

MUDA AGRICULTURAL DEVELOPMENT AUTHORITY ACT 1972

ACT 70

Preamble

BE IT ENACTED by the Duli Yang Maha Mulia Seri Paduka Baginda Yang di-Pertuan Agong with the advice and consent of the Dewan Negara and Dewan Rakyat in Parliament assembled, and by the authority of the same, as follows:

PART I PRELIMINARY

1. Power to Authority to make regulations in respect of a corporation.

The Authority shall, on or before the date on which any corporation is established under section 28, make regulations in respect of such corporation defining -

- (a) the purposes and objects for which such corporation is established;
- (b) the rights, powers, duties and functions of such corporation;
- (c) the system of management thereof; and
- (d) the relations between such corporation and the Authority and its rights of control over such corporation.

2. Saving.

Nothing in paragraph 1 shall be deemed to authorise the Authority to make regulations to establish any corporation for any purpose or object more extensive in scope than the purposes or objects for which the Authority was constituted or to confer on any corporation any right, duty, power or function which is not within the rights, duties, powers or functions of the Authority under this Act.

PART II THE AUTHORITY

3. Regulations subject to the Act.

Subject to the provisions of this Act and of any regulations made under section 32, any regulations made under paragraph 1 shall be binding on the corporation in respect of which they were made and shall have effect for all purposes as if they had been enacted in this Act.

4. Amendment of the regulations.

The Authority may at any time amend, revoke, or add to, any regulations made in respect of any corporation under paragraph 1 and section 34 of the Interpretation Acts 1948 and 1967 (Act 388), shall apply to any such amended or revoked regulations as if such regulations had been written law.

5. Register of corporation.

The Authority shall keep a register in the prescribed form of all corporations established by it under section 28 and such register together with copies of all regulations made under paragraph 1 shall be open to public inspection at such place or places and at such times as it may prescribe.

6. Winding up.

(1) The Authority may by order published in the Gazette direct that any corporation established by it shall be wound up and dissolved.

(2) Upon the dissolution of any corporation under this paragraph the assets of the corporation after payment of all liabilities shall be transferred to and vested in the Authority.

(3) The winding up of a corporation under this paragraph shall be conducted in such manner as the Authority may prescribe.

7. Corporation to be bodies corporate.

Every corporation established under section 28 shall be a body corporate by such name as the Authority shall give to such corporation and shall have perpetual succession and a common seal and may sue and be sued in such name, and for the purpose of carrying into effect the registered development project for which it has been established may enter into contracts and may hold and deal in or with any immovable or movable property and may do all other matters and things incidental or appertaining to a body corporate not inconsistent with the provisions of this Act and subject to such restrictions or limitations as may be prescribed by the Authority in each case.

8. Common seal of the corporation.

(1) Every corporation shall have a common seal, which shall bear such device as the corporation, with the approval of the Authority may approve, and such seal may from time to time be broken, changed, altered and made anew by the corporation, with the approval of the Authority, as the corporation shall think fit.

(2) Until a seal is provided by the corporation under this paragraph a stamp bearing the name of the corporation encircling the letters "MADA" may be used as a common seal.

(3) The common seal, or the stamp referred to in subparagraph (2), shall be in the custody of such person as the corporation shall direct and shall be authenticated by such person; and all deeds, documents and other instruments purporting to be sealed with the said seal, authenticated as aforesaid, shall until the contrary is proved, be deemed to have been validly executed:

Provided that any document or instrument which if executed by a person not being a body corporate would not be required to be under seal may in like manner be executed by the corporation; and any such document or instrument may be executed on behalf of the corporation by any officer or servant of the corporation generally or specially authorised by the corporation in that behalf.

(4) The seal of every corporation shall be officially and judicially noticed.

9. Validity of act and proceedings.

No act done or proceeding taken under this Act shall be questioned on the ground -

(a) of any vacancy in the membership of, or of any defect in the constitution of, the Authority; or

(b) of the contravention by any member of the Authority relating to the disclosure of interest by such member; or

(c) of any omission, defect or irregularity not affecting the merits of the case.

