at a meeting held in the month of September in every subsequent year, or may at any other time to be appointed by the Governor-General acting by and with the advice and consent of the Executive Council, doth hereby make the following regulations.

REGULATIONS

1. These regulations may be cited as the Invercargill Milk Treatment Corporation Regulations 1949.

2. In these regulations, unless the context otherwise requires,—

(a) "Central Milk Council" means the Central Milk Council established under the Milk Act, 1944;

(b) "Council" means the Invercargill Milk Treatment Corporation established under these regulations;

(c) "Director" means a director of the Corporation, and includes a person acting as a deputy of a director;

(d) "Milk" includes cream and butter;

(e) "Minister" means the Minister of Marketing;

(f) "Treatment", in relation to milk, includes the examination, cleansing, pasteurization, modification, testing, grading, cooling, refrigerating, bottling, or packing of milk or otherwise preparing the same for sale or consumption; and

(g) "treat" has a corresponding meaning.

3. (1) There is hereby established a corporation to be called the Invercargill Milk Treatment Corporation.

(2) Subject as hereinafter appears, the Corporation shall consist of five directors to be appointed from time to time by the Governor-General on the recommendation of the Minister either by name or as the holder or the respective holders for the time being of any office or offices, of which—

(a) One shall be appointed as representative of the Government;

(b) Two shall be appointed as representatives of the consumers, on the nomination of the Invercargill City Council;

(c) Two shall be appointed as representatives of the producers of milk on the nomination of the Central Milk Council for inquiry and for its recommendation the question of the manner in which the business of the Corporation has been or should be conducted or managed.

(2) The appointment shall be made in the same manner as the appointment of the term for which the vacating director was appointed. Any such appointment shall be deemed to be modified accordingly.

4. (1) The Corporation shall have perpetual succession and a common seal, and shall be capable of holding real and personal property, and of suing and being sued, and of doing all such acts and things as bodies corporate may lawfully do and suffer.

(2) The Corporation shall at its first meeting, and thereafter at a meeting held in the month of September in every subsequent year, elect one of their number to be Chairman. For the purposes of the election of the Chairman the Secretary of the Corporation shall preside, and in the case of equality of votes shall determine the election in such manner as he thinks fit.

(3) (a) The Chairman shall preside at all meetings at which he is present. In the absence of the Chairman, the directors present shall appoint one of their number to act as Chairman.

(b) All questions before the directors shall be decided by a majority of the directors present and voting at a meeting held in pursuance of these regulations.

(c) Provided that the Chairman of the meeting shall have a deliberative vote and, in the case of an equality of votes, shall have a casting vote.

5. (1) Except as otherwise provided in these regulations, every director shall be appointed for a term of three years, but may from time to time be reappointed.

(2) Notwithstanding anything to the contrary in these regulations, every director appointed pursuant to subclause (2) of Regulation 3 hereof, unless his office is sooner vacated as hereinafter provided, shall continue to hold office until his successor comes into office.

(3) Any director may at any time be removed from office by the Governor-General for inefficiency, disability, insolvency, neglect of duty, or other sufficient cause from performing the duties of his office, or the Corporation, with the consent of the body which nominated the director so incapacitated, may appoint a deputy to act for that director until his incapacity, and any such deputy shall, while he acts as such, be deemed to be a director:

Provided that in the case of the incapacity of the director appointed as representative of the Government, the deputy shall be appointed by the Minister of Finance in respect of the liabilities of the Corporation, any moneys, or shares paid on behalf of the Crown to any creditor of the Corporation, or if the Corporation makes default in the repayment of any moneys lent to the Corporation by the Minister of Finance, the Minister of Marketing may on behalf of the Government refer to the Central Milk Council for inquiry and for its recommendation the question of the manner in which the business of the Corporation has been or should be conducted or managed.

6. (1) On any matter where a majority of the directors present and voting attach different opinions, the chairman shall have a deliberative vote and in case of equality, a casting vote.

(2) The Corporation may out of its funds pay to the chairman of directors an allowance at the rate of £50 a year, provided that at no higher rate shall it be payable by the Corporation, and to each of the other directors an allowance at the rate of £30 a year.

7. (1) In any case in which the Corporation is satisfied that any director is incapacitated by illness, absence, or other sufficient cause from performing the duties of his office, the Corporation, with the consent of the body which nominated the director so incapacitated, may appoint a deputy to act for that director until his incapacity, and any such deputy shall, while he acts as such, be deemed to be a director:

Provided that in the case of the incapacity of the director appointed as representative of the Government, the deputy shall be appointed by the Minister of Finance in respect of the liabilities of the Corporation, any moneys, or shares paid on behalf of the Crown to any creditor of the Corporation, or if the Corporation makes default in the repayment of any moneys lent to the Corporation by the Minister of Finance, the Minister of Marketing may on behalf of the Government refer to the Central Milk Council for inquiry and for its recommendation the question of the manner in which the business of the Corporation has been or should be conducted or managed.

(2) In any case where a matter has been referred to the Central Milk Council for inquiry pursuant to subclause (1) of this regulation, the Central Milk Council shall conduct a local inquiry under section 103 of the Milk Act, 1944.

8. (1) The Corporation may on behalf of the Government refer to the Central Milk Council for inquiry and for its recommendation the question of the manner in which the business of the Corporation has been or should be conducted or managed.

9. (1) The first meeting of the directors shall be held on a day to be appointed in that behalf by the Minister.

(2) Subsequent meetings of the directors shall be held at such times and places as the directors from time to time appoint.

(3) The Chairman or any three directors may at any time call a special meeting of the directors.

(4) At all meetings of the directors three directors shall form a quorum.

(5) The Chairman shall preside at all meetings at which he is present. In the absence of the Chairman, the directors present shall appoint one of their number to act as Chairman.

(6) All questions before the directors shall be decided by a majority of the directors present and voting at a meeting held in pursuance of these regulations.

Provided that the Chairman of the meeting shall have a deliberative vote and, in the case of an equality of votes, shall have a casting vote.

(7) Subject to the provisions of these regulations, the directors may regulate their procedure in such manner as they think fit.

10. No director shall at any meeting at which he is present be personally liable for any liability of the Corporation, or for any act done or omitted by the Corporation or by any director or officer thereof in good faith in pursuance or in connection with the duties of the Corporation.

11. (1) The Corporation may out of its funds pay to the chairman of directors an allowance at the rate of £50 a year, or at any higher rate as may be approved by the Minister of Finance, and to each of the other directors an allowance at the rate of £30 a year.

(2) Any contract which, if made between private persons, must be by deed shall, if made by the Corporation, be in writing under the seal of the Corporation.

12. (1) Any contract which, if made between private persons, must be in writing signed by the parties to be charged therewith shall, if made by the Corporation, be either under the seal of the Corporation, or signed by two directors on behalf of and by direction of the Corporation.

(2) Any contract which, if made between private persons, may be made orally by two persons acting together in the same interests as a director of the Corporation, or if the contract is made by such a director, under the seal of the Corporation, or signed by two directors on behalf of and by direction of the Corporation.

13. (1) The functions of the Corporation shall be to acquire, treat, and sell milk for consumption and use in the Invercargill Milk Treatment District constituted under the Milk Act, 1944, and in neighbouring areas.

(2) Without limiting the general provisions hereinafter contained, it is hereby declared that the Corporation may—

(a) Appoint such officers and servants as it deems necessary for the efficient carrying out of its functions under these regulations;

(b) Manufacture and sell any mixture or compound containing milk for use in the manufacture of ice cream;

(c) Provide for the cool storage of milk and milk products and other articles of human food of whatsoever kind or nature.