

## FIRST SCHEDULE

Sections 1, 2 and 29.

## THE BOARDS, THE REGIONAL RAILWAY BOARDS AND THE HOLDING COMPANY

## PART I

## THE FOUR BOARDS

- 1       Bach Board shall be a body corporate with perpetual succession and a common seal.
- 2       Each Board may act notwithstanding a vacancy among its members.
- 3       The quorum of the Railways Board shall be five, and the quorum of each of the other Boards shall be three and, subject as aforesaid, the Boards may regulate their own procedure.
- 4       (1) The application of the seal of any Board shall be authenticated by the signatures of the chairman of the Board or some other member of the Board authorised by the Board to authenticate the application of the seal thereof, and of the secretary of the Board or some person authorised by the Board to act in his stead in that behalf.  
(2) A Board may authorise a person to act instead of the secretary under this paragraph whether or not the secretary is absent or incapable of acting.
- 5       Every document purporting to be an instrument issued by any of the Boards and to be sealed as aforesaid, or to be signed on behalf of any Board, shall be received in evidence and be deemed to be such an instrument without further proof unless the contrary is shown.
- 6       (1) A member of any Board shall hold and vacate his office in accordance with the terms of his appointment and shall, on ceasing to be a member, be eligible for re-appointment.  
(2) Any member may at any time by notice in writing to the Minister resign his office.
- 7       (1) Before appointing a person to be a member of any Board, the Minister shall satisfy himself that that person will have no such financial or other interest as is likely to affect prejudicially the discharge by him of his functions as a member of a Board, and the Minister shall also satisfy himself from time to time with respect to every member of any of the Boards that he has no such interest; and any person who is, or whom the Minister proposes to appoint to be, a member of a Board shall, whenever requested by the Minister so to do, furnish to him such information as the Minister considers necessary for the performance by the Minister of his duties under this paragraph.  
(2) A member of any Board who is in any way directly or indirectly interested in a contract made or proposed to be made by the Board shall disclose the nature of his interest at a meeting of the Board ; and the disclosure shall be recorded in the minutes of the Board, and the member shall not take any part in any deliberation or decision of the Board with respect to that contract.  
(3) For the purposes of the last foregoing sub-paragraph a general notice given at a meeting of a Board by a member of the Board to the effect that he is a member of a specified company or firm and is to be regarded as interested in any contract which may, after the date of the notice, be made with that company or firm, shall be regarded as a sufficient disclosure of his interest in relation to any contract so made.

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*Status: This is the original version (as it was originally enacted).*

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A member of a Board need not attend in person at a meeting of the Board in order to make any disclosure which he is required to make under this paragraph if he takes reasonable steps to secure that the disclosure is made by a notice which is brought up and read at the meeting.

- 8 (1) Each Board—
- (a) shall pay to the members thereof such salaries or fees, and such allowances, as the Minister may, with the approval of the Treasury, determine, and
  - (b) on the retirement or death of any of the members as to whom the Minister may, with the approval of the Treasury, determine that such provision should be made, shall pay to or in respect of them such pensions as he may so determine,
- and if a person ceases to be a member of a Board, otherwise than on the expiration of his term of office, and it appears to the Minister that there are special circumstances which make it right that that person should receive compensation the Minister may, with the approval of the Treasury, require the Board to pay to that person a sum of such amount as the Minister may with the approval of the Treasury determine.
- (2) The Minister shall, as soon as possible after the first appointment of any person as a member of a Board, lay before each House of Parliament a statement of the salary or fees and of the allowances that are or will be payable under this paragraph ; and, if any subsequent determination by him under this paragraph involves a departure from the terms of that statement, or if a determination by him under this paragraph relates to the payment of, or of payment towards the provision of, a pension to or in respect of, a member of the Board, the Minister shall, as soon as possible after the determination, lay a statement (thereof before each House of Parliament.
- (3) So much of sub-paragraph (1) of this paragraph as requires that the pensions, if any, which are to be paid in the case of members of a Board are to be determined by the Minister with the approval of the Treasury shall not apply in relation to any pension payable apart from the provisions of this paragraph.

## PART II

### THE REGIONAL RAILWAY BOARDS

- 9 The chairman and other members of each Regional Railway Board shall be appointed by the Railways Board with the approval of the Minister.
- 10 (1) Each Regional Railway Board shall consist of a chairman' and not more than nine other members.
- (2) Any person holding the office of general manager (whatever title that office carries) of a part of the national railways system for the management of which a Regional Railway Board is responsible, and, where there are joint holders of that office, each of them, shall by virtue of that office be a member of that Regional Railway Board so long as he holds that office.
  - (3) The chairman and other members of each Regional Railway Board, other than those holding office as members by virtue of the last foregoing sub-paragraph, shall be appointed from among persons—