SECOND SCHEDULE (Section 28 (2))

10. Additional functions of the Authority.

In addition to the duties imposed upon and powers vested in the Authority by this Act, the Authority may undertake such other functions, exercise such other powers and administer and expend such other moneys for such purposes as the Government of the Federation or of the States of Kedah and Perlis or any statutory authority, may assign or give to it and in so doing the Authority shall be deemed to be fulfilling the purposes of this Act and the provisions of this Act shall apply to the Authority in respect of such functions and the administration and expending of such moneys:

Provided always that the accounts of such moneys shall be kept separate and apart from those of the Fund.

11. Returns, reports accounts and information.

(1) The Authority shall furnish the Minister and such other person, body of persons or public authority as may be directed by the Minister, such returns, reports, accounts and information with respect to its property and activities as the Minister may from time to time require or direct.

(2) Without prejudice to the generality of the provisions of subsection (1), the Authority shall, as soon as practicable, after the end of each financial year, cause to be made and transmitted to the Minister and, if so directed by the Minister, to the Government of the States of Kedah and Perlis or any other public authority, a report dealing with the activities of the Authority during the preceding financial year and in such form and containing such information relating to the proceedings and policy of the Authority as the Minister may from time to time specify.

(3) The Minister shall cause a copy of every such report to be laid before the Dewan Rakyat.

PART III

CHAIRMAN, DEPUTY CHAIRMAN, OFFICERS AND SERVANTS OF THE AUTHORITY

12. Chairman to be principal managing officer.

(1) The Chairman shall be the principal managing officer of the Authority and shall be responsible for the preparation of programmes, schemes or projects for the consideration of the Authority, for the issue of policy guidance or of elucidation of decisions of the Authority to the Deputy Chairman and the other officers and servants of the Authority and for the supervision and control over the implementation of such decisions.

(2) All officers and servants of the Authority shall be under the general control of the Chairman.

(3) The Chairman shall perform such other or further duties as the Minister may from time to time determine.

13. Deputy Chairman to be General Manager.

(1) The Deputy Chairman shall be the General Manager of the Authority and shall be responsible for the execution of all programmes, schemes or projects, for the carrying out of the decisions of the Authority and the directions of the Chairman.

(2) The Deputy Chairman shall be responsible to the Chairman.

(3) Subject to the directions of the Chairman, the Deputy Chairman shall have administrative control of the officers and servants of the Authority.

(4) The Deputy Chairman shall perform such other or further duties as the Authority or the Minister may from time to time determine or as the Chairman may from time to time direct.

14. Temporary members of the Authority.

If the Chairman or Deputy Chairman or any other member of the Authority is temporarily absent from Malaysia or temporarily incapacitated through illness or for any other sufficient reason from the performance of his duties, the Yang di-Pertuan Agong or the Minister, as the case may be, may appoint any person to be a temporary Chairman or temporary Deputy Chairman or temporary member of the Authority.

15. Appointment of other officers and servants.

(1) Subject to any regulations made under section 16, the Authority may appoint on such terms and conditions as the Authority may think desirable such other officers and servants as may be necessary for the carrying out the purposes of this Act.

(2) No person shall be eligible for employment as an officer or servant of the Authority who has, directly or indirectly, by himself or his partner, any share or interest in any contract or proposed contract with, for or on behalf of the Authority.

(3) Any officer or servant of the Authority who has or acquires any such share or interest shall be liable in the discretion of the Authority to summary dismissal without notice.

15A. Discipline of officers and servants.

(1) There shall be a Disciplinary Committee of the Authority which shall consist of two members to be elected by and from the members of the Authority, one of whom shall be elected chairman, and the Deputy Chairman appointed under section 5 (1).

(2) The disciplinary authority in respect of every officer and servant of the Authority other than the Deputy Chairman shall be the Disciplinary Committee of the Authority established under subsection (1).

(3) The disciplinary authority in respect of the Deputy Chairman shall be the Disciplinary Committee which shall consist of the Secretary General of the Ministry of Agriculture as chairman and two members to be elected by and from the members of the Authority.

[Am. Act A1053]

(4) The Deputy Chairman shall not be a member of the Disciplinary Committee in any proceedings before it in which he is the complainant; his place shall be taken by a member to be elected by and from the members of the Authority.

(5) In the exercise of its disciplinary functions, the Disciplinary Committee shall have the power to impose such disciplinary punishment as may be provided for under any regulations that may be made under section 32A.

(6) The Disciplinary Committee may, subject to subsection (7), delegate any of its disciplinary functions, powers or duties to any committee of officers or servants of the Authority, in respect of any particular officer or servant of the Authority or in respect of any class or category of officers

or servants of the Authority, and the committee delegated with such functions, powers or duties shall carry out, exercise or discharge them under the direction and control of the Disciplinary Committee which shall have the power to review, rescind or vary any decision or finding of such committee.

(7) No delegation shall be made under subsection (6) so as to enable an officer or servant of the Authority to be a member of a committee which may exercise any disciplinary authority over an officer or servant who is superior to him in rank.

(8) A decision of the Disciplinary Committee established under subsection (1) shall be appealable to the disciplinary Appeal Board established under section 15B.

[Subs. Act A1053]

(9) A decision of the Disciplinary Committee established under subsection (3) shall be appealable to the Minister.

[Subs. Act A1053]

(10) The Disciplinary Appeal Board or the Minister, as the case may be, may confirm, reverse or vary the decision of the Disciplinary Committee.

[Ins. Act A1053]

(11) A decision of the Disciplinary Appeal Board or the Minister under subsection (10) shall be final and conclusive.

15B. Establishment of Disciplinary Appeal Board.

(1) There shall be a Disciplinary Appeal Board of the Authority which shall consist of the following members:

(a) the Chairman of the Authority, who shall be the chairman of the Disciplinary Appeal Board and shall have a casting vote; and

(b) three members of the Authority, not being members of the Disciplinary Committee whose decision is the subject matter of the appeal, to be appointed by the chairman of the Disciplinary Appeal Board with the approval of the Authority for the purpose of the appeal.

(2) When the Disciplinary Appeal Board considers an appeal made under section 15A, a member of the Disciplinary Committee against whose decision the appeal is made who is also a member of the Authority shall not be present or in any way participate in any proceedings relating to the appeal.

15C. Termination in the public interest.

(1) Where the Authority finds or where representations are made to the Authority that it is desirable that the service of an officer or a servant be terminated in the public interest, the Authority may call for a full report from the superior officer of the officer or servant against whom the representations are made which shall contain particulars relating to the work and conduct of the officer or servant.

(2) If, after considering the report received under subsection (1), the Authority is satisfied that, having regard to the conditions of service, the usefulness of the officer or servant, the work and conduct of the officer or servant and all the other circumstances of the case, it is desirable in the

public interest so to do, the Authority may terminate the service of the officer or servant with effect from such date as the Authority shall specify.

(3) It shall be lawful for the appropriate Disciplinary Committee to recommend to the Authority that the service of an officer or a servant be terminated in the public interest notwithstanding that disciplinary proceedings have not been carried out under this Act and the Authority may so terminate the service of the officer or servant.

(4) Notwithstanding any thing in this Act and any other law to the contrary, in terminating the service of an officer or a servant in the public interest under this section, the officer or servant may not be given any opportunity of being heard and an officer or a servant whose service has been terminated in the public interest under this section shall not be regarded as having been dismissed, regardless of whether the termination of service of the officer or servant involved an element of punishment or was connected with conduct in relation to his office which the Authority regards as unsatisfactory or blameworthy.

16. Regulations governing conditions of service of officers and servants.

The Authority may, from time to time, with the approval of the Minister, make regulations governing the conditions of service of its officers and servants.

PART IV FINANCE

17. Establishment of the Fund.

(1) For the purposes of this Act there is hereby established a fund to be administered and controlled by the Authority.

(2) The Fund shall consist of -

(a) such sums as may be provided from time to time for those purposes by Parliament or the Legislative Assembly of the States of Kedah and Perlis;

(b) such sums as may be allocated from time to time to the Authority from loan funds;

(c) moneys earned by the operation of any project, scheme or enterprise financed from the Fund;

(d) moneys earned or arising from any property, investments, mortgages, charges or debentures acquired by or vested in the Authority;

(e) any property, investment, mortgages, charges or debentures acquired by or vested in the Authority;

(f) sums borrowed by the Authority for the purpose of meeting any of its obligations or discharging any of its duties; and

(g) all other sums or property which may in any manner become payable to or vested in the Authority in respect of any matter incidental to its powers and duties.

(3) In this section the expression "loan funds" means such sums as may be made available from time to time to the Government of the Federation by way of loan.

18. Balancing of revenue account.

It shall be the duty of the Authority to conserve the Fund by so exercising and performing its powers, functions and duties under this Act as to secure that the total revenues of the Authority are, subject to any directions given by the Minister under section 8, sufficient to meet all sums properly chargeable to its revenue account, including, without prejudice to the generality of that expression provisions in respect of its obligations under sections 17 and 19 and depreciation and interest on capital, taking one year with another.

19. Reserve fund.

The Authority shall establish and manage a reserve fund within the Fund.

20. Expenses to be charged on the Fund.

The Fund shall be expended for the purpose of -

- (a) paying all expenses incurred under section 25;
- (b) granting loans under section 27;
- (c) paying any expenses lawfully incurred by the Authority, including survey, legal and other fees and costs, and the remuneration of officers and servants appointed and employed by the Authority, including superannuation allowances, pensions or gratuities;
- (d) paying any other expenses, cost or expenditure properly incurred or accepted by the Authority in the execution of its duty or in the discharge of its functions under section 4;
- (e) purchasing or hiring plant, equipment, machinery, stores and any other materials and acquiring land and erecting buildings and carrying out any other works and undertakings in the execution of its duty or in the discharge of its functions under section 4;
- (f) repaying any moneys borrowed under this Act and the interest due thereon; and
- (g) generally, paying any expenses for carrying into effect the provisions of this Act.

21. Expenditure and preparation of Estimates.

(1) The expenses of the Authority up to such amount as may be authorised by the Minister for any one year shall be defrayed out of the Fund.

(2) Before the beginning of September of each year the Authority shall submit to the Minister an estimate of the expenses (including those for development projects) for the following year in such form and containing such particulars as the Minister may direct; and the Minister shall before the beginning of that following year notify the Authority of the amount authorised for expenses generally or of the amounts authorised for each description of expenditure.

(3) The Authority may at any time submit to the Minister a supplementary estimate for any one year and the Minister may allow the whole or any part of the additional expenditure included therein.

(4) The Minister may direct the Authority to submit a copy of the estimate or supplementary estimate, as the case may be, to the Government of the States of Kedah and Perlis or to any other person as may be specified in the direction.

22. Accounts and audit.

(1) The Authority shall keep proper accounts and other records in respect of its operation and shall prepare statement of accounts in respect of each financial year.

(2) The accounts of the Authority shall be audited annually by the Auditor General or other auditor appointed by the Authority with the approval of the Minister.

(3) After the end of each financial year, and as soon as the accounts of the Authority have been audited, the Authority shall cause a copy of the statement of accounts to be transmitted to the Minister or, on being directed so to do by the Minister, to the Government of the States of Kedah and Perlis or any other person, together with a copy of any observations made by the Auditor General or other auditor appointed under subsection (2) on any statement or on the accounts of the Authority.

(4) The Minister shall cause a copy of every such statement and observations to be laid before the Dewan Rakyat.

22A. Surcharge

(1) If it appears to the Authority that any person who is or was in the employment of the Authority -

(a) has failed to collect any moneys owing to the Authority for the collection of which he is responsible;

(b) is or was responsible for any payment from the Fund of moneys which ought not to have been made or for any payment of moneys which is not duly vouched;

(c) is or was responsible, directly or indirectly, for any deficiency in, or for the destruction of, any moneys, stamps, securities, stores or other property of the Authority;

(d) being or having been an accounting officer, fails or has failed to keep proper accounts or records;

