.
INCORPORATION.

3. All persons who have heretofore voluntarily subscribed or who shall hereafter voluntarily subscribe to the funds of the College shall be incorporated as and form one body politic and corporate by the name of "Way College," and by that name shall have perpetual succession and a common seal, with power to break, alter, or vary such seal, and to acquire, accept, hold, and dispose of property, and to exercise all the powers and functions of an incorporated body.

4. No subscriber shall in any event incur any personal responsibility for the debts and liabilities of the College, but the property of the College shall alone be liable to satisfy the same.

5. The College shall, for all the purposes of any Municipal Corporations Act, be deemed to be an academical institution which shall have obtained an Act of Incorporation.

6. The College estate is hereby vested in the College for an estate in fee simple, subject to the mortgage noted on the registered certificates of title (volume 385, folio 118; and volume 594, folio 15), as regards the land comprised therein, and shall henceforth be held by the College upon the trusts hereinafter mentioned.

PART III.
TRUSTS.

7. The College estate shall be held upon the following trusts, that is to say—

1. The College shall maintain the buildings erected thereon, and any buildings which may be in future erected thereon, out of such funds as may be applicable to the purpose, but with power, nevertheless, to pull down or alter any existing or future buildings as the Governors may deem expedient:

2. The
11. The College shall permit the land and buildings to be used and occupied for the purposes of a college, or place of education and learning, and in connection therewith, and so far as the Governors may deem expedient for the benefit of the professors, masters, teachers, officers, and students of the College.

8. All moneys which may be received by the College from or on account of any student, and all property of which any disposition may be made to or in favor of the College, or which may become applicable to the purposes thereof, without any special direction or limitation, shall be deemed portion of the general funds of the College.

9. The Governors shall have the power of appointment to the enjoyment of the scholarships enumerated in the Third Part of the Schedule hereto, and to frame rules and regulations for the enjoyment of such scholarships: Provided that the proceeds of the George Crooks Shierlaw Scholarship and of the James Rowe Scholarship shall be used only for the payment of fees, books, and giving prizes for the benefit of students, candidates, and probationers for the ministry, or to assist former students of the College being ministers to graduate at a University.

10. All property of which any disposition shall be made to or in favor of the College, with any special direction or limitation, shall, if accepted by the College, be applied in accordance with such direction or limitation, so far as consistent with the provisions of this Act, and subject to such direction or limitation shall be deemed portion of the general funds of the College, and no law of mortmain, or law relating to the disposition of property for charitable purposes, shall operate or be construed to operate to invalidate any disposition of property to or in favor of the College.

11. The general funds of the College shall be applicable in such manner as the Governors shall deem expedient in carrying on and extending the business and operations, and promoting the interests, founding scholarships, and increasing the utility and attractions of the College, and in payment and discharge of all working expenses, debts, and liabilities of the College, particularly including mortgage debts, and the cost of building, maintaining, altering, rebuilding, improving, and enlarging buildings, and particularly including any building for religious worship on the College estate.

12. So long as the total amount of the debts remaining on the security of the College estate shall not exceed Three Thousand Pounds any surplus of the general funds of the College remaining after payment and satisfaction, or making due provision for the payment and satisfaction of the working expenses, debts, and liabilities of the College for the current year, may be applied in such manner as the Governors may think fit, in promoting the foundation
PART III.

College estate not to be sold or leased, but may be mortgaged.

13. No sale or lease shall be made of all or any part of the College estate, but it shall be lawful to mortgage the same, with or without power of sale for the purpose of raising money for redeeming any mortgage to which the same may be subject, or for the purpose of raising money for building, but no mortgagee shall be concerned in any way as regards the purpose for which the money shall be wanted or applied, and so far as regards the protection of mortgagees, the right to mortgage shall be deemed absolute and unqualified at all times.

Investment.

14. The College may invest any portion of the general funds of the College which shall not be required for immediate expenditure in the purchase or mortgage of real estate in any Australasian colony, or in the Government securities of any Australasian colony, and may manage, realise, and vary such investments as shall be thought desirable.

PART IV.

MANAGEMENT.

15. The College shall be managed by a Board of Governors, who, subject to the express provisions hereof, shall have the sole management and government of the same, and of the business and affairs thereof, and may execute and exercise all trusts and powers in the name and on behalf of the College. No assistant master shall be a Governor. As far as practicable, the number of ministers and laymen on the Board of Governors or any Committee appointed by the Board shall be equal. The first Governors shall be the persons named in the Second Part of the Schedule hereto. The following Governors shall be life Governors of the College:—The Right Honorable Sir Samuel James Way, Baronet, D.C.L., L.L.D.; William George Torr, M.A., L.L.D.; Reverends Thomas Piper and John Thorne; Joseph Ashton. On the nomination of the Governors the Conference may appoint life Governors.

16. The Governors shall annually, at the meeting of the Conference, through the Principal and the Secretary, present to the Conference reports of their proceedings for the past year and a balance-sheet exhibiting the receipts and expenditure of the College for the same period, and the debts and liabilities of the College, so that the general and financial position of the College may plainly appear.

17. The Governors may, by a majority present at a meeting called for that purpose with fourteen days' notice, remove any Governor in any
any case in which they shall deem it necessary to do so. Any Governor may resign, by notice in writing, signed by him and delivered to the Secretary of the College. Any vacancy by death, resignation, or removal shall be filled by the remaining Governors; any Governor so appointed shall hold office for the unexpired portion of the term of office for which his predecessor had been appointed.