- (a) who appear to the Railways Board to have had wide experience of, and to have shown capacity in, transport, industrial, commercial or financial matters, administration, applied science, or the organisation of workers, or
  - (b) who have had wide experience of, and are conversant with, the special requirements and circumstances of the region with which the Regional Railway Board is concerned, including in particular the special transport requirements in that region.
- 11 (1) A member of a Regional Railway Board, other than a person holding office as a member by virtue of sub-paragraph (2) of paragraph 10 of this Schedule, shall hold office in accordance with the terms of his appointment but may at any time by notice in writing to the Railways Board resign his office.
- (2) A person on ceasing to be a member of a Regional Railway Board shall be eligible for re-appointment
- 12 (1) The Railways Board—
  - (a) shall pay to the members of each Regional Railway Board such salaries or fees, and such allowances, as the Minister may, with the approval of the Treasury, determine, and
  - (b) on the retirement or death of any member of a Regional Railway Board as to whom the Minister may, with the approval of the Treasury, determine that such provision should be made, shall pay to or in respect of him such pensions as the Minister may so determine,and if a person ceases to be a member of a Regional Railway Board, otherwise than on the expiration of his term of office, and it appears to the Minister that there are special circumstances which make it right that that person should receive compensation the Minister may, with the approval of the Treasury, require the Railways Board to pay to that person a sum of such amount as the Minister may with the approval of the Treasury determine.
- (2) The foregoing sub-paragraph shall not apply to a person who is a member of a Regional Railway Board by virtue of sub-paragraph (2) of paragraph 10 of this Schedule.
- (3) The Minister shall, as soon as possible after the first appointment of any person as a member of a Regional Railway Board, lay before each House of Parliament a statement of the salary or fees and of the allowances that are or will be payable under this paragraph; and, if any subsequent determination by him under this paragraph involves a departure from the terms of that statement, or if a determination by him under this paragraph relates to the payment of, or of payment towards the provision of, a pension to or in respect of a member of a Regional Railway Board, the Minister shall, as soon as possible after the determination, lay a statement thereof before each House of Parliament.
- (4) So much of this paragraph as requires that the pensions, if any, which are to be paid in the case of members of a Regional Railways Board are to be determined by the Minister with the approval of the Treasury shall not apply to any pension payable apart from the provisions of this paragraph.
- 13 The procedure of each Regional Railway Board, including the quorum at meetings of the Board, shall be such as the Board may, with the approval of the Railways Board, determine.

### PART III

#### THE HOLDING COMPANY

- 14 (1) A director of the Holding Company shall hold and vacate his office in accordance with the terms of his appointment and shall, on ceasing to be a director, be eligible for re-appointment.
- (2) A director of the Holding Company may at any time by notice in writing to the Minister resign his office.
- 15 (1) The Holding Company—
- (a) shall pay to the directors thereof such salaries or fees, and such allowances, as the Minister may, with the approval of the Treasury, determine, and
  - (b) on the retirement or death of any of the directors as to whom the Minister may, with the approval of the Treasury, determine that such provision should be made, shall pay to or in respect of them such pensions as he may so determine,
- and if a person ceases to be a director of the Holding Company, otherwise than on the expiration of his term of office, and it appears to the Minister that there are special circumstances which make it right that that person should receive compensation, the Minister may, with the approval of the Treasury, require the Holding Company to pay to that person a sum of such amount as the Minister may with the approval of the Treasury determine.
- (2) The Minister shall, as soon as possible after the first appointment of any person as a director of the Holding Company, lay before each House of Parliament a statement of the salary or fees and of the allowances that are or will be payable under this paragraph ; and, if any subsequent determination by him under this paragraph involves a departure from the terms of that statement, or if a determination by him under this paragraph relates to the payment of, or of payment towards the provision of, a pension to or in respect of, a member of the Holding Company, the Minister shall, as soon as possible after the determination, lay a statement thereof before each House of Parliament.
- (3) So much of sub-paragraph (1) of this paragraph as requires that the pensions, if any, which are to be paid in the case of directors of the Holding Company are to be determined by the Minister with the approval of the Treasury shall not apply in relation to any pension payable apart from the provisions of this paragraph.
- 16 (1) The Holding Company may act notwithstanding a vacancy among the directors.
- (2) The Minister may by order regulate the procedure of the Holding Company, including the quorum at meetings of the Holding Company.
- An order under this sub-paragraph may vary or revoke a previous order, and shall be made by statutory instrument which shall be laid before Parliament.
- (3) If and so far as the procedure of the Holding Company is not regulated by an order under the last foregoing sub-paragraph, it shall be such as the Holding Company may determine.
- (4) The Holding Company shall have a common seal, and the application of that seal shall be authenticated by the signatures of the chairman or some other director of the Holding Company authorised by the Holding Company to authenticate the

application thereof, and of the secretary of the Holding Company or some person authorised by the Holding Company to act in his stead in that behalf.

The Holding Company may authorise a person to act instead of the secretary under this paragraph whether or not the secretary is absent or incapable of acting.

- (5) Every document purporting to be an instrument issued by the Holding Company and to be sealed as aforesaid, or to be signed on behalf of the Holding Company, shall be received in evidence and be deemed to be such an instrument without further proof unless the contrary is shown.