

## Royal Charter

---

### Australian Red Cross Society (**Society**)

Founded 1914

Incorporated by Royal Charter 1941

---

# Contents

CONTENTS .....	2
CONSOLIDATED ROYAL CHARTER.....	3
SCHEDULE 1 CHARTER INCORPORATING AUSTRALIAN RED CROSS SOCIETY IN THE FORM OF A LETTER PATENT OF GEORGE VI DATED 28 JUNE 1941 .....	7
SCHEDULE 2 THE FIRST SUPPLEMENTAL CHARTER DATED 4 NOVEMBER 1961 .....	16
SCHEDULE 3 THE SECOND SUPPLEMENTAL CHARTER DATED 19 APRIL 1999 .....	18
SCHEDULE 4 THE THIRD SUPPLEMENTAL CHARTER DATED 1 APRIL 2005 .....	20
SCHEDULE 5 THE FOURTH SUPPLEMENTAL CHARTER DATED 12 OCTOBER 2010 .....	23

# Consolidated Royal Charter

This consolidated version sets out the Charter incorporating Australian Red Cross Society in the form of a Letter Patent of George VI dated 28 June 1941 [see Schedule 1], as amended by:

- The First Supplemental Charter dated 4 November 1961 [see Schedule 2];
  - The Second Supplemental Charter dated 19 April 1999 [see Schedule 3];
  - The Third Supplemental Charter dated 1 April 2005 [see Schedule 4]; and
  - The Fourth Supplemental Charter dated 12 October 2010 [see Schedule 5].
- 

To all to whom these Presents shall come, Greeting!

**Whereas** it has been represented to Us by Our Prime Minister of Our Commonwealth of Australia as follows:-

- (i) That the Australian Red Cross Society is an unincorporated Society formed in the year 1914 as a Branch of the British Red Cross Society and that its primary objects are the furnishing of aid to the sick and wounded irrespective of nationality, the rendering of assistance in the case of any great public disaster calamity or need, and the improvement of health the prevention of disease and the mitigation of suffering in Australia and elsewhere and that it is governed by a Council and has its affairs managed and regulated by an Executive annually appointed by the Council and that Her Excellency the wife of Our Governor-General of Our Commonwealth of Australia is President of the said Society and Harold Bayard Piper Chairman of the Council thereof.
- (ii) That the said Society is representative of the whole of Australia and of the Territories thereof (including the Territory of New Guinea) and has been authorised by Our Minister of State for Defence of Our Commonwealth of Australia pursuant to the Geneva Convention Act 1938 of Our Commonwealth of Australia to use therein the heraldic emblem of the red cross on a white ground formed by reversing the Federal colours of Switzerland and to use the words "Red Cross" and also to render assistance to the Medical Services constituted under the Defence Acts of Our Commonwealth of Australia and to the Medical Units and establishments thereof and also that the said Society is recognised by the International Committee of the Red Cross as an autonomous national Society.
- (iii) That the said Society since its formation has received voluntary donations and subscriptions throughout Our Commonwealth of Australia and otherwise and has thereby accumulated funds and other assets which are held for the purposes of the said Society.
- (iv) That it will greatly promote and facilitate the work of the said Society if the same is incorporated by this Our Charter and that it will be expedient that the said Society when so incorporated should have such powers and be subject to such provisions as are hereinafter contained.
- (v) That a draft of Rules for the management of the affairs of the said Society when so incorporated (a true copy of which draft is annexed hereto) has been submitted to and approved by a specially convened meeting of the Council and a copy of such draft has for the purpose of identification been signed by the Acting Chairman.
- (vi) That it has been resolved at a specially convened meeting of the Council that if and when this Our Charter shall have been granted the assets of every description belonging to or held in trust for the said Society or for the use of the said Society in the furtherance of any object thereof shall be transferred to and vested in the Society so incorporated subject nevertheless to the Society so incorporated thereof defraying and providing for all debts and liabilities (if any) then incurred by or on behalf of the said unincorporated Society to which the said assets may at the moment of such transfer and vesting be applicable.

~~Now, therefore, know ye~~ that We, having taken the said representations into Our Royal consideration and being always ready to give Our Royal countenance and encouragement to all useful and charitable works by virtue of Our Royal Prerogative in this behalf and of all other powers thereunto Us enabling do of Our special grace certain knowledge and mere motion by these presents for Us Our Heirs and Successors give grant and ordain that Her Excellency the wife of Our Governor-General of Our Commonwealth of Australia and the said Chairman and all other persons who are now members of the said unincorporated Society or shall hereafter in accordance with the Rules of the Society hereby incorporated become members thereof shall while they remain members of the Society hereby incorporated in accordance with the Rules thereof be one body politic and corporate by the name "Australian Red Cross Society" for the primary objects hereinbefore recited and by its said name shall sue and be sued, plead and be impleaded in all Courts and in all manner of actions and suits and shall have power to do all other matters and things incidental or appertaining to a body corporate And shall have perpetual succession with a Common Seal which may be changed or varied by it at its pleasure Provided that the Society hereby incorporated may with approval of a specially convened meeting of the Council and with the approval of Our Governor-General from time to time hereafter change its name but no change in its name so made shall affect any of its rights or obligations or render defective any legal proceedings instituted by or against it and any legal proceeding may be continued or commenced by or against it by its new name that might have been continued or commenced by or against it by its former name.

And We do hereby further grant and ordain that the Society hereby incorporated shall have and may exercise all or any of the powers hereby mentioned and shall be entitled to the benefit of and be subject to the provisions hereinafter contained and such provisions shall have effect accordingly.

1. In this Charter unless the context otherwise requires:

"**Commonwealth Taxation Act**" means the *Income Tax Assessment Act 1997* (Cwlth) and any amendments to or substitutions of that Act as appropriate.

"**Fundamental Principles**" means the Fundamental Principles of the International Red Cross and Red Crescent Movement adopted by the International Conference of the Red Cross and Red Crescent.

"**Governor-General**" means Governor-General in and over Our Commonwealth of Australia acting with the advice of the Federal Executive Council.

"**Geneva Conventions**" means the First Convention for the amelioration of the condition of the wounded and sick in armed forces in the field, the Second Convention for the amelioration of wounded sick and shipwrecked members of armed forces at sea, the Third Convention relative to the treatment of Prisoners of War and the Fourth Convention relative to the protection of Civilian Persons in time of war (copies of which Conventions are set out in the Schedules to the Geneva Conventions Act No.103 of 1957 of the Parliament of Our Commonwealth of Australia) and include any Convention or other arrangement in substitution for or an addition to or any modification amendment or extension of the said Conventions or any of them to which Our Commonwealth of Australia is for the time being a party.

"**The Society**" shall mean the Australian Red Cross Society incorporated by this Charter.

"**The unincorporated Society**" shall mean the unincorporated body known at the date of this Charter as the "Australian Red Cross Society".

"**The Rules**" shall mean the Rules of the Society for the time being in force under or by virtue of this Charter.

"**The Patrons**" "**The President**" "**The Chairman of the Council**" "**The Vice-Chairmen of the Council**" and "**The Council**" shall mean respectively the Patrons of the Society the President of the Society the Chairman of the Council the Vice-Chairmen of the Council and the Council for the time being in accordance with this Charter or the Rules.

"**The Board**" shall mean the Board for the time being appointed by the Council in accordance with the Rules or such number of the members of such Board as under the Rules shall for the time being be entitled to act as such Board.

And words importing the singular number shall include the plural number and vice versa and words importing the masculine gender shall include the feminine gender and words importing persons shall include corporations.

2. The Society shall have the legal capacity and powers of an individual and all the powers of a body corporate, including all such powers as are necessary or convenient for carrying out the objects of the Society. The Society does not have the power to issue shares.

The Society shall at all times act in conformity with the Geneva Conventions and their Additional Protocols, the laws of Australia and the Fundamental Principles.

The Society shall carry out the functions set out in this Charter, the functions required of the Society by international treaties relating to international humanitarian law to which Australia is a party and the resolutions of the International Conference of the Red Cross and Red Crescent.

The Society is a voluntary aid society, auxiliary to the public authorities in the humanitarian field, including during times of emergency and times of armed conflict in accordance with the Geneva Conventions and their Additional Protocols.

The public authorities shall at all times respect the adherence by the Society to the Fundamental Principles.

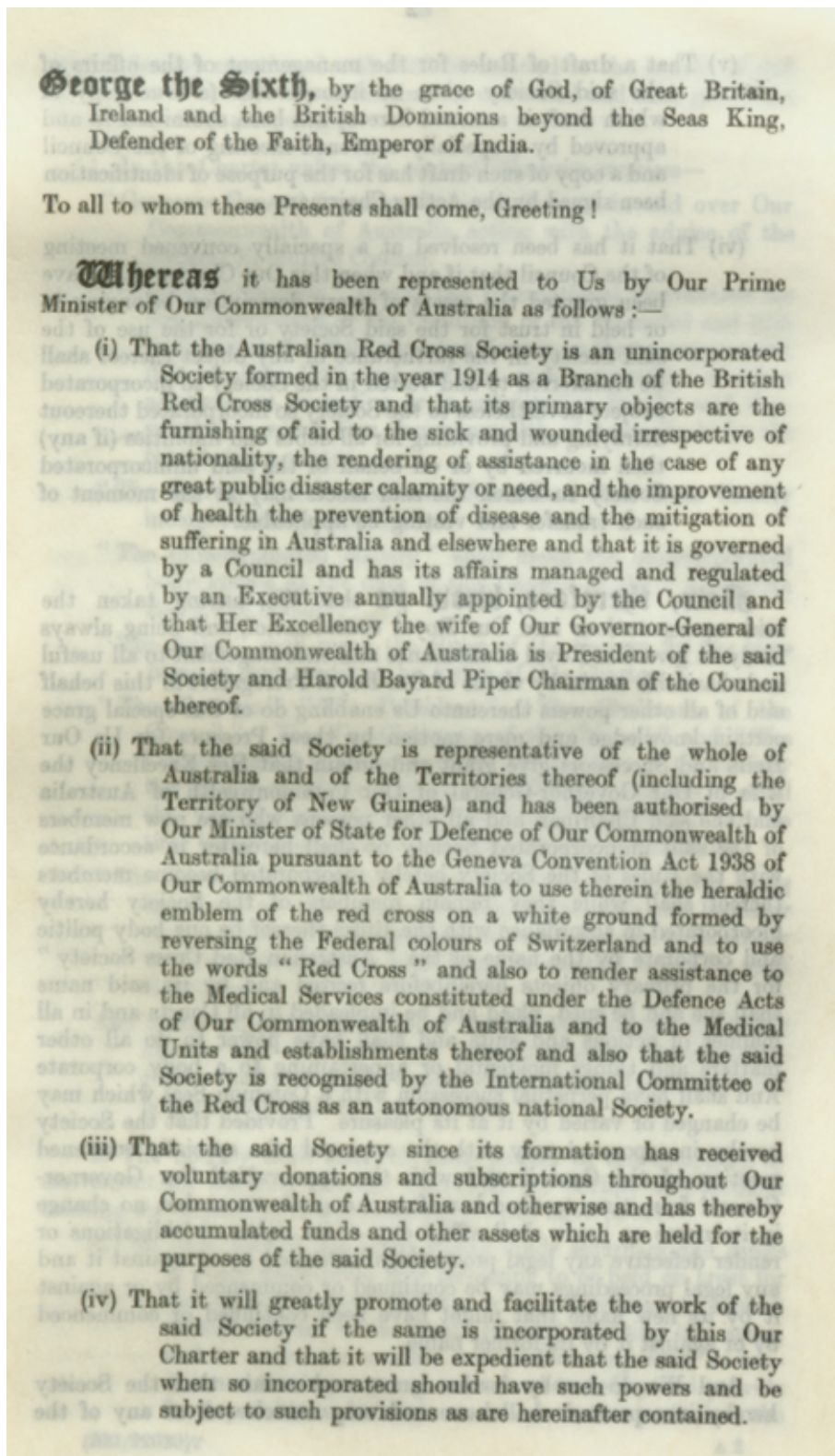
The Society is the only Red Cross society in the territory of Australia.

The Society is authorised to use as its emblem a red cross on a white ground for all the purposes foreseen by the International Conference of the Red Cross and Red Crescent, in conformity with the Geneva Conventions, their Additional Protocols and the Regulations on The Use of The Emblem by National Societies adopted by the International Conference of the Red Cross and Red Crescent.