(e) has failed to make any payment, or is or was responsible for any delay in the payment, of moneys from the Fund to any person to whom such payment is due under any contract, agreement or arrangement entered into between that person and the Authority,

the Authority shall serve on him a written notice calling on him to show cause why he should not be surcharged, and if a satisfactory explanation is not, within fourteen days from the date of service of the notice as aforesaid, furnished to the Authority with regard to the failure to collect, payment which ought not to have been made, payment not duly vouched, deficiency or destruction, or failure to keep proper accounts or records, or failure to make payment, or delay in making payment, the Authority may surcharge against the said person a sum not exceeding the amount of any such amount not collected, such payment, deficiency, or loss or the value of the property destroyed, as the case may be; and with regard to the failure to keep proper accounts or records, or the failure to make payment, or the delay in making payment, the Authority may surcharge against the said person such sum as the Authority may think fit.

(2) The Chairman shall cause the Deputy Chairman to be notified of any surcharge made under subsection (1) and the Deputy Chairman shall thereupon notify the person surcharged.

(3) The Authority may at any time withdraw any surcharge in respect of which a satisfactory explanation has been received or if it otherwise appears that no surcharge should have been made, and the Chairman shall at once cause the Deputy Chairman to be notified of such withdrawal.

(4) The amount of any surcharge made under subsection (1) and not withdrawn under subsection (3) shall be a debt due to the Authority from the person against whom the surcharge is made and may be sued for and recovered in any court at the suit of the Authority and may also be recovered by deduction -

(a) from the salary of the person surcharged if the Authority so directs;

(b) from the pension of the person surcharged if the Authority so directs,

by equal monthly installments not exceeding one-fourth of the total monthly salary or pension, as the case may be, of the person.

PART V

OTHER POWERS OF THE AUTHORITY

23. Delegation of powers of the Authority.

(1) The Authority may, subject to such conditions, limitations or restrictions as it thinks fit, delegate to the Chairman, Deputy Chairman or any other person the power and authority to carry out on its behalf such powers, duties or functions by this Act vested in or imposed on the Authority as the Authority may determine, except the power to borrow money, raise loans or make regulations; and any power or functions so delegated may be exercised or performed by the Chairman or Deputy Chairman or such other person, as the case may be, in the name and on behalf of the Authority.

(2) Without prejudice to the generality of subsection (1), the Authority may delegate to the Chairman, Deputy Chairman, any of its other members or any person authority to sanction expenditure from the Fund or any other money under the control of the Authority up to such limit as the Authority shall in such case specify.

24. Power to borrow.

(1) The Authority may from time to time borrow, at such rate of interest and for such period and upon such terms as to the time and method of repayment and otherwise as the Minister of Finance may approve, any sums required by the Authority for meeting any of its obligations or discharging any of its duties.

(2) The Authority may, from time to time, with the approval of the Minister of Finance, borrow money by the issue of bonds, debentures or debenture stock, or raise capital by the issue of shares or stock of such class and value and upon such terms as it may deem expedient, for all or any of the following purposes -

(a) the provisions of working capital;

(b) the fulfilling of the duties of the Authority under this Act;

(c) the fulfilling of such additional functions as may be undertaken by the Authority under this Act;

(d) the redemption of any shares or stock which it is required or entitled to redeem; and

(e) any other expenditure properly chargeable to capital account.

25. Investment.

The assets of the Authority shall, in so far as they are not required to be expended by the Authority under this Act, be invested in such manner as the Minister of Finance may approve.

26. Power to employ agents.

The Authority may employ and pay agents and technical advisers including advocates and solicitors, bankers, stockbrokers, surveyors or valuers or other persons, to transact any business or to do any act required to be transacted or done in the execution of its duties or for the better carrying into effect the purposes of this Act.

27. Power to make loans.

In the execution of its duty or in the discharge of its functions, the Authority may make loans, and such loans may be granted subject to such terms and conditions as the Authority may deem fit to impose in particular cases.

28. Power to establish corporation.

(1) The Authority may from time to time by Order published in the Gazette establish a corporation by such name as the Authority may think fit to carry out and have the charge, conduct and management of any project, scheme or enterprise which has been planned or undertaken by the Authority in execution of its duties or discharge of its functions.

(2) The provisions of the Second Schedule shall apply to the corporation established by the Authority under subsection (1).

29. Compulsory acquisition of land.

(1) When any immovable property, not being State land, is needed to be acquired by the Authority for the purposes of this Act, such property may be acquired in accordance with the provisions of any written law relating to the acquisition of land for a public purpose for the time being in force in the State in which such property is situated, and any declaration required by any such written law that such land is so needed may be made notwithstanding that compensation is to be paid by the Authority; and such declaration shall have effect as if it were a declaration that such land is needed for a public purpose in accordance with such written law.

(2) The expenses and compensation in respect of any immovable property acquired under this section shall be paid by the Authority.

(3) When any immovable property has been acquired under this section, the Authority shall extract the necessary documents of title in respect of such property and shall pay any rent to which such property may be subject.

30. (Repealed).

[Repealed by Act 478]

PART VI GENERAL

31. Obligation of secrecy.

(1) Except for the purpose of this Act or of any criminal proceedings under this Act, no member, officer or servant of the Authority shall disclose any information which has been obtained by him in the course of his duties and which is not published in pursuance of this Act.

(2) Any person contravening the provisions of subsection (1) shall be guilty of an offence and shall, on conviction, be liable to imprisonment for a term not exceeding six months or to a fine not exceeding one thousand ringgit or to both.

32. Power to make regulations.

(1) The Authority may, with the approval of the Minister, make such regulations as may be expedient or necessary for the better carrying out of the provisions of the Act.

(2) Without prejudice to subsection (1) regulations under that subsection may be made for -

(a) prescribing the manner in which documents, cheques and instruments of any description shall be signed or executed on behalf of the Authority;

(b) prescribing for the responsibilities and control of officers and servants of the Authority;

(c) imposing fees in such cases as may be determined by the Authority;

(d) providing for such matters in connection with shares, stock, bonds, debentures or debenture stock issued under this Act as may appear necessary or expedient to the Authority and, in particular, for regulating the method of issue, transfer, redemption or other dealing with such shares, stock, bonds, debentures or debenture stocks;

(e) prescribing the manner in which and the terms and conditions on which loans may be granted by the Authority under section 27; and

(f) providing generally for the exercise of its powers and duties under the provisions of this Act.

(3) Such regulations -

(a) may prescribe that any act or omission in contravention of the provisions of any regulation shall be an offence; and

(b) may provide for the imposition of penalties for such offences, which penalties shall not exceed one thousand ringgit.

32A. Power to make disciplinary regulations.

(1) The Authority may, with the approval of the Minister, make such disciplinary regulations as it deems necessary or expedient to provide for the discipline of the officers and servants of the Authority.

(2) The disciplinary regulations made by the Authority under this section may include provisions for the interdiction with reduction in salary or in other remuneration, or provisions for the suspension without salary or other remuneration, of an officer or servant of the Authority during the pendency of disciplinary proceedings.

(3) The disciplinary regulations made under this section shall create such disciplinary offences and provide for such disciplinary punishments as the Authority may deem appropriate, and the punishments so provided may extend to dismissal or reduction in rank.

(4) The disciplinary regulations made under this section shall, in prescribing the procedure for disciplinary proceedings, provide for an opportunity for the person against whom disciplinary proceedings are taken to make representations against the disciplinary charge laid against him before a decision is arrived at by the Disciplinary Committee except in the following cases:

(a) where an officer or a servant of the Authority is dismissed or reduced in rank on the ground of conduct in respect of which a criminal charge has been proved against him;

(b) where the Authority, on the recommendations of the Minister charged with the responsibility for home affairs, is satisfied that in the interest of the security of Malaysia or any part thereof it is not expedient to carry out the requirements of this subsection; or

(c) where there has been made against an officer or a servant of the authority any order of detention, supervision, restricted residence, banishment or deportation, or where there has been imposed on an officer or a servant of the Authority any form of restriction or supervision, by bond or otherwise, under any law relating to the security of Malaysia or any part thereof, prevention of crime, preventive detention, restricted residence, banishment, immigration, or protection of women and girls.

[Subs. Act A1053]

(5) The disciplinary regulations made under this section shall provide for the procedure for the hearing of an appeal against the decision of the Disciplinary Committee.

[Ins. Act A1053]

(6) For the purpose of this section, "officer" includes the Deputy Chairman.

Repealed by Act 478[Ins. Act A1053]

33. Repeal and revocation.

The Emergency (Essential Powers) Ordinance No. 29 1970 (P.U. (A) 115/70) is hereby repealed and the Muda Agricultural Development Authority (Incorporation) Regulations 1970 (P.U. (A) 175/70) is hereby revoked.

FIRST SCHEDULE

(Section 5 (3))

[Am. Act A761]

1. Terms and conditions of appointment, revocation and resignation.

(1) A member of the Authority shall hold office for such term and subject to such conditions as may be specified in the instrument appointing him.

(2) The appointment of any member may at any time be revoked by the appointing authority without assigning any reason therefor.

(3) A member may at any time resign his office by letter addressed to the appointing authority.

(4) A member shall devote such time to the business of the Authority as may be necessary to the discharge of his duties.

2. Office deemed vacated.

(1) The office of a member of the Authority shall be deemed to have been vacated -

(a) if he dies; or.

- (b) if there has been proved against him, or he has been convicted on, a charge in respect of -
- (i) an offence involving fraud, dishonesty or moral turpitude; or
 - (ii) an offence under any law relating to corruption; or
 - (iii) any other offence punishable with imprisonment (in itself only or in addition to or in lieu of a fine) for more than two years; or
- (c) if he becomes bankrupt; or
- (d) if he is of unsound mind or is otherwise incapable of performing his duties; or
- (e) if he absents himself from three consecutive meetings without leave of the Authority; or
- (f) in the event of his resignation being accepted; or
- (g) if his appointment is revoked.
- (2) Where any member ceases to be a member by reason of any of the provisions of this Act, a person shall be appointed in his place in accordance with the provisions applying.

3. Remuneration and allowances.

There shall be paid to members of the Authority or any other person such salaries, remuneration or allowances as the Authority may determine after consultation with the Minister.

4. Meetings.

- (1) The Authority shall meet at least once in every month.
- (2) The quorum of the Authority shall be four.
- (3) At all meetings of the Authority the Chairman, or in his absence, such member as the members present may elect, shall preside.
- (4) If on any question to be determined by the Authority there is an equality of votes, the Chairman or the member presiding shall have a casting vote in addition to his deliberative vote.
- (5) Subject to subparagraphs (1), (2), (3) and (4), the Authority shall determine its own procedure.

5. Authority may invite others to meetings.

The Authority may request any person (not being a member of the Authority) to attend any meeting or deliberation of the Authority for the purpose of advising it on any matter under discussion, but any person so attending shall have no right to vote at the said meeting or deliberation.

6. Common seal.

- (1) The Authority shall have a common seal, which shall bear such device as the Authority shall approve and such seal may from time to time be broken, changed, altered or made anew, as the Authority may think fit.

(2) Until a seal is provided by the Authority a stamp bearing the description "Kemubu Agricultural Development Authority" may be used and shall be deemed to be a common seal.

(3) The common seal or the stamp referred to in subparagraph (2) shall be kept in the custody of the Chairman or such other person as may be authorised by the Authority, and shall be authenticated by either the Chairman or such authorised person or by any officer authorised by either of them in writing; and all deeds, documents and other instruments purporting to be sealed with the said seal, authenticated as aforesaid, shall until the contrary is proved be deemed to have been validly executed:

Provided that any document or instrument which if executed by a person not being a body corporate would not be required under seal may in like manner be executed by the Authority and any such document or instrument may be executed on behalf of the Authority by any officer or servant of the Authority generally or specially authorised by the Authority in that behalf.

(4) The seal of the Authority shall be officially and judicially noticed.

7. Disclosure of interest.

A member of the Authority having, directly or indirectly, by himself or his partner, any interest in any company or undertaking with which the Authority proposes to make any contract or having any interest in any such contract or in any matter under discussion by the Authority shall disclose to the Authority the fact of his interest and the nature thereof, and such disclosure shall be recorded in the minutes of the Authority, and unless specifically authorised thereto by the Chairman, such member shall take no part in any deliberation or decision of the Authority relating to the contract.

