



REPUBLIC OF NAURU

NAURU (RPC) CORPORATION BILL 2017

No. of 2017

A Bill for an Act to establish the Nauru (RPC) Corporation to provide for its powers and functions and for related purposes

Certified: []

Table of Contents

PART 1 - PRELIMINARY	1
1 SHORT TITLE	1
2 COMMENCEMENT	1
3 APPLICATION	1
4 GENERAL OBJECTIVES OF THE ACT	1
5 DEFINITIONS	2
PART 2 – NAURU (RPC) CORPORATION	3
6 ESTABLISHMENT OF CORPORATION	3
7 FUNCTIONS OF THE CORPORATION	3
8 POWERS OF THE CORPORATION	5
9 DIRECTIONS OF MINISTER.....	5
10 BOARD OF DIRECTORS	6
11 QUALIFICATION OF DIRECTORS	6

12	MEETINGS OF THE BOARD	6
13	RESPONSIBILITIES AND DUTIES OF DIRECTORS	7
14	VACATION OF OFFICE	7
15	REMUNERATION OF THE BOARD	8
16	DISCLOSURE OF INTEREST	8
18	ACCOUNT KEEPING	9
19	FUNDS OF THE CORPORATION.....	9
20	AUDIT OF ACCOUNTS	9
21	ANNUAL REPORT AND ACCOUNTS.....	10
	PART 3 – CHIEF EXECUTIVE OFFICER AND OFFICERS	10
22	CHIEF EXECUTIVE OFFICER	10
23	OFFICERS.....	10
	PART 4 – ADMINISTRATION AND MANAGEMENT OF COMMERCIAL CONTRACTS.....	10
24	PROHIBITION ON THE PROVISION OF COMMERCIAL SERVICES	10
25	BREACH OF CONTRACT	11
26	POWER TO INSTITUTE PROCEEDINGS	11
27	OFFENCES BY CORPORATION	12
28	SPECIFIC OFFENCES BY DIRECTORS ETC.....	12
	PART 5 – MISCELLANEOUS	13
29	DELEGATION OF POWERS.....	13
30	DECISIONS OF CABINET.....	13
31	BREACH OF CONFIDENTIALITY	13
32	ELECTION CANDIDATES – BOARD OF DIRECTORS	14
33	JURISDICTION OF COURT	14
34	REGULATIONS	14
35	SAVINGS AND TRANSITIONAL	14

Enacted by the Parliament of Nauru as follows:

PART 1 - PRELIMINARY

1 Short title

This Act may be cited as the Nauru (RPC) Corporation Act 2017.

2 Commencement

This Act commences upon certification by the Speaker.

3 Application

This Act binds the Republic.

4 General objectives of the Act

The general objectives of the Act are to:

(a) promote the commercial spirit and intent of the:

(i) *“Memorandum of Understanding between the Republic and the Commonwealth of Australia, relating to the transfer to and assessment of persons in Nauru and other related Issues”* executed by the Governments of both the sovereign Nations;

(ii) “administrative arrangements for Regional Processing and Settlement Arrangements in Nauru: supporting the *Memorandum of Understanding between the Republic and the Commonwealth of Australia, relating to the transfer to and assessment of persons in Nauru and other related Issues*”; and

(iii) Asylum Seekers (Regional Processing Centre) Act 2012;

(b) establish the Nauru (RPC) Corporation;

(c) empower and authorise the Corporation to administer, manage and facilitate all commercial operations to regional processing centres and settlements in the Republic;

(d) promote efficient, competitive and reliable services to the regional processing centres;

(e) promote a fair and sustainable competitive environment for all service providers;

(f) provide for ethical, economical, accountable and transparent procurement operations; and

(g) provide value for money.

5 Definitions

In this Act:

'Administrative arrangements' means the Administrative Arrangements for Regional Processing and Settlement Arrangements in Nauru: supporting the Memorandum of Understanding between the Republic and the Commonwealth of Australia, relating to the transfer to and assessment of persons in Nauru and other related Issues 2015;

'auditor' means the Auditor General appointed under the Audit Act 1973 or an independent auditor appointed for the purposes of this Act;

'authorised contract' means an agreement for provision of services to the *regional processing centres and settlements in Nauru* and in accordance with the provisions of this Act;

'Board' means the Board of Directors established under section 10;

'Chief Executive Officer' means the person from time to time holding the office of Chief Executive Officer of the Corporation as appointed in section 20;

'Corporation' means the Nauru (RPC) Corporation established under section 6;

'Court' unless otherwise stated means the Supreme Court;

'Director' means a member of the Board of Directors;

'Memorandum of Understanding' means the Memorandum of Understanding between the Republic and the Commonwealth of Australia, relating to the transfer to and assessment of persons in Nauru and other related Issues 2013;

'Minister' means the Minister for Multicultural Affairs;

'officer' means an employee or staff of the Corporation;

'person' includes corporations;

'prescribed' means prescribed by regulations;

'procurement' includes procurement of services;

'regional processing centre' includes:

- (a) any land or premises operating wholly or predominantly as a place where protected persons reside;
- (b) a prison, a police station, a remand centre, a holding cell, an isolation room, a hospital, a school, a court room, an airport and anywhere in transit between these places; and
- (c) any other place that is approved by the Minister in writing.

'Secretary' means the Secretary for Multicultural Affairs;

'secretary' means the secretary of the Corporation appointed under section 12;

'services' includes goods and services but excludes land leases;

'service provider' includes:

- (a) a person, partnership or corporation that has an authorised contract issued under the provisions of this Act to provide commercial services at a regional processing centre, settlement or in relation to protected persons;
- (b) director, secretary, manager, officer, partner, employee of the service provider;

'settlement' refers to temporary settlement of refugees in the community.

PART 2 – NAURU (RPC) CORPORATION

6 Establishment of Corporation

- (1) There shall be established a corporation to be known as the Nauru (RPC) Corporation consisting of a Board, Chief Executive Officer and such number of staff as the Board in consultation with the Minister may from time to time determine.
- (2) The Corporation is a body corporate with perpetual succession and shall have a common seal.
- (3) The Corporation may:
 - (a) sue and be sued;
 - (b) enter into contracts and other legal obligations;
 - (c) acquire, hold, manage and dispose of real or personal properties; and,
 - (d) perform all powers, functions, duties and responsibilities of a corporation under the Corporations Act 1972.
- (4) The affixing of the seal of the Corporation shall be authenticated by the signature of the Chief Executive Officer or in his or her absence, an authorised officer.

7 Functions of the Corporation

- (1) The functions of the Corporation shall be to: