

CHAPTER 215

THE INDUSTRIAL DEVELOPMENT BOARD ACT

Arrangement of Sections

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INDUSTRIAL DEVELOPMENT BOARD

(21st November, 1953.)

13/1953.
21/1955.
18/1989.

S.I. 3911989.

1. This Act may be cited as the Industrial Development Board Act. **Short title.**

2. In this Act— **Interpretation.**

"Board" means the Industrial Development Board established under section 3;

"chairman" means chairman of the Board;

"meeting" means meeting of the Board;

"member" means member of the Board;

"secretary" means secretary of the Board.

3. (1) There shall be established in accordance with this Act a Board to be called the "Industrial Development Board" which shall be a body corporate with perpetual succession and a common seal. **Establishment of Industrial Development Board.**

(2) The common seal of the Board shall be authenticated by the signatures of the chairman and the secretary and shall be judicially noticed.

(3) All deeds and other documents required by law to be made under seal shall be sealed with the common seal of the Board, and signed by the chairman and countersigned by the secretary.

(4) All documents, other than those required by law to be under seal, made by, and all decisions, of the Board may be signified under the hand of the secretary.

(5) The Board shall have the power to make contracts and to sue and be sued in their corporate name.

(6) The Board shall have an office in the city of Saint John's.

(7) Subject to the provisions of this Act—

(a) all powers, authorities, interests, rights, immunities and privileges vested in the Industrial Development Board as constituted under the provisions of the Industrial Development Ordinance, 1952 (hereinafter called the "former Board") immediately before the commencement of this Act, including the right to recover and receive all moneys due and payable to the former Board, shall be deemed to be vested in the Board, and all property real and personal belonging to the former Board is hereby declared to be vested in the Board;

(b) the benefits and burdens of any contract to which the former Board is a party and which is in force immediately before the commencement of this Act shall be deemed to have been transferred from the former Board to the Board.

Constitution of Board.

4. (1) The Board shall consist of as many members as the Cabinet may determine and appoint:

Provided that the persons appointed and serving as members of the Industrial Development Board established under the Industrial Development Ordinance, 1952, immediately before the commencement of this Act shall, for the period of their appointments under the said Ordinance and until appointments are made under this subsection, constitute the Industrial Development Board established under this Act, and every such appointment as aforesaid shall have effect as if it were made under the provisions of this Act.

(2) Every member shall hold office during the pleasure of the Cabinet:

Provided that every member shall automatically vacate his office after he has held it for two years but he shall be eligible for reappointment.

(3) The Minister shall appoint from among the members a chairman who shall preside at all meetings but

in his absence the members present shall elect one of their number to be chairman of the meeting.

(4) A member shall vacate his office if he—

(a) resigns in writing addressed to the Minister;

(b) departs from Antigua and Barbuda without the leave of the Board or remains out of Antigua and Barbuda after the expiration of his leave;

(c) fails, without reasonable excuse (the sufficiency whereof shall be determined by the Board) to attend three consecutive meetings of the Board.

(5) The Cabinet may at any time appoint some person to be a member—

(a) for the unexpired period of office of any member who shall die or vacate his office;

(b) for the period of any leave granted to a member.

(6) Where the chairman is absent from Antigua and Barbuda or on leave, the Minister may appoint another member to be chairman for the time being.

(7) The powers of the Board shall not be affected by any vacancy in the membership thereof.

5. (1) The Board may employ—

(a) an executive officer;

(b) a secretary;

(c) an accountant; and

(d) engineers, officers, inspectors, and such clerks, workmen and labourers as may be necessary,

and fix the salaries or wages to be paid to them:

Provided that no salary in excess of the rate of three thousand dollars per annum shall be assigned to any post without the prior approval of the Minister:

Provided further that no appointment to any post carrying a salary in excess of three thousand dollars per

**Appointment of
officers and
servants.**

annum shall be made without the prior approval of the Minister.

(2) The Board may suspend or dismiss any such officer or person.

(3) The Board may require any such officer or servant to give security to their satisfaction for the due execution of his duties.

Establishment of provident fund, etc.

6. It shall be lawful for the Board to provide for the establishment and maintenance of a provident fund or pensions scheme for the benefit of the officers and servants of the Board and for that purpose to make such arrangements as the Board may deem necessary:

Provided that no such provident fund or pensions scheme shall be established without the prior approval of the Minister.

Decisions of the Board.

7. Decisions of the Board may be taken at meetings or, in cases in which the chairman shall so direct, by the recording of the opinions of members on papers circulated among them:

Provided that where papers are circulated—

(a) the chairman may direct that the papers shall not be circulated to any member who through interest, illness, absence from Antigua and Barbuda or otherwise, is, in the opinion of the chairman, incapacitated from voting on such papers;

(b) a decision shall not be acted upon unless it is unanimous.

Meetings of the Board.

8. (1) The chairman or any two other members may at any time call a meeting.

(2) The quorum of the Board at any meeting shall be three.

(3) The decisions of the Board at a meeting shall be by majority of votes:

Provided that, in any case in which the voting shall be equal, the chairman shall have a second or casting vote.

(4) Minutes of each meeting shall be kept in proper form by the secretary and shall be confirmed by the chairman at the next ensuing meeting and a copy of such minutes shall as soon as practicable thereafter be forwarded to the Minister.

(5) No act done or proceeding taken under this Act shall be questioned on the ground of the contravention by a member of the provisions of section 9.

(6) Subject to the provisions of this section the Board shall have power to regulate their own proceedings.

9. (1) Subject to the provisions of this section, it shall be the duty of a member who is in any way, whether directly or indirectly, interested in an application to the Board for a loan under the provisions of this Act or in a company or firm in receipt of such a loan, or in a contract or proposed contract with the Board, to declare the nature of his interest at a meeting.

Disclosure by member of interest in transaction with Board and disqualification from voting, etc.

(2) In the case of any such application or proposed contract the declaration required by this section to be made by a member shall be made at the meeting at which the question of granting or refusing the application or entering into the contract is first taken into consideration; or, if such member was not at the date of that meeting interested in the application or proposed contract, at the next meeting held after he became so interested; and in a case where such member acquires an interest in any company or firm in receipt of a loan from the Board or becomes interested in a contract with the Board after it is made, the said declaration shall be made at the first meeting held after such member acquires such interest or becomes interested.

(3) For the purpose of this section, a general notice given to the other members by a member to the effect that he is also a member of a specified company or firm and is to be regarded as interested in any application for a loan from the Board or in any contract which may, after the date of the notice, be made by or with that company or firm, shall be deemed to be a sufficient declaration of interest in relation to any application or contract so made:

Provided that no such notice shall be of effect unless either it is given at a meeting or the member concerned takes

reasonable steps to ensure that it is brought up and read at the next meeting after it is given.

(4) A member shall not vote in respect of any application to the Board for a loan in which he is interested, or in respect of any contract or arrangement in which he is interested, and if he shall do so his vote shall not be counted, nor shall he be counted in the quorum present at the meeting.

(5) Any member who fails to comply with the provisions of subsections (1), (2) and (3) or contravenes the provisions of subsection (4) shall be guilty of an offence against this Act, and shall be liable on summary conviction to a fine not exceeding five thousand dollars or to imprisonment with or without hard labour for a term not exceeding six months.

Power of the Board to acquire and dispose of property.

10. (1) Subject to the provisions of this Act, the Board may acquire, hold, mortgage and dispose of any property real and personal:

Provided that no purchase, sale or disposition of any land by the Board shall be made without the approval of the Minister.

(2) If the Board is unable to acquire by agreement and on reasonable terms any land which they consider it necessary to acquire for the purposes of this Act, the Board shall report the fact to the Minister and, if the Board so requests, the Minister may, if he thinks fit, take the necessary steps to acquire such land compulsorily under the provisions of the Land Acquisition Act.

Duties and powers of the Board.

11. (1) It shall be the duty of the Board to stimulate, facilitate and undertake the development of industry in Antigua and Barbuda.

(2) The Board shall have power for the purpose of the discharge of their duty under subsection (1)—

(a) to carry on all activities the carrying on whereof appear to them to be requisite, advantageous or convenient for or in connection with the discharge of their said duty, including the processing and marketing of products and research activities;

(b) to promote the carrying on of any such activities by other bodies or persons, and for that purpose to establish or expand, or promote the establishment or expansion of, other bodies to carry on any such activities either under the control or partial control of the Board or independently, and to give assistance to such bodies or to other bodies or persons appearing to the Board to have facilities for the carrying on of any such activities, including financial assistance by the taking up of share or loan capital, or by loan or otherwise;

(c) to carry on any such activities in association with other bodies or persons (including Government authorities) or as managing agents or otherwise on their behalf.

(3) The Cabinet may, after consultation with the chairman, give to the Board directions in writing of a general character as to the policy to be followed in the exercise and performance of their functions in relation to matters appearing to them to concern the public interest and the Board shall give effect to any such directions.

