



**ST HELENA**

**REVISED EDITION OF THE LAWS, 2017**

**CORPORATE BODIES**

**FRIENDLY SOCIETIES ORDINANCE, 1939<sup>1</sup>**

*Ordinance 1 of 1939  
In force 1 February 1939*

*Amended by L.N. 3/1989, Ordinances 7 of 2003 and 8 of 2004*

*No subsidiary legislation to 1 November 2017*

---

**FRIENDLY SOCIETIES ORDINANCE, 1939**

**ARRANGEMENT OF SECTIONS**

1. Short title
2. Interpretation

*The Registrar*

3. The Registrar
4. Annual return by Registrar

*Registration of societies*

5. Societies to which this Ordinance applies
6. Societies to be registered
7. Conditions of registration
8. Name of society
9. Acknowledgment of registration
10. Appeals from refusal to register
11. Registration of amendment of rules

*Conduct of business*

12. Subscriptions not recoverable at law
13. Registered office

---

<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.

14. Appointment of trustees
15. Change in list of officers of society
16. Manner of keeping accounts
17. Return of members and investments
18. Audit
19. Five-yearly returns
20. Priority on death, bankruptcy, etc., of officer
21. Membership of minors
22. Subscriptions to hospitals
23. Right to supply of copies of the rules
24. Right to supply of copies of annual return
25. Inspection of books by members

*Funds of societies*

26. Investment of funds
27. Holding of land
28. Vesting of property
29. Devolution on death
30. Description in legal proceedings
31. Discharge of mortgages by receipt endorsed
32. Security by officers
33. Accounts of officers

*Deceased members*

34. Member may dispose of sums payable on death by nomination
35. Proceedings on death of a nominator
36. Intestacy and illegitimacy
37. Validity of payments
38. Certificates of death

*Enforcement provisions*

39. Decision of disputes
40. Power to change name
41. Inspection of books
42. Cancellation and suspension of registration
43. Dissolution of societies

*Offences*

44. Offences generally
45. Bankrupt, etc. not to be officer of a society
46. Medical officer or druggist not to hold other office
47. Offences by societies to be also offences by officers, etc
48. *Omitted*
49. Punishment of fraud, false declarations, and misappropriations
50. Penalty for falsification
51. Penalty for ordinary offences
52. Special offences in the case of friendly societies
53. *Omitted*
54. Limitation

*Miscellaneous provisions*

- 55. Legal proceedings
- 56. Fees
- 57. *Omitted*
- 58. Forms
- 59. Regulations
- 60. List of officers to be evidence of appointment
- 61. Evidence of documents
- 62. Application to existing societies

First Schedule      Matters to be provided for by the rules of societies  
 Second Schedule    Forms

AN ORDINANCE to regulate Friendly Societies.

**Short title**

1. This Ordinance may be cited as the Friendly Societies Ordinance, 1939.

**Interpretation**

2. In this Ordinance, unless the context otherwise requires—
  - “**amendment of rule**” includes a new rule, and a resolution rescinding a rule;
  - “**committee**” means the committee of management or other directing body of a society;
  - “**land**” includes any interest in land;
  - “**meeting**” includes, where the rules of a society so allow, a meeting of delegates appointed by members;
  - “**officer**” includes any trustee, treasurer, secretary, or member of the committee of management of a society, or person appointed by the society to sue and be sued on its behalf;
  - “**persons claiming through a member**” includes the nominees of the member where nomination is allowed;
  - “**prescribed**” means prescribed by regulations made under section 59;
  - “**property**” includes all property whether real or personal including books and papers;
  - “**society**” means a society registered under this Ordinance, and includes societies existing at the commencement of this Ordinance to which the provisions of this Ordinance apply.

*The Registrar***The Registrar**

3. (1) There is to be a Registrar of Friendly Societies (in this Ordinance called “the Registrar”) who is to hold office during pleasure of the Governor.
- (2) The Governor must appoint a public officer to be the Registrar.

**Annual return by Registrar**

4. The Registrar must in every year make a return to the Governor containing, in respect of every society, the following particulars—

- (a) the date of registration and the object of the society;
- (b) the number of members on the roll of the society and the amount of money invested on real security or deposited in the Bank of St Helena Limited or in the treasurer's hands on the preceding 31st December;
- (c) a statement as to whether or not the society is in receipt of assistance from the Government;
- (d) any other matