



**Tuvalu**

# **TUVALU PHILATELIC BUREAU ACT**

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**CAP. 26.36**





Tuvalu

## TUVALU PHILATELIC BUREAU ACT

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Tuvalu

## TUVALU PHILATELIC BUREAU ACT

### AN ACT TO PROVIDE FOR THE ESTABLISHMENT, INCORPORATION AND MANAGEMENT OF THE TUVALU PHILATELIC BUREAU AND FOR CONNECTED PURPOSES<sup>1</sup>

Commencement [25th May 1982]

## PART I - PRELIMINARY

### 1 Short title

This Act may be cited as the Tuvalu Philatelic Bureau Act.

### 2 Interpretation

In this Act, unless the context otherwise requires —

“**the Appointed Director**” means any Director appointed under the provisions of section 7(1)(b);

“**the Bureau**” means the Tuvalu Philatelic Bureau established by this Act;

“**the Board**” means the Board of Directors of the Tuvalu Philatelic Bureau established under section 6(1);

“**the Chairman**” means the Chairman appointed by the Minister under section 9(1);

“**the Deputy Chairman**” means the Deputy Chairman appointed by the Minister under section 9(1);

“**Director**” means a director of the Board;

“**the former Philatelic Bureau**” means the Philatelic Bureau operating in Tuvalu prior to the commencement of this Act;

“**the Fund**” means the Philatelic Revenue Equalisation Fund established under section 17(3);

“**the Manager**” means the Manager appointed by the Board under section 13(1).

## **PART II - ESTABLISHMENT, FUNCTION AND POWERS**

### **3 Establishment of the Bureau**

- (1) There is established by this Act a Philatelic Bureau to be called the Tuvalu Philatelic Bureau.
- (2) The Bureau —
  - (a) shall be a body corporate with perpetual succession;
  - (b) shall have a common seal;
  - (c) subject to section 5 of the Native Lands Act,<sup>2</sup> may acquire, hold, and dispose of property of every description;
  - (d) may sue or be sued in its corporate name;
  - (e) may do or perform such acts and things as bodies corporate may by law do and perform.

### **4 Functions and powers of the Bureau**

- (1) The Bureau shall carry on general philatelic business to include the sale, promotion and production of stamps and any matters ancillary or necessary thereto.
- (2) Without in any way limiting the generality of subsection (1), the Bureau shall have the powers, in addition to any other powers conferred on it by this Act —
  - (a) to borrow money or grant credit;
  - (b) to appoint agents or correspondents;
  - (c) to make a financial contribution to the Consolidated Fund of the Government of Tuvalu;
  - (d) to carry on any further business which in the opinion of the Board can conveniently be carried on by the Bureau;
  - (e) to incorporate a company under any law of Tuvalu to carry out all or any of the powers or functions of the Bureau and to be owned either wholly by the Bureau or jointly with any other person or persons;

- (f) to do in Tuvalu or elsewhere either alone or jointly with any person or institution all things necessary or convenient to be done for, in connection with, or consequential upon, any of its powers or functions.

## **5 Ministerial directions**

In carrying out its powers, duties and functions under the provisions of this Act the Bureau shall act in accordance with any policy directions in the national interest given to it from time to time in writing by the Minister.

# **PART III - BOARD, MANAGEMENT AND EMPLOYEES**

## **6 The Board**

- (1) There shall be a Board of Directors of the Bureau which shall be constituted as hereinafter provided.
- (2) It shall be the duty of the Board to ensure that the policy of the Bureau is directed towards furthering the national interest.

## **7 Constitution**

- (1) The Board shall consist of Directors who shall be —
  - (a) the Secretary for the Ministry for the time being responsible for the Philatelic Bureau; and
  - (b) four other Directors appointed by the Minister.
- (2) The Appointed Directors shall be appointed for a period to be determined by the Minister but shall be eligible for reappointment.
- (3) The Directors, other than public officers, may be paid by the Bureau such fees and allowances as are determined by the Board and approved by the Minister.
- (4) The Manager shall, unless otherwise directed by the Board or given leave of absence in writing by the Chairman of the Board, be present at all meetings of the Board but shall not be entitled to any vote.

## **8 Disqualification of Directors**

- (1) No person shall be capable of appointment to be an Appointed Director who —
  - (a) is a Member of the Parliament of Tuvalu;
  - (b) is an officer or employee of the Bureau;

- (c) has been declared bankrupt or insolvent by a court in Tuvalu or elsewhere and has not received his discharge;
  - (d) is found lunatic or becomes of unsound mind;
  - (e) has been convicted anywhere of an offence involving dishonesty.
- (2) A Director may resign his office by giving notice in writing to the Minister.
- (3) The Minister shall by notice terminate the appointment of an Appointed Director if —
- (a) that Director is, without the prior written permission of the Chairman, absent from three successive meetings of the Board;
  - (b) in relation to that Director any circumstances arise which, if he were not a Director, would make him incapable of appointment under section 8(1).
- (4) The Minister, after consultation with the Board, may by notice terminate the appointment of any Appointed Director but shall provide that Director with the reason or reasons for doing so.

## **9 Chairman and Deputy Chairman**

- (1) The Minister shall appoint two Directors to be Chairman and Deputy Chairman respectively of the Board for such periods as the Minister may determine but any such appointment shall cease immediately on the appointee ceasing to be a Director.
- (2) The Chairman or the Deputy Chairman may resign his respective appointment by giving notice in writing to the Minister.

## **10 Meetings of Board**

- (1) The Board shall meet as often as the business of the Bureau may require but not less frequently than once in every two months.<sup>3</sup>
- (2) Such meetings shall be at such times and places as the Board shall determine or as the Chairman, or in his absence the Deputy Chairman, shall direct.
- (3) The Chairman, or in his absence the Deputy Chairman, shall be chairman at meetings of the Board and in the absence of both the Chairman and the Deputy Chairman from any meeting or any part of any meeting one of the other Directors shall be appointed by the Board at or during such meeting to be chairman of such meeting or part thereof.
- (4) Three Directors shall form a quorum at any meeting of the Board.
- (5) Each Director shall have one vote.
- (6) Questions arising at a Board Meeting shall be resolved by a simple majority of the votes of the Directors present and voting except that in the event of an

equality of votes the chairman of the meeting or part thereof shall have a second or casting vote.

## 11 Conflict of interest

- (1) A Director shall fully disclose to the Board at the first meeting after, or at any meeting during the course of which, facts have come or come to his knowledge of any direct or indirect interest that he may have in any matter before the Board:

Provided that the provisions of this subsection shall not apply —

- (a) to the Secretary for the Ministry responsible for the Philatelic Bureau in respect of any interests arising in connection with his official duties; and
  - (b) to any interest of a Director arising solely from his being a customer of the Bureau.
- (2) After a Director has, in pursuance of the last preceding subsection, disclosed any interest in any matter before the Board he shall not take part in any further deliberation or in any decision of the Board on that matter:

Provided that the holding of any such interest shall not disqualify the interested Director for the purpose of constituting a quorum at any meeting or part thereof.

## 12 Management

The Bureau shall be managed by a Manager who shall be answerable to, and comply with any resolution of, the Board.

## 13 Manager

- (1) The Manager shall be appointed and may be removed by the Board but no such appointment or removal shall be made without the approval of the Minister. A Manager shall be eligible for re-appointment.
- (2) Where the Manager is precluded by illness, absence from Tuvalu, or any other cause, from exercising his functions as Manager the Minister may appoint an acting Manager who shall act as the Manager until such time as the Manager is able to resume his functions.
- (3) The Manager shall, except as may otherwise be provided in this Act or by resolution of the Board, have the power to act, to enter into contracts, and to sign instruments and documents, on behalf of the Bureau and may, with the approval of the Board, delegate such powers to other officers of the Bureau.
- (4) The Manager shall devote the whole of his services to the Bureau and shall not while holding office, without the approval of the Minister —

- (a) receive any remuneration from any office or any employment other than with the Bureau; or
  - (b) hold any other office or employment whether for remuneration or not.
- (5) The Manager may be paid by the Board such salary and allowances as may be determined by the Board and approved by the Minister.

#### **14 Appointment of officers**

The Manager may appoint such permanent employees as are necessary for the purpose of this Act to be officers of the Bureau.

#### **15 Employees**

The Manager may also appoint such temporary and casual employees as are necessary from time to time.

### **PART IV - CAPITAL AND PROFITS**

#### **16 Funds**

- (1) All the assets of the former Philatelic Bureau immediately before the commencement of this Act shall be transferred to and vested in the Bureau by virtue of this section and without further assurance and the Bureau shall have all the powers necessary to take possession of, recover, and deal with, such assets and to discharge any liabilities.
- (2) All deeds, bonds, instruments and contracts subsisting immediately before the commencement of this Act and to which the former Philatelic Bureau is a party shall be of full force and effect against or in favour of the Bureau and enforceable as fully and effectively as if, instead of the former Philatelic Bureau, the Bureau had been a party thereto.

#### **17 Profits and the Fund**

- (1) The net profits of the Bureau in any financial year shall be declared by the Board after meeting all current expenditures and making provision for such contingencies and purposes as are usually made by commercial enterprises:  
Provided that the Board may declare an interim net profit during the course of any financial year.
- (2) The net profits or interim net profit declared according to subsection (1) shall be allocated as the Minister after consultation with the Board determines —

- (i) as profit to be retained by the Corporation for the better implementation of this Act; and/or
  - (ii) to the Consolidated Fund; and/or
  - (iii) to the Fund.
- (3) There is hereby established a Fund which shall be used for the purpose of reducing the variation from year to year in payments to the Consolidated Fund from the Bureau and which —
  - (a) shall be called the Philatelic Revenue Equalisation Fund;
  - (b) shall not be a Special Fund within the meaning of section 2 of the Public Finance Act;
  - (c) shall not be part of the Consolidated Fund established by section 167(1) of the Constitution of Tuvalu.