12. It shall be lawful for the Board, with the approval of the Minister, to delegate to any person or body of persons, as their agents, any of the powers and duties conferred on them by this Act in relation to the carrying out of any activity authorized under section 11. **Power to delegate.**

13. (1) The Minister may, with the approval by resolution of the Legislature, place at the disposal of the Board such funds as may be necessary for carrying out their duties under this Act, either out of the proceeds of loans raised for the purpose or out of the general revenue. The repayment by the Board of such funds placed at its disposal by way of loan shall be made out of the revenue derived from their business under this Act by payments to the Accountant-General of such amounts, at such rates of interest and at such times as shall be specified in the resolution. **Advances and repayment of advances.**

(2) Pending the raising of any such loans, it shall be lawful for the Minister by warrant under his hand to authorize the Accountant-General to make advances to the Board in

such sums and on such terms and conditions as he may think fit for the purposes authorized by this Act.

(3) The Board may, with the approval of the Minister, borrow such sum or sums of money as the Board think proper for defraying the expenses incurred in the conduct of their business under this Act and the Board may enter into arrangements with any bank with which the Board may have a current account to overdraw their account to such extent as may be approved as aforesaid.

Funds of the Board.

14. (1) The funds of the Board shall consist of—

(a) such sums as may be placed at the disposal of the Board under section 13;

(b) such sums as may accrue to the Board from the conduct of their business under this Act;

(c) such sums as may be provided annually for the purpose in the Estimates of Revenue and Expenditure of Antigua and Barbuda;

(d) such sums as may be granted to or acquired by the Board with the approval of the Minister from any other source.

(2) The funds of the Board shall be applied towards—

(a) the payment of rates, taxes and insurance premiums;

(b) the payment of all expenses, including the remuneration, salaries and wages of the officers and servants of the Board;

(c) the payment of all other expenses incurred by the Board in the exercise of their powers and in the conduct of their business under this Act;

(d) the payment of interest on loans and advances and the repayment of any such loans and advances;

(e) the creation of a reserve fund up to such limit as the Minister may authorize.

(3) It shall be lawful for the Board, with the approval of the Minister, to invest at interest any funds of the Board.

(4) Subject to such conditions, including the charging of a rate of interest as it may deem fit to impose in particular cases, the Board may, out of their funds and resources, make loans in accordance with the provisions of this Act in that behalf in the execution of their duty or in the discharge of their functions under section 11.

15. (1) The Board shall cause to be kept proper books and accounts and other records in relation to their business in such form as may be approved by the Director of Audit or such other Auditor as may be appointed by the Minister. **Accounting.**

(2) Separate accounts shall be kept in respect of each activity undertaken by the Board.

(3) All moneys of the Board accruing from their business under this Act shall be paid to the credit of the Board into a current or savings account at such bank or banks as may be appointed by resolution of the Board, and such moneys shall be paid into such bank from day to day.

(4) Cheques against any banking account shall be signed by the secretary and countersigned by the chairman or such other member appointed for the purpose by resolution of the Board, a copy of which shall be certified by the chairman and forwarded to the bank concerned.

(5) It shall be the duty of the Board so to exercise and perform their functions as to ensure that their revenues are not less than sufficient to meet all sums properly chargeable to their revenue account (including, without prejudice to the generality of that expression, provisions in respect of their obligations under sections 13 and 14), taking one year with another.

16. (1) All accounts kept by the Board shall be audited annually by the Director of Audit or such other Auditor as may be appointed by the Minister. **Audit of accounts.**

(2) Such Auditor shall have the right of inspection of such accounts at all reasonable times and the Board shall afford all necessary facilities to the Auditor and when required by him to do so produce to him all books and documents in their possession or control.

(3) The Auditor's fees, if any, and any expenses of the Audit shall be paid by the Board.

Annual Report.

17. (1) The Board shall, on or before the 30th day of April in each year, furnish to the Minister a report upon their work during the year ending the 31st day of December last preceding, including—

(a) a balance sheet and a complete statement of revenue and expenditure, duly audited; and

(b) the report of the Auditor.

(2) Every report furnished under subsection (1) shall be laid before the Legislature.

No personal liability to attach to members of Board.

18. No personal liability shall attach to any member in respect of anything done or suffered in good faith under the provisions of this Act, and any sums of money, damages or costs which may be recovered against them or any of them for anything done or suffered as aforesaid shall be paid out of the funds of the Board.

Offences in respect of loans.

19. Any person—

(a) who obtains a loan from the Board under the provisions of this Act by means of any false representation; or

(b) who, having obtained a loan from the Board under the provisions of this Act, wilfully destroys any security given in relation to any such loan,

shall be guilty of an offence against this Act, and shall be liable on summary conviction to a fine not exceeding twenty-four thousand dollars, or to imprisonment with or without hard labour for a term not exceeding six months.

Fiat of Director of Public Prosecutions.

20. Proceedings for the offences arising out of the provisions of this Act or in connection with any loan made hereunder shall not be instituted without the consent in writing of the Director of Public Prosecutions.