8. Minutes.

(1) The Authority shall cause minutes of all meetings of the Authority to be maintained and kept in a proper form.

(2) Any minutes made of meetings of the Authority shall, if duly signed, be receivable in evidence in all legal proceedings without further proof and every meeting of the Authority in respect of the proceedings of which minutes have been so made shall be deemed to have been duly convened and held and all members thereat to have been duly qualified to act.

9. Validity of act and proceedings.

No act done or proceeding taken under this Act shall be questioned on the ground -

- (a) of any vacancy in the membership of, or of any defect in the constitution of, the Authority; or
- (b) of the contravention by any member of the Authority relating to the disclosure of interest by such member; or
- (c) of any omission, defect or irregularity not affecting the merits of the case.

SECOND SCHEDULE

(Section 28 (2))

[Am. Act A157]

1. Power of Authority to make regulations in respect of a corporation.

The Authority shall, on or before the date on which any corporation is established under section 28, make regulations in respect of such corporation defining -

- (a) the purposes and objects for which such corporation is established;
- (b) the rights, powers, duties, and functions of such corporation;
- (c) the systems of management thereof; and
- (d) the relations between such corporation and the Authority and its rights of control over such corporation.

2. Saving.

Nothing in paragraph 1 shall be deemed to authorise the Authority to make regulations to establish any corporation for any purpose or object more extensive in scope than the purposes or objects for which the Authority was constituted or to confer on any corporation any right, duty, power or function which is not within the rights, duties, powers or functions of the Authority under this Act.

3. Regulations subject to the Act.

Subject to the provisions of this Act and of any regulations made under section 32, an regulations made under paragraph 1 shall be binding on the corporation in respect of which they were made and shall have effect for all purposes as if they had been enacted in this Act.

4. Amendment of the regulations.

The Authority may at any time amend, revoke, or add to, any regulations made in respect of any corporation under paragraph land section 34 of the Interpretation Acts 1948 and 1967 shall apply to any such amended or revoked regulations as if such regulations had been written law.

5. Register of corporation.

The Authority shall keep a register in the prescribed form of all corporations established by it under section 28 and such register together with copies of all regulations made under paragraph 1 shall be open to public inspection at such place or places and at such times as it may prescribe.

6. Winding up.

- (1) The Authority may by order published in the Gazette direct that any corporation established by it shall be wound up and dissolved.
- (2) Upon the dissolution of any corporation under this paragraph the assets of the corporation after payment of all liabilities shall be transferred to and vested in the Authority.
- (3) The winding up of a corporation under this paragraph shall be conducted in such manner as the Authority may prescribe.

7. Corporation to be bodies corporate.

Every corporation established under section 28 shall be a body corporate by such name as the Authority shall give to such corporation and shall have perpetual succession and a common seal

and may sue and be sued in such name, and for the purpose of carrying into effect the registered development project for which it has been established may enter into contracts and may hold and deal in or with any immovable or movable property and may do all other matters and things incidental or appertaining to a body corporate not inconsistent with the provisions of this Act and subject to such restrictions or limitations as may be prescribed by the Authority in each case.

8. Common seal of the corporation.

(1) Every corporation shall have a common seal, which shall bear such device as the corporation, with the approval of the Authority may approve, and such seal may from time to time be broken, changed, altered and made anew by the corporation, with the approval of the Authority as the corporation shall think fit.

(2) Until a seal is provided by the corporation under this paragraph a stamp bearing the name of the corporation encircling the letters "MADA" may be used as a common seal.

(3) The common seal, or the stamp referred to in subparagraph (2), shall be in the custody of such person as the corporation shall direct and shall be authenticated by such person; and all deeds, documents and other instruments purporting to be sealed with the said seal, authenticated as aforesaid, shall until the contrary is proved, be deemed to have been validly executed:

Provided that any document or instrument which if executed by a person not being a body corporate would not be required to be under seal may in like manner be executed by the corporation; and any such document or instrument may be executed on behalf of the corporation by any officer or servant of the corporation generally or specially authorised by the corporation in that behalf.

(4) The seal of every corporation shall be officially and judicially noticed.