



ST HELENA

REVISED EDITION OF THE LAWS, 2017

EMPLOYMENT & COMMERCE

**ENTERPRISE ST HELENA ORDINANCE, 1994<sup>1</sup>**

*Ordinance 6 of 1994  
In force 5 September 1994*

*Amended by Ordinance 8 of 2012<sup>2</sup>*

*No subsidiary legislation to 1 November 2017*

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**ENTERPRISE ST HELENA ORDINANCE, 1994**

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<sup>1</sup> Under section 10 of the Revised Edition of the Laws Ordinance, 1999 this text is authoritative and is the sole authentic edition in respect of the law contained in it as at 1 November 2017.

<sup>2</sup> The St Helena Development Agency Ordinance was renamed as Enterprise St Helena Ordinance by Ordinance 8 of 2012. That Ordinance included the following provision:

**“Transfer of assets and liabilities**

**12.** On the date of establishment of Enterprise St Helena under section 3 of the principal Ordinance, the St Helena Development Agency shall be disestablished and—

- (a) all property and funds held by the Agency immediately before disestablishment shall vest in and become the property of Enterprise St Helena by virtue of this section without further transfer or assurance; and
- (b) any liability of the Agency immediately before such date becomes a liability of Enterprise St Helena by virtue of this section without further assignment, consent or notice and accordingly may be enforced against Enterprise St Helena.”

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AN ORDINANCE to provide for a corporate body to promote economic development in St Helena

### **Short title**

1. This Ordinance may be cited as the Enterprise St Helena Ordinance, 1994.

### **Interpretation**

2. In this Ordinance unless the context otherwise requires—
  - “**Board**” means the Board of Directors referred to in section 4;
  - “**Chair**” means the person appointed to be Chair of the Board under section 4(1)(a);
  - “**Director**” means a director appointed under section 4 and includes the Chair;
  - “**Governor**” means the Governor acting in his or her discretion.

### **Establishment of Enterprise St Helena**

3. (1) This Ordinance establishes a corporate body to be known as “Enterprise St Helena”.
  - (2) Enterprise St Helena—
    - (a) may have a seal;
    - (b) may own and deal in real and personal property;
    - (c) is capable of suing and being sued; and
    - (d) may enter into contracts.

### **Board of Directors**

4. (1) The affairs of Enterprise St Helena are to be managed by a Board of Directors consisting of—
  - (a) a Chair; and
  - (b) up to 9 other Directors,
 appointed by the Governor for a term not exceeding 3 years.
  - (2) *Repealed*
  - (3) *Repealed*
  - (4) A Director may at any time resign office by writing to the Governor.

(5) The Governor may at any time by notice in the *Gazette* revoke the appointment of a Director for disability, neglect of duty or misconduct.

- (6) A Director ceases to hold office if—
- (a) he or she resigns in accordance with subsection (4);
  - (b) the appointment is revoked by the Governor under subsection (5);
  - (c) he or she is absent from 3 consecutive meetings of the Board without the leave of the Chair; or
  - (d) he or she is adjudged bankrupt or enters into a composition or arrangement with creditors.

### **Function of Enterprise St Helena**

5. The function of Enterprise St Helena is to promote and facilitate economic development in St Helena, including, without limiting that function, the development of tourism.

### **Powers of Enterprise St Helena**

6. (1) Enterprise St Helena has all the powers necessary to carry out its function.

- (2) In particular Enterprise St Helena has power—
- (a) to do anything it considers necessary or desirable to promote economic development either by bodies or individuals, and for that purpose—
    - (i) to establish, expand or promote the establishment of economic development either under the control, partial or otherwise, of Enterprise St Helena or independently; and
    - (ii) to give assistance (including financial assistance, or by the issue of a guarantee or otherwise) to bodies or individuals appearing to the Board to have facilities to carry on economic development; and
  - (b) for the purpose of promoting, undertaking or managing economic development, to—
    - (i) acquire, manage and dispose of land;
    - (ii) lay out, construct and maintain buildings and carry out any other building and engineering operations that appear to it to be necessary or desirable in, over or under land;
    - (iii) provide and maintain services;
  - (c) to encourage economic development by providing buildings and making them available for purchase, leasing or renting;
  - (d) encourage economic development by making money available to finance the building and acquisition of buildings on terms and conditions determined by the Board;
  - (e) carry on any business incidental or conducive to the encouragement of economic development; and
  - (f) to provide financial assistance for training or work experience.

(3) Subject to subsection (4), Enterprise St Helena may do anything and enter into any transaction which, in its opinion, are necessary to ensure the proper performance of its function.