18. At the expiration of one year from the thirty-first day of December next after the passing of this Act six Governors shall retire, and on the same day in each succeeding year six other Governors shall retire (the order of retirement to be determined by lot within three calendar months after the passing of this Act) until all the said first Governors (except Life Governors and the President, Principal, and Secretary) shall have retired, and when they shall have all so retired the six Governors who have been longest continuously in office shall retire in each year. The annual vacancies created by the operation of this clause shall be filled by six Governors appointed by Conference, three of whom shall be on the nomination of the remaining Governors. Any retiring Governor shall be eligible for re-election, and shall hold office until his successor is appointed. The President, Principal, and Secretary of the College shall be ex officio Governors of the College and members of any committee, and shall not be liable to retire by lot.

19. In the appointment by the Conference to vacancies occurring in the number of Governors the same rules and practice with reference to voting shall be observed as for the time being shall regulate the proceedings of the Conference with reference to voting for the election of the officers thereof.

20. At every meeting of the Governors seven shall form a quorum; and the President of the College, if present and willing, shall take the chair.

21. The Conference, on the nomination of the Governors, may appoint the President of the College from year to year, who shall hold office until his successor is appointed. The Right Honorable Sir Samuel James Way, Baronet, Doctor of Civil Law of the University of Oxford, Doctor of Laws of the University of Cambridge, Lieutenant-Governor and Chief Justice of South Australia, shall be the first President of the College.

22. The Governors may appoint any committee of any number of their members, and may delegate all or any of their powers to any such committee, and fix the quorum thereof, and may cancel such appointment and delegation; and every committee in the exercise of its powers shall conform to such regulations as may be imposed by the Governors.

23. At every meeting, whether of the Governors or of a committee, the chairman shall have a deliberative vote only, and every question
PART IV.

Validity of acts done.

24. All acts done at any meeting of the Governors or of a committee, notwithstanding that it shall be afterwards discovered that there was some defect in the appointment of the Governors or of any of them, or of the committee, or of some person acting thereon, or that such appointment was improper or illegal, shall be as valid as if the appointment in question had been duly, properly, and legally made.

Minutes.

25. The Governors shall cause minutes to be kept of the proceedings at all meetings, whether of the Governors or of a committee, and also of all meetings of the Conference so far as the same relate to the College, and such minutes, if signed by any person or persons purporting to be the chairman of such meeting, or of any subsequent meeting, or by three Governors or three members of such committee present at the meeting, shall be conclusive evidence of all matters therein stated, and that the meeting was duly convened and held, and the validity of the proceedings shall not be impeached on any ground not appearing on the face of the minutes themselves.

Principal.

26. The present Principal of Way College aforesaid, William George Torr, Master of Arts and Bachelor of Civil Law of the University of Oxford, Doctor of Laws of the Universities of Dublin and Adelaide, Barrister at Law of the Inner Temple, shall continue to hold his office in the College from the Governors on the same terms and conditions as at present from the Conference, and his successors shall be appointed by the Conference on the nomination of the Governors. The Principal shall have sole control of the discipline and organisation of the College. He shall have the sole power of appointment and dismissal of all the teachers and assistant masters and servants. If at any time the office of Principal is vacant these powers shall be exercised by the Governors. The salaries of all the teachers and masters shall be recommended by the Principal and approved by the Governors. The salary of the Principal shall be fixed by the Governors.

Finance Secretary.

27. The present Finance Secretary of Way College aforesaid, Joseph Ashton, shall be the first Secretary of the College. After the first year the Secretary shall be appointed by the Governors from year to year.

Use of seal.

28. The seal of the College shall not be used except by the authority of the Governors, and all documents to which the seal shall be affixed shall be countersigned by the President and the Secretary of the College or by three Governors.

Statutes and rules.

29. The Governors may make, repeal, and alter any statutes and rules not inconsistent with this Act for the regulation of their proceedings.
proceedings and the management of the business and affairs of the College, and for carrying this Act into effect.

30. All such statutes and rules shall be submitted to the meeting of the Conference held next after the making thereof, and such Conference may by resolution disallow any such statutes and rules, but no such resolution shall invalidate any prior act of the Governors.

31. The fundamental principle of the College is that no instruction shall be imparted thereat which shall in any way contravene the doctrines of the Bible Christian Church; and nothing in any statute or rule shall in any way violate this principle, nor shall anything in this Act be construed to do so.

32. All powers hereby conferred, expressly or by implication, and whether on the Governors, the Conference, or otherwise, may be exercised from time to time, and shall not be exhausted by the first exercise thereof.

In the name and on behalf of Her Majesty, I hereby assent to this Bill.

TENNYSON, Governor.

SCHEDULE
SCHEDULE REFERRED TO.

PART I.

Firstly, those pieces of land situated in the Hundred of Adelaide, County of Adelaide, being the allotments numbered 4, 5, 6, 7, 82, 83, 84, and 85 of portion of the sections 221 and 239 laid out as Goodwood, as per plan deposited in the Lands Titles Registration Office, No. 1032, being the whole of the land included in Certificate of Title Register Book, volume 594, folio 15; secondly, those pieces of land situated in the Hundred of Adelaide, County of Adelaide, being the allotments numbered 3, 8, and 81, of portion of the sections 221 and 239 laid out as Goodwood, as per the above-mentioned plan, being the whole of the land included in Certificate of Title Register Book, volume 385, folio 118. All subject to mortgage No. 288054.

PART II.


PART III.

1. Scholarship known as the George Crooks Shierlaw Scholarship for the education of students for the ministry.

2. Certain scholarships known as Founders' Scholarships.

3. Certain scholarships known as the Sir Thomas Elder Scholarships.

4. Proceeds of the sum of £575 (hitherto known as Union College Funds), known as James Rowe Scholarship, and also devoted to the education of students for the ministry.

5. The F. D. Beach Scholarship.