## **PART V - ANNUAL REPORTS AND FINANCIAL STATEMENTS**

### **18 Financial Year**

The financial year of the Bureau shall end on such date in each year as the Minister may by Order direct.

### **19 Annual Reports and Statements<sup>4</sup>**

- (1) The Board shall as soon as practicable after the end of each financial year and in any event not later than six months from the end of the financial year prepare —
  - (a) a report on the operations of the Bureau during that year; and
  - (b) financial statements, in the appropriate form, in respect of that year.
- (1A) The report prepared under paragraph (1)(a) shall include details of the financial performance and effectiveness of the Bureau as judged by performance measures that are relevant to the philatelic industry in Tuvalu and are prescribed by the Minister by notice.
- (1B) The initial performance measures referred to in subsection (1a) shall be prescribed by the Minister by notice no later than 31 August, 1996.
- (2) The Auditor General shall inspect and audit and report at least once in every financial year to Parliament on the accounts, transactions, finances and property of the Bureau in accordance with section 172 of the Constitution of Tuvalu<sup>5</sup> and subsection 35(1) of the Public Finance Act<sup>6</sup> and must be satisfied that —

- (a) the accounts of the Bureau have been properly prepared in accordance with generally accepted accounting principles, taking into consideration the requirement for good stewardship and developing practices with respect to the reporting of corporate finances; and
  - (b) expenditure has been incurred with due regard to economy and the avoidance of waste.
- (3) The Auditor General in the report required by subsection (2) of this section, shall state —
- (a) whether the accounts and statements have been properly prepared in accordance with the books and records of the corporation and give a true and fair view of the financial operations and the current financial position of the Bureau;
  - (b) whether the books and records of the Bureau have been properly kept and contain information adequate for the purposes of the audit;
  - (c) whether the financial affairs of the Bureau have been properly conducted; and
  - (d) all other matters arising out of the accounts and statements which he considers should be made known to the Minister and Parliament.

### **19A Corporate Plans<sup>7</sup>**

- (1) The Board shall prepare corporate plans.
- (2) The first corporate plan —
  - (a) shall be for a period of not less than 3 years and not more than 5 years; and
  - (b) shall be prepared and submitted to the Minister no later than 30 September.
- (3) Each subsequent corporate plan shall be for a period of not less than 3 years and not more than 5 years, beginning immediately after the period of the previous corporate plan.
- (4) The Board may review and revise a corporate plan at any time.

### **19B Contents of Corporate Plans<sup>8</sup>**

Each corporate plan prepared under Corporate Plans section 19A shall —

- (a) set out the objectives of the Bureau;
- (b) outline the overall strategies and policies that the Bureau will follow to achieve its objectives and discharge its functions;
- (c) include a forecast of the revenue and expenditure of the Bureau, including capital expenditure;

- (d) include such performance indicators and targets as the Board considers appropriate;
- (e) summarise aid-funded assistance received and planned; and
- (f) include such other matters as may be prescribed by the Minister.

### **19C Presentation of Corporate Plans to Minister<sup>9</sup>**

- (1) As soon as practicable after the Board prepares or revises a corporate plan it shall submit a copy of the corporate plan to the Minister.
- (2) Not later than 90 days after receipt of a corporate plan the Minister may direct the Board to review and revise the corporate plan in accordance with government policies and priorities as communicated by the Minister to the Board.

### **19D Notification of certain matters<sup>10</sup>**

If the Board forms the opinion that matters have arisen which may —

- (a) prevent, or significantly affect, the achievement of the objectives in a corporate plan;
- (b) significantly affect the strategies and policies that are to be followed under the corporate plan; or
- (c) prevent or significantly affect the forecasts of revenue and expenditure under a corporate plan,

the Board must immediately notify the Minister of its opinion and of the reasons for that opinion.

## **PART VI - MISCELLANEOUS**

### **20 Regulations**

The Minister may make regulations for the better carrying out of the purposes of this Act and, without prejudice to the generality of the foregoing, may regulate all matters concerning the Fund as he may think fit including but not limited to —

- (a) the establishment, control and management of the Fund;
- (b) the investment of the Fund; and
- (c) the payment of monies from the Fund into the Consolidated Fund.

### **21 Income tax exemption**

The income of the Bureau shall be exempt from income tax.

**ENDNOTES**

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<sup>1</sup> 1990 Revised Edition, Cap. 107 – Act 2 of 1982, LN 8/1987

Amended by Acts 2 of 1996, 9 of 2002 commencement 1/1/2003 (LN3/2003)

<sup>2</sup> Cap. 46.20

<sup>3</sup> Amended by Act 2 of 1996, commencement 15 April 1996, by Act 4 of 2009

<sup>4</sup> Amended by Act 2 of 1996, Act 9 of 2002

<sup>5</sup> Cap. 1.02

<sup>6</sup> Cap. 4.20

<sup>7</sup> Inserted by Act 2 of 1996

<sup>8</sup> Inserted by Act 2 of 1996

<sup>9</sup> Inserted by Act 2 of 1996

<sup>10</sup> Inserted by Act 2 of 1996