(4) This section does not authorise Enterprise St Helena to enter into any financial commitment that is not within Enterprise St Helena's own financial resources without having first obtained the approval of the Governor and a Secretary of State.

### **Borrowing powers of Enterprise St Helena**

7. (1) Enterprise St Helena must not borrow money except with the approval of the Governor and a Secretary of State.

- (2) Approval given under subsection (1) may be—
- (a) general or limited to a particular transaction; and
  - (b) conditional or unconditional.

### **Government may guarantee borrowing by Enterprise St Helena**

8. The Financial Secretary on behalf of the Government may, with the approval of the Legislative Council and a Secretary of State, guarantee the payment of the principal and interest of any authorised borrowing by Enterprise St Helena.

### **Accounts and audit**

9. (1) Enterprise St Helena must, in a manner approved by the Financial Secretary, keep accounts of its transactions.

(2) Enterprise St Helena must have its accounts audited annually by the Chief Auditor or by a person approved by the Chief Auditor.

### **Annual Report**

10. (1) Enterprise St Helena must within 12 months after 31st March in each year submit to the Financial Secretary—

- (a) a report, in a form approved by the Financial Secretary, on its activities during the year up to that 31st March; and
- (b) a statement of the accounts of Enterprise St Helena audited in accordance with section 9(2).

(2) The Financial Secretary must lay a copy of the documents referred to in subsection (1) on the table of the Legislative Council at the next meeting of that Council after receiving them.

### **Policy**

11. (1) The Governor in Council may give the Board directions as to the general policy it is to follow in managing the affairs of Enterprise St Helena.

- (2) The Board must comply with directions given to it under subsection (1).
- (3) Enterprise St Helena must give the Governor any returns, accounts and other

information the Governor requires with respect to Enterprise St Helena's activities.

**(4)** Enterprise St Helena must not lend money to a person who, at the time of the grant of the loan, is—

- (a) a Director; or
- (b) a member of the Legislative Council; or
- (c) an employee of Enterprise St Helena,

except with the approval of the Governor.

**(5)** In managing the affairs of Enterprise St Helena the Board must act in accordance with the principles of good economic practice.

### **Meetings of the Board**

**12. (1)** Meetings of the Board are to be called by the Chair.

**(2)** The Chair must call a meeting if the Chair—

- (a) is instructed to do so by the Governor; or
- (b) receives a written request to do so signed by at least 3 Directors.

**(3)** The instruction under subsection (2)(a) or the request under subsection (2)(b) must state the business to be transacted at the meeting.

**(4)** At a meeting of the Board—

- (a) the Chair presides or, if the Chair is absent, a Director elected by the other Directors presides;
- (b) 4 Directors form a quorum;
- (c) questions are to be determined by vote with the person presiding having an original vote and, if the votes are equal, a casting vote;
- (d) minutes are to be kept;
- (e) the Board is otherwise entitled to regulate its proceedings.

### **Disclosure of interests by Directors**

**13. (1)** A Director who is in any way, whether directly or indirectly, interested in a matter before the Board or a contract or proposed contract with Enterprise St Helena, must declare the nature of the interest at the first meeting of the Board at which it is possible for the Director to do so.

**(2)** A Director must not be present at a meeting of the Board when any matter or any contract or proposed contract with Enterprise St Helena in which the Director is in any way interested, whether directly or indirectly, is being considered.

**(3)** A Director who contravenes subsection (1) or (2) commits an offence.  
Penalty: A fine of £10,000.

### **Board's power to delegate**

**14. (1)** The Board may delegate to a Director or a committee of the Board any of its powers or duties (other than this power of delegation).

- (2)** A delegation under subsection (1)—
- (a)* may be made subject to conditions;
  - (b)* is revocable at will; and
  - (c)* does not prohibit the Board from exercising a power or carrying out a duty that has been delegated.

### **Remuneration of Directors**

**15. (1)** Enterprise St Helena must pay from its funds to Directors any remuneration, fees or allowances the Governor determines.

**(2)** Different remuneration, fees or allowances may be determined for different Directors.

### **Chief Executive Officer**

**16.** The Chief Executive for Economic Development is the chief executive officer of Enterprise St Helena and as such is charged with the day to day management of the business of Enterprise St Helena.

### **Protection of Enterprise St Helena and Board**

**17.** Nothing done by Enterprise St Helena or by the Board is invalid only because at the time it was done—

- (a)* a vacancy existed in the membership of the Board; or
- (b)* a Director contravened or was contravening section 13.

### **Trade (Licensing) Ordinance not to apply to Enterprise St Helena**

**18.** *Repealed*

### **Regulations**

**19.** The Governor in Council may make regulations necessary or convenient for the purposes of this Ordinance.

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