3. There shall be a Patron of the Society. We do hereby reserve to Ourselves and to Her Majesty the Queen to be the first Patron. The subsequent Patron from time to time shall be the Governor-General, if the Governor-General so consents to accept the office.
4. The accounts of the Society must be audited annually by an external auditor and the audited accounts must be laid before the Council at its Annual General Meeting.
5. The organisation of the Society shall be undertaken and its affairs managed and regulated in accordance with Rules as may for the time being be in force under or by virtue of the succeeding provisions of this Clause. Any of the Rules may from time to time be altered added to or repealed and any new Rules may from time to time be made by the Council upon Resolution passed by a majority consisting of not less than three-fourths of the members of the Council present in person or by proxy of which Resolution at least two months' written notice of motion, or such shorter notice as may be consented to in writing or by telegram by at least three-fourths of all members of the Council has been given PROVIDED that no new Rules and no alteration of or addition to any of the Rules shall have any force or effect if it be repugnant to any of the provisions of this Charter or to the law and PROVIDED further that no new Rule and no alteration of or addition to or repeal of any of the Rules shall have any force or effect until it has been approved by Our Governor-General.
6. It shall be lawful for Us, Our Heirs and Successors by Supplementary Charter to add to, amend or repeal the provisions of this Our Charter or any of them, provided that a resolution to accept and approve such Supplementary Charter shall have been passed by the votes of a majority consisting of not less than three-fourths of the members of the Council present in person or by proxy at a General Meeting of the Council specially called for the purpose on at least two months' notice in writing.

7. And We do hereby further declare that when the Society shall cease to be a Society for the purposes aforesaid and the affairs thereof shall have been completely wound up and its debts and obligations fully discharged this Our Charter shall be absolutely void. If after discharge of all debts and obligations there remains any moneys or assets of the Society We do further declare that those remaining moneys or assets shall be paid or transferred to such charitable institution or purposes in Australia as shall be nominated by Our Governor-General:
- (a) which has objects and/or purposes similar to those of the Society;
  - (b) whose memorandum of association or constitution prohibits the distribution of its income and property among its members to an extent at least as great as imposed on the Society; and
  - (c) which is an institution entitled to receive deductible gifts under a Commonwealth Taxation Act.
8. And We do for Ourselves Our Heirs and Successors grant and declare that this Charter or the enrolment thereof shall be in all things valid and effectual in law according to the true intent and meaning of the same and shall be recognised as valid and effectual by all Our Courts and Judges in Our dominions and by all other officers persons and bodies politic and corporate whom it doth concern and that the same shall be construed in the most favourable and beneficial sense and for the best advantage of the Society as well in all Our Several Courts of Record as elsewhere notwithstanding any non-recital or mis-recital uncertainty or imperfection in this Charter.

Schedule 1 Charter incorporating Australian Red Cross Society in the form of a Letter Patent of George VI dated 28 June 1941



- (v) That a draft of Rules for the management of the affairs of the said Society when so incorporated (a true copy of which draft is annexed hereto) has been submitted to and approved by a specially convened meeting of the Council and a copy of such draft has for the purpose of identification been signed by the Acting Chairman.
- (vi) That it has been resolved at a specially convened meeting of the Council that if and when this Our Charter shall have been granted the assets of every description belonging to or held in trust for the said Society or for the use of the said Society in the furtherance of any object thereof shall be transferred to and vested in the Society so incorporated subject nevertheless to the Society so incorporated thereout defraying and providing for all debts and liabilities (if any) then incurred by or on behalf of the said unincorporated Society to which the said assets may at the moment of such transfer and vesting be applicable.

**Now, therefore, know ye** that We, having taken the said representations into Our Royal consideration and being always ready to give Our Royal countenance and encouragement to all useful and charitable works by virtue of Our Royal Prerogative in this behalf and of all other powers thereunto Us enabling do of Our special grace certain knowledge and mere motion by these Presents for Us Our Heirs and Successors give grant and ordain that Her Excellency the wife of Our Governor-General of Our Commonwealth of Australia and the said Chairman and all other persons who are now members of the said unincorporated Society or shall hereafter in accordance with the Rules of the Society hereby incorporated become members thereof shall while they remain members of the Society hereby incorporated in accordance with the Rules thereof be one body politic and corporate by the name of the "Australian Red Cross Society" for the primary objects hereinbefore recited and by its said name shall sue and be sued, plead and be impleaded in all Courts and in all manner of actions and suits and shall have power to do all other matters and things incidental or appertaining to a body corporate And shall have perpetual succession with a Common Seal which may be changed or varied by it at its pleasure Provided that the Society hereby incorporated may with the approval of a specially convened meeting of the Council and with the approval of Our Governor-General from time to time hereafter change its name but no change in its name so made shall affect any of its rights or obligations or render defective any legal proceedings instituted by or against it and any legal proceedings may be continued or commenced by or against it by its new name that might have been continued or commenced by or against it by its former name.

And We do hereby further grant and ordain that the Society hereby incorporated shall have and may exercise all or any of the



powers hereby mentioned and shall be entitled to the benefit of and be subject to the provisions hereinafter contained and such provisions shall have effect accordingly.

1. In this Charter unless the context otherwise requires—

“Governor-General” means Governor-General in and over Our Commonwealth of Australia acting with the advice of the Federal Executive Council.

“Geneva Convention” means the International Convention for the Amelioration of the Condition of the Wounded and Sick in Armies in the Field signed at Geneva on the twenty-seventh day of July 1929 and includes any convention or other arrangement amending or in substitution for the said Convention to which Our Commonwealth of Australia is for the time being a party.

“The Society” shall mean the Australian Red Cross Society incorporated by this Charter.

“The unincorporated Society” shall mean the unincorporated body known at the date of this Charter as the “Australian Red Cross Society.”

“The Rules” shall mean the Rules of the Society for the time being in force under or by virtue of this Charter.

“The Patrons” “The President” “The Chairman of the Council” “The Vice-Chairman of the Council” and “The Council” shall mean respectively the Patrons of the Society the President of the Society the Chairman of the Council the Vice-Chairman of the Council and the Council for the time being in accordance with this Charter or the Rules.

“The Executive” shall mean the Executive for the time being appointed by the Council in accordance with the Rules or such number of the members of such Executive as under the Rules shall for the time being be entitled to act for such Executive.

And words importing the singular number shall include the plural number and vice versa and words importing the masculine gender shall include the feminine gender and words importing persons shall include Corporations.

2. The Society shall have all such powers as are necessary or convenient for carrying out the objects of the Society and without limiting the generality of the foregoing it shall have power—

(1) To take over all the lands stocks funds securities and assets of every description now belonging to or held on trust for the unincorporated Society or any Division or Branch thereof subject to the trusts (if any) affecting the same, and to undertake execute and perform any trust or conditions affecting any such assets and to defray and provide for any debts or liabilities to which the same shall at the

moment of such acquisition be applicable and to give to any trustees in whom any such lands stocks funds securities or assets may now be vested a valid receipt discharge and indemnity for and in respect of any such lands stocks funds securities or assets which are handed over to the Society as aforesaid.

- (2) To undertake execute and perform any trusts or conditions affecting any real or personal property of any description deemed likely to be useful for any of the purposes of the Society.
- (3) To purchase take on lease or hire or otherwise acquire and hold any lands buildings easements or hereditaments of any tenure or any other real or personal property and to construct provide maintain repair and alter any buildings works ships stores plant and things which may from time to time be deemed requisite whether within Our dominions or elsewhere for any of the purposes of the Society.
- (4) To accumulate sell transfer improve manage develop exchange let sub-let mortgage dispose of or otherwise deal with or turn to account all or any property or rights of the Society.
- (5) To establish and disestablish State or Territorial Divisions and Branches of such Divisions and to delegate to them such powers and duties as it shall think fit and to enrol subscribing guaranteeing and honorary members and associates according to the Rules in all parts of Our Commonwealth of Australia and the Territories thereof (including the Territory of New Guinea) to organise classes and lectures and publish and sell or distribute papers books pamphlets and information for the purpose of stimulating interest in and promoting the objects of the Society and of qualifying persons to assist therein and to take all other measures which may seem necessary for providing and maintaining an efficient organisation for the purposes of the Society.
- (6) To authorise (subject to such conditions if any as the Council shall think fit) any State or Territorial Division of the Society to have and use an official Seal of the Society, which Seal shall be a facsimile of the Common Seal of the Society with the addition on its face of the name of the Division for which it is to be used; and any deed or document to which any such official Seal is attached shall bind the Society as if it had been sealed with the Common Seal of the Society.
- (7) (a) For any of the purposes of the Society to receive and accept contributions donations endowments and gifts of money lands hereditaments stocks funds shares securities and any other assets whatever and either subject or not subject to any special trusts or conditions and to borrow

or raise money with or without security and (b) to receive take charge of distribute and administer any establishments ships stores plant articles things or funds which may be made over delivered to or entrusted to it for the purposes of aiding the sick and wounded in war provided that such charge distribution and administration of establishments ships stores plant articles things or funds to the benefit of which sick or wounded belligerents may be admitted are carried out in time of war under the direct supervision and control and with the consent of Our Minister of State for Defence Co-ordination of Our Commonwealth of Australia or such other Minister of State or authority as in thereto authorised by Our Governor-General and (c) in particular and without prejudice to the scope or effect of the preceding provisions of this paragraph to accept and take by way of gift and absorb upon any terms the undertaking and assets of any association or body whether incorporated or not carrying on work similar to any work for the time being carried on by the Society and to undertake any of the liabilities of any such other Association or body.

(8) To supply hospitals and ambulances vehicles clothing comforts and the like for the sick and wounded in war and generally to supplement the hospitals, medical stores and equipment for the medical services of Our Defence Forces or the Defence Forces of any Ally of Ours.

(9) To render aid to the sick and wounded in war, irrespective of nationality, even though our Australian forces are not engaged.

(10) To act as a Voluntary Aid Society subject to the provisions of the Geneva Convention or any similar conventions or arrangements in any country or countries whether within Our Commonwealth of Australia or elsewhere in or near which any war may be in progress or may be anticipated and whether or not any of Our Forces shall be or shall be expected to be engaged therein and to apply for and accept from any belligerent Power for itself its property and personnel all such privileges permissions and immunities and to observe all such conditions and generally to do all such acts and things as may be useful necessary or incidental thereto.

(11) To render aid in the event of any great public disaster calamity or need in Australia or elsewhere.

(12) To enrol men and women who are qualified by having obtained certificates in First Aid and Home Nursing into Voluntary Aid Detachments and to co-operate with the order of St. John or other approved Ambulance Associations in the formation of units of trained men and women.

- (13) To maintain Red Cross Hospitals and to promote Junior Red Cross Organisations Blood Transfusion Services Emergency Services and such other peace time and war time organisations and activities as are in conformity with the primary objects of the Society and are approved by the Council.
- (14) To make and carry out any arrangement for joint working or co-operation with any other association or body whether incorporated or not carrying on work similar to any work for the time being carried on by the Society.
- (15) To join or assist any International Red Cross Association or Organisation.
- (16) (a) To organise examinations and to issue certificates in respect of such examinations and (b) to affiliate to the Society any society or organisation or local branch thereof which is carrying on in any part of the world work similar to any work for the time being carried on by the Society and to enrol members of such society or organisation as subscribing guaranteeing or honorary members or associates according to the Rules (c) from time to time to accept as a branch of the Society any society or organisation or any local branch thereof which the Society has power to affiliate under sub-paragraph (b) of this paragraph.
- (17) To invest all moneys and funds of the Society which are not immediately required to be expended for the purposes thereof and which the Society may think proper to be invested in such investments as may be authorised with respect thereto by or by the powers contained in the instrument (if any) of gift of such moneys or funds or of the moneys or property from which the same shall have arisen or by the powers contained in any writing or writings under the hand or signed on behalf of the donor within six months after the gift or so far as such instrument writing or writings do not extend in investments authorised by the law for the time being in force in any of the States or Territories of Our Commonwealth of Australia (including the Territory of New Guinea) for the investment of trust funds or to deposit the same with any Bank Provided that the Society shall not invest money in or retain any securities in respect whereof any liability exists except securities taken over from the unincorporated Society but save as in this proviso mentioned nothing in this Charter shall prevent the Society from the full exercise of any discretion or authority given by the donor in the choice of investments and whether the same may be of wasting speculative or reversionary nature or otherwise. All investments may be varied or transposed from time to time into or for other investments authorised according to the provisions of this paragraph with respect to the

original investments or the proceeds thereof. Moneys of the Society awaiting investment may be advanced on the security of stocks funds or securities the purchase of which would be authorised by the law for the time being in force in any of the States or Territories of Our Commonwealth of Australia (including the Territory of New Guinea) for the investment of trust funds.

- (18) To appoint and to remunerate and to dismiss such officers and servants as it deems necessary for carrying on the work of the Society and to fix the duties and powers and the terms and conditions of employment of such officers and servants.
- (19) To appoint and remunerate such auditors or to make such arrangements for the auditing of its accounts as it deems desirable.
- (20) To appoint and remunerate such Solicitors and Counsel as it deems desirable to act as legal advisers to the Society.
- (21) To make awards of certificates badges and medals or other forms of distinction for Red Cross Service.
- (22) To grant continue and pay such salaries pensions gratuities or other sums in recognition of service (whether rendered before or after the granting of this Charter) as may from time to time be sanctioned by the Council.
- (23) To apply for and exercise any powers obtained under any supplemental Charter or the law of any part of Our dominions which may be deemed expedient for any of the purposes of the Society.
- (24) To do all such other acts and things as are or may be deemed incidental or conducive to the attainment of any of the purposes of the Society or the exercise of any of its said powers.

Provided always that in all matters falling within the scope of the Geneva Convention the Society shall observe and comply with the provisions of such Convention.

3. There shall be Patrons of the Society. We do hereby reserve to Ourselves and to Her Majesty the Queen to be the first Patrons. Subsequent Patrons from time to time shall be such persons as may accept that office upon the request of the Council with the approval of the President. The President shall be Her Excellency the wife of Our Governor-General of Our Commonwealth of Australia for the time being or such other person as Our Governor-General may appoint after consultation with the Council. The management and control of the Society shall be vested in the Council which shall be the governing body thereof and subject to the Rules may exercise on behalf of the Society all or any of the powers vested in the Society. The first Chairman of the Council shall be Harold Bayard Piper and the first Council shall consist of those persons who were members of the Council of the unincorporated Society immediately before the granting of this

Our Charter and the same shall hold office until the first Annual General Meeting of the Council and thereafter the Council shall be constituted in the manner prescribed by the Rules.

4. There shall be an Executive appointed by the Council in the manner prescribed by the Rules which shall have such powers and duties as shall be prescribed by the Rules.

5. A Division of the Society shall be constituted in each State of Our Commonwealth of Australia and in such of the Territories thereof (including the Territory of New Guinea) as the Council may determine; until otherwise determined by the Council the existing Divisions of the unincorporated Society shall be Divisions of the Society for their respective existing territories. The Divisions of the Society shall exercise such powers and perform such functions and duties as shall be prescribed by the Rules.

6. An Annual General Meeting of the Council shall be held once in every year and the Executive shall lay before such Annual General Meeting such accounts and make such reports as may from time to time be prescribed by the Rules.

7. An Extraordinary Meeting of the Council may be called at any time by the President or by the Chairman of the Council.

8. The accounts to be submitted to an Ordinary General Meeting of the Council shall be audited by the Auditor-General of Our Commonwealth of Australia or by a member of the Institute of Chartered Accountants in Australia or of such other recognised Association of Accountants as the Council shall from time to time approve.

9. The organisation of the Society shall be undertaken and its affairs managed and regulated in accordance with Rules in the terms of the said draft Rules so approved by the Council of the unincorporated Society as aforesaid or with such other Rules as may for the time being be in force under or by virtue of the succeeding provisions of this Clause. Any of the Rules may from time to time be altered added to or repealed and any new Rules may from time to time be made by the Council upon Resolution passed by a majority consisting of not less than three-fourths of the members of the Council present in person or by proxy of which Resolution at least two months' written notice of motion, or such shorter notice as may be consented to in writing or by telegram by at least three-fourths of all the members of the Council has been given. Provided that no new Rule and no alteration of or addition to any of the Rules shall have any force or effect if it be repugnant to any of the provisions of this Charter or to the law.

And provided further that no new Rule and no alteration of or addition to or repeal of any of the Rules shall have any force or effect until it has been approved by Our Governor-General.

10. It shall be lawful for Us, Our Heirs and Successors by Supplementary Charter to add to, amend or repeal the provisions of this Our

Charter or any of them, provided that a resolution to accept and approve such Supplementary Charter shall have been passed by the votes of a majority consisting of not less than three-fourths of the members of the Council present in person or by proxy at a General Meeting of the Council specially called for the purpose on at least two months' notice in writing.

11. And We do hereby further declare that when the Society shall cease to be a Society for the purposes aforesaid and the affairs thereof shall have been completely wound up and its debts and obligations fully discharged this Our Charter shall be absolutely void.

12. And We do for Ourselves Our Heirs and Successors grant and declare that this Charter or the enrolment thereof shall be in all things valid and effectual in law according to the true intent and meaning of the same and shall be recognised as valid and effectual by all Our Courts and Judges in Our dominions and by all other officers persons and bodies politic and corporate whom it doth concern and that the same shall be construed in the most favourable and beneficial sense and for the best advantage of the Society as well in all Our Several Courts of Record as elsewhere notwithstanding any non-recital or mis-recital uncertainty or imperfection in this Charter.

**In Witness** whereof We have caused these Our Letters to be made Patent.

**Witness** Ourselves at Westminster the *twenty-eighth* day of *June* in the *fifth* year of Our Reign.

**By Warrant** under The King's Sign Manual.

*Schuster*



(392/2)

Schedule 2 The First Supplemental Charter dated 4 November 1961

**E**LIZABETH THE SECOND  
by the Grace of God of the United Kingdom, Australia and Our  
other Realms and Territories Queen, Head of the Commonwealth,  
Defender of the Faith.

TO ALL TO WHOM THESE PRESENTS SHALL COME, GREETING!

WHEREAS Our Royal Predecessor King George the Sixth in the year of our Lord one thousand nine hundred and forty-one by Royal Charter dated the twenty-eighth day of June in the fifth year of His Reign constituted Her Excellency the wife of Our then Governor-General of Our Commonwealth of Australia and Harold Bayard Pipet, since deceased, and all other persons who were then or should thereafter in accordance with the Rules of the Society thereby incorporated become members thereof while they remain members thereof in accordance with its Rules a body politic and corporate by the name of the "Australian Red Cross Society" for the primary objects of the furnishing of aid to the sick and wounded irrespective of nationality, the rendering of assistance in the case of any great public disaster calamity or need, and the improvement of health the prevention of disease and the mitigation of suffering in Australia and elsewhere, with perpetual succession (and with power to sue and be sued by the said name and to use a Common Seal):

AND WHEREAS supplication has been made unto Us to grant to the said Society a Supplemental Charter giving it such additional powers and making such alterations in the said Charter of King George the Sixth as are hereinafter set out:

NOW KNOW YE that We of Our Royal Will and Pleasure and moved thereto by Our desire to promote the success and usefulness of the said Society for Ourselves, Our Heirs and Successors in addition to and notwithstanding anything to the contrary contained in the said Charter of King George the Sixth have granted, ordained and declared and by these Presents do grant, ordain and declare as follows, namely:

1. The said Royal Charter shall henceforth take effect as if—  
(a) in lieu of the definition of "Geneva Convention" in Clause 1 thereof there was substituted the words set out hereunder, namely:—

"Geneva Conventions" mean the First Convention for the amelioration of the condition of the wounded and sick in armed forces in the field, the Second Convention for the amelioration of wounded sick and shipwrecked members of armed forces at sea, the Third Convention relative to the treatment of Prisoners of War and the Fourth Convention relative to the protection of Civilian Persons in time of war (copies of which Conventions are set out in the Schedules to the Geneva Conventions Act No. 103 of 1957 of the Parliament of Our Commonwealth of Australia) and include any Convention or other arrangement in substitution for or in addition to or any modification amendment or extension of the said Conventions or any of them to which Our Commonwealth of Australia is for the time being a party.

(b) in lieu of the words "Geneva Convention" wherever thereafter appearing there were substituted the words "Geneva Conventions", and

(c) in lieu of the word "Vice-Chairman" wherever in Clause 1 thereof appearing there was substituted the word "Vice-Chairmen".

2. In lieu of the powers granted by Clause 2(5) of the said Royal Charter the Society shall have power to establish and disestablish State or Territorial Divisions and Branches of such Divisions and to delegate to them powers and duties as shall be thought fit and to withdraw any such delegation and to enrol members (on such terms and for such classes of membership as may be prescribed by the Rules)

in all parts of Our Commonwealth of Australia and the Territories under its authority to organise classes and lectures and publish and sell or distribute papers books pamphlets and information for the purpose of stimulating interest in and promoting the objects of the Society and of qualifying persons to assist therein and to take all other measures which may seem necessary for providing and maintaining an efficient organisation for the purposes of the Society.

1. In lieu of the powers granted by Clause 2(7)(b) of the said Royal Charter the Society shall have power to receive take charge of distribute and administer any establishments ships stores plant articles things or funds which may be made over delivered or entrusted to it for the purposes of aiding persons eligible therefor pursuant to the Geneva Conventions.

4. In lieu of the powers granted by Clause 2(9) of the said Royal Charter the Society shall have power to render aid to persons eligible therefor pursuant to the Geneva Conventions.

5. In lieu of the powers granted by Clause 2(12) of the said Royal Charter the Society shall have power to enrol men and women into Voluntary Aid Detachments and other Red Cross Organisations.

6. The power of affiliation to the Society granted by Clause 2(16)(b) of the said Royal Charter shall henceforth take effect as if the words "on such terms and for such classes of membership as may be prescribed by the Rules" had been substituted for the words "as subscribing, guaranteeing or honorary members or associates according to the Rules".

7. (1) In lieu of the powers of investment granted by Clause 2 (17) of the said Royal Charter the Society shall have power to invest all moneys and funds of the Society which are not immediately required to be expended for the purposes thereof and which the Society may think proper to be invested:—

(a) in such investments as may be authorised with respect thereto by or by powers contained in the instrument (if any) of gift of such moneys or funds or of the moneys or property from which the same shall have arisen, or by the powers contained in any writing or writings under the hand or signed on behalf of the donor within six months after the gift; or

(b) so far as such instruments, writing or writings do not extend:—

(i) in investments authorised by the law for the investment of trust funds for the time being in force in any of the States or Territories of Our Commonwealth of Australia or in any country, dominion, colony or dependency being part of the British Commonwealth; or

(ii) on deposit with any Bank; or

(iii) in the purchase of freehold or leasehold land in Our Commonwealth of Australia; or

(iv) in or upon any ordinary or preference shares, stock, debentures, deposits, or secured or unsecured notes of Companies where such shares, stock, debentures, deposits, secured or unsecured notes are officially listed on the Stock Exchange of any capital city of an Australian State or Territory of Our Commonwealth of Australia: provided that the total value of any such ordinary shares or stock held by the Society at any time shall not exceed 25 per centum of the total value at such time of all the investments held by the Society;

Provided that the Society shall not invest money in or retain any securities in respect whereof any liability exists unless the liability is of limited amount and is to be discharged or is capable if the Society thinks fit of being discharged within a fixed period from the date of investment but save as in this proviso mentioned nothing in this Our Supplemental Charter shall prevent the Society from the full exercise of any discretion or authority given by the donor in the choice of investments and whether the same may be of wasting speculative or reversionary nature or otherwise.

(2) All investments may be varied or transposed from time to time into or for other investments authorised according to the provisions of this Clause with respect to the original investments or the proceeds thereof.

(3) Moneys of the Society awaiting investment may be advanced on the security of stocks, funds or securities the purchase of which would be authorised by the powers conferred by this Clause.

8. The power to constitute Divisions of the Society granted by Clause 2 of the said Royal Charter shall henceforth take effect as if the words "under its authority" had been substituted for the words "thereof (including the Territory of New Guinea)".



IN WITNESS whereof We have caused these Our Letters to be made Patent. WITNESS OURSELF at Westminster the *fourth* day of *November* in the *1916<sup>th</sup>* year of Our Reign.

BY WARRANT UNDER THE QUEEN'S SIGN MANUAL

*Talbot*



## Schedule 3 The Second Supplemental Charter dated 19 April 1999

**Elizabeth the  
Second** by the Grace of God,  
Queens of Australia and Her other Realms and  
Territories, Head of the Commonwealth:

## GREETINGS!

WHEREAS Our Royal Predecessor King George the Sixth in the year of Our Lord one thousand nine hundred and forty-one by Royal Charter dated the twenty-eighth day of June in the fifth year of His Reign constituted Her Excellency the wife of Our then Governor-General of Our Commonwealth of Australia and Harold Bayard Piper, since deceased, and all other persons who were then or should thereafter in accordance with the Rules of the Society thereby incorporated become members thereof while they remain members thereof in accordance with its Rules a body politic and corporate by the name of the "Australian Red Cross Society" for the primary objects of the furnishing of aid to the sick and wounded irrespective of nationality, the rendering of assistance in the case of any great public disaster, calamity or need, and the improvement of health, the prevention of disease and the mitigation of suffering in Australia and elsewhere, with perpetual succession (and with power to sue and be sued by the said name and to use a Common Seal):

AND WHEREAS a Supplemental Charter ("The First Supplemental Charter") so varying The Charter was on 4 November 1961 granted to the Australian Red Cross Society by Ourselves

AND WHEREAS on 8 December 1987 We have assigned to Our Governor-General of the Commonwealth of Australia all Our powers and functions in respect of the issuing of letters patent:

(a) granting a supplemental charter to anyone in the Commonwealth of Australia to whom a charter of incorporation has been granted by Us or Our predecessors; or

(b) revoking, amending, or adding to, any charter of incorporation or supplemental charter granted to anyone in the Commonwealth of Australia by Us or Our predecessors,

and have authorised the Governor-General to exercise any of those powers and functions in Our name and on Our behalf

AND WHEREAS The Society has made representation to Our Governor-General of the Commonwealth of Australia to grant a further Supplemental Charter so varying the Charter as varied

by the First Supplemental Charter that the Society may more conveniently carry out its objects and purposes:

NOW THEREFORE We do, by these Letters Patent issued in Our name by Our Governor-General of the Commonwealth of Australia, grant and declare as follows, namely:

1. The said Royal Charter shall henceforth take effect as if:

(a) in lieu of the sentence "The management and control of the Society shall be vested in the Council which shall be the governing body thereof and subject to the Rules may exercise on behalf of the Society all or any of the powers vested in the Society" in Clause 3 thereof there was substituted the following, namely:

"The Council shall be responsible for the general direction of the Society. The Council shall have power by resolution to give directions to the Executive, the Divisions and the Local Units in relation to the carrying out of activities or the exercise of powers vested in them under this Charter or the Rules."

(b) in lieu of Clause 4 thereof was substituted the following, namely:

"There shall be an Executive appointed by the Council in the manner prescribed by the Rules. Subject to Clause 3, the management and control of the activities of the Society shall be vested in the Executive which subject to the Rules may exercise on behalf of the Society all or any powers vested in the Society."

(c) in lieu of the words "Prescribed by the Rules" in Clause 5 thereof was substituted "delegated to the Divisions of the Society from time to time by the Executive pursuant to the Rules."

(d) the following was inserted at the end of Clause 11 thereof:

"If after discharge of all debts and obligations there remains any moneys or assets of the Society We do further declare that those remaining moneys or assets shall be paid or transferred to such charitable institution or purposes in Australia as shall be nominated by Our Governor-General."

2. Subject to Clause 9 the Rules appended to this Our Supplemental Charter shall be the Rules of the Society.

AND WE do grant and declare for Us Our Heirs and Successors that this Our Supplemental Charter or the enrolment or exemplification thereof shall be in all things good firm valid and effectual according to the true intent and meaning of the same and shall be taken construed and adjudged in all Our Courts or elsewhere in the most favourable and beneficial sense and for the best advantage of the Society any misrecital non-recital omission defect imperfection matter or thing whatsoever notwithstanding.

WITNESS under my hand and the Great Seal of Australia on 19 April 1999.

Sir William Dean  
Governor-General of the Commonwealth of Australia



## Schedule 4 The Third Supplemental Charter dated 1 April 2005

### AUSTRALIAN RED CROSS SOCIETY

---

#### SUPPLEMENTAL CHARTER

---

**ELIZABETH the SECOND** by the Grace of God, Queen of Australia and Her other Relams and Territories, Head of the Commonwealth:

**GREETINGS!**

**WHEREAS** Our Royal Predecessor King George the Sixth in the year of Our Lord one thousand nine hundred and forty-one by Royal Charter dated the twenty-eighth day of June in the fifth year of His Reign constituted Her Excellency the wife of Our then Governor-General of Our Commonwealth of Australia and Harold Bayard Piper, since deceased, and all other persons who were then or should thereafter in accordance with the Rules of the Society thereby incorporated become members thereof while they remain members thereof in accordance with its Rules a body politic and corporate by the name of the "Australian Red Cross Society" for the primary objects of the furnishing of aid to the sick and wounded irrespective of nationality, the rendering of assistance in the case of any great public disaster, calamity or need, and the improvement of health, the prevention of disease and the mitigation of suffering in Australia and elsewhere, with perpetual succession (and with power to sue and be sued by the said name and to use a Common Seal):

**AND WHEREAS** a Supplemental Charter ("The First Supplemental Charter") so varying The Charter was on 4 November 1961 granted to the Australian Red Cross Society by Ourselves:

**AND WHEREAS** on 8 December 1987 We have assigned to Our Governor-General of the Commonwealth of Australia all Our powers and functions in respect of the issuing of letters patent:

- (a) granting a supplemental charter to anyone in the Commonwealth of Australia to whom a charter of incorporation has been granted by Us or Our predecessors; or
- (b) revoking, amending, or adding to, any charter of incorporation or supplemental charter granted to anyone in the Commonwealth of Australia by Us or Our predecessors,

and have authorised the Governor-General to exercise any of those powers and functions in Our name and on Our behalf:

**AND WHEREAS** a further Supplemental Charter ("The Second Supplemental Charter") so varying The Charter as varied by the First Supplemental Charter was on 19 April 1999 granted to the Australian Red Cross Society by Our Governor-General of the Commonwealth of Australia:

**AND WHEREAS** The Society has made representation to Our Governor-General of the Commonwealth of Australia to grant a further Supplemental Charter so varying the Charter as varied by the First Supplemental Charter and the Second Supplemental Charter that the Society may more conveniently carry out its objects and purposes:

**NOW THEREFORE** We do, by these Letters Patent issued in Our name by Our Governor-General of the Commonwealth of Australia, grant and declare as follows, namely:

1. The said Royal Charter shall henceforth take effect as if:
  - (a) the word “Executive” were replaced with the words “ARC Board” wherever it appears in Clauses 1, 4, 5 and 6;
  - (b) the word “Council” were replaced with the words “ARC Board” in Clause 2(6) and (22);
  - (c) the word “Transfusion” in Clause 2(13) were deleted;
  - (d) the words:

“The Council shall be responsible for the general direction of the Society. The Council shall have power by resolution to give directions to the Executive, the Divisions and the Local Units in relation to the carrying out of activities or the exercise of powers vested in them under this Charter or the Rules.”

in Clause 3 were replaced with the words:

“The Council shall have such powers and duties as shall be prescribed by the Rules.”;
  - (e) the words:

“There shall be an Executive”,

in Clause 4 were replaced with the words:

“The ARC Board shall be”;
  - (f) the words:

“which shall have such powers and duties as shall be prescribed by the Rules”,

in Clause 4 were deleted.
2. Subject to Clause 9, the Rules appended to this Our Supplemental Charter shall be the Rules of the Society.

AND We do grant and declare for Us Our Heirs and Successors that this Our Supplemental Charter or the enrolment or exemplification thereof shall be in all things good firm valid and effectual according to the true intent and meaning of the same and shall be taken construed and adjudged in all Our Courts or elsewhere in the most favourable and beneficial sense and for the best advantage of the Society any misrecital non-recital omission defect imperfection matter or thing whatsoever notwithstanding.

Witness under my hand  
and the Great Seal of Australia  
on *1 April 2005*



Governor-General

## Schedule 5 The Fourth Supplemental Charter dated 12 October 2010

# Elizabeth the Second

by the Grace of God, Queen of Australia and Her other Realms and Territories, Head of the Commonwealth:

## GREETINGS!

WHEREAS Our Royal Predecessor King George the Sixth in the year of Our Lord one thousand nine hundred and forty-one by Royal Charter dated the twenty-eighth day of June in the fifth year of His Reign constituted Her Excellency the wife of Our then Governor-General of Our Commonwealth of Australia and Harold Bayard Piper, since deceased, and all other persons who were then or should thereafter in accordance with the Rules of the Society thereby incorporated become members thereof while they remain members thereof in accordance with its Rules a body politic and corporate by the name of the "Australian Red Cross Society" for the primary objects of the furnishing of aid to the sick and wounded irrespective of nationality, the rendering of assistance in the case of any great public disaster, calamity or need, and the improvement of health, the prevention of disease and the mitigation of suffering in Australia and elsewhere, with perpetual succession (and with power to sue and be sued by the said name and to use a Common Seal):

AND WHEREAS a Supplemental Charter ("The First Supplemental Charter") so varying The Charter was on 4 November 1961 granted to the Australian Red Cross Society by Ourselves:

AND WHEREAS on 8 December 1987 We have assigned to Our Governor-General of the Commonwealth of Australia all Our powers and functions in respect of the issuing of letters patent:

(a) granting a supplemental charter to anyone in the Commonwealth of Australia to whom a charter of incorporation has been granted by Us or Our predecessors; or

(b) revoking, amending, or adding to, any charter of incorporation or supplemental charter granted to anyone in the Commonwealth of Australia by Us or Our predecessors,

and have authorised the Governor-General to exercise any of those powers and functions in Our name and on Our behalf:

AND WHEREAS a Supplemental Charter ("The Second Supplemental Charter") so varying The Charter was on 19 April 1999 granted to the Australian Red Cross Society by Our Governor-General of the Commonwealth of Australia:

AND WHEREAS a Supplemental Charter ("The 9870411\_5

Third Supplemental Charter") so varying The Charter was on [insert date] granted to the Australian Red Cross Society by Our Governor-General of the Commonwealth of Australia:

AND WHEREAS The Society has made representation to Our Governor-General of the Commonwealth of Australia to grant a further Supplemental Charter so varying the Charter as varied by the First Supplemental Charter, the Second Supplemental Charter and the Third Supplemental Charter that the Society may more conveniently carry out its objects and purposes:

NOW THEREFORE We do, by these Letters Patent issued in Our name by Our Governor-General of the Commonwealth of Australia, grant and declare as follows, namely:

1. The said Royal Charter shall henceforth take effect as if:

(a) the following was inserted as new definitions before the definition of "Governor-General" in clause 1 thereof:

"**Commonwealth Taxation Act**" means the *Income Tax Assessment Act 1997* (Cwth) and any amendments to or substitutions of that Act as appropriate.";

"**Fundamental Principles**" means the Fundamental Principles of the International Red Cross and Red Crescent Movement adopted by the International Conference of the Red Cross and Red Crescent.

(b) in lieu of the words:

"**The ARC Board**" shall mean the ARC Board for the time being appointed by the Council in accordance with the Rules or such number of the members of such ARC Board as under the Rules shall for the time being be entitled to act for such ARC Board."

in clause 1 thereof was substituted the following:

"**The Board**" shall mean the Board for the time being appointed by the Council in accordance with the Rules or such number of the members of such Board as under the Rules shall for the time being be entitled to act as such Board."

(c) in lieu of clause 2 thereof there was substituted the following:

"The Society shall have the legal

capacity and powers of an individual and all the powers of a body corporate, including all such powers as are necessary or convenient for carrying out the objects of the Society. The Society does not have the power to issue shares.

The Society shall at all times act in conformity with the Geneva Conventions and their Additional Protocols, the laws of Australia and the Fundamental Principles of the International Red Cross and Red Crescent Movement adopted by the International Conference of the Red Cross and Red Crescent.

The Society shall carry out the functions set out in this Charter, the functions required of the Society by international treaties relating to international humanitarian law to which Australia is a party and the resolutions of the International Conference of the Red Cross and Red Crescent.

The Society is a voluntary aid society, auxiliary to the public authorities in the humanitarian field, including during times of emergency and times of armed conflict in accordance with the Geneva Conventions and their Additional Protocols.

The public authorities shall at all times respect the adherence by the Society to the Fundamental Principles.

The Society is the only Red Cross society in the territory of Australia.

The Society is authorised to use as its emblem a red cross on a white ground for all the purposes foreseen by the International Conference of the Red Cross and Red Crescent, in conformity with the Geneva Conventions, their Additional Protocols and the Regulations on The Use of The Emblem by National Societies adopted by the International Conference of the Red Cross and Red Crescent.”

- (d) in lieu of clause 3 thereof there was substituted the following:

“There shall be a Patron of the Society. We do hereby reserve to

Ourself and to Her Majesty the Queen to be the first Patron. The subsequent Patron from time to time shall be the Governor-General, if the Governor-General so consents to accept the office.”

- (e) in lieu of clause 4 thereof there was substituted the following:

“The accounts of the Society must be audited annually by an external auditor and the audited accounts must be laid before the Council at its Annual General Meeting.”

- (f) clauses 5, 6, 7 and 8 thereof were deleted;

- (g) clause 9 thereof was renamed clause 5;

- (h) the words:

“in the terms of the said draft Rules so approved by the Council of the unincorporated Society as aforesaid or with such other Rules”

in the new clause 5 thereof were deleted;

- (i) clause 10 thereof was renamed clause 6;

- (j) the following words were inserted after the words “such charitable institution in Australia as shall be nominated by Our Governor-General” in new clause 7:

(a) which has objects and/or purposes similar to those of the Society;

(b) whose memorandum of association or constitution prohibits the distribution of its income and property among its members to an extent at least as great as imposed on the Society; and

(c) which is an institution entitled to receive deductible gifts under a Commonwealth Taxation Act.”

- (k) clause 11 thereof was renamed clause 8.

2. Subject to Clause 5 of the Charter as varied by this Our Supplemental Charter, the Rules appended to this Our Supplemental Charter shall be the Rules of the Society.

AND WE do grant and declare for Us Our Heirs and Successors that this Our Supplemental Charter or the enrolment or exemplification thereof shall be in all things good firm valid and effectual according to the true intent and meaning of the same and shall be taken construed and adjudged in all Our Courts or elsewhere in the most favourable and beneficial sense and for the



best advantage of the Society any misrecital non-recital  
omission defect imperfection matter or thing  
whatsoever notwithstanding.

WITNESS under my hand and the Great Seal of  
Australia on

..... 12/10 2010



[Ms Quentin Bryce AC]  
Governor-General of the Commonwealth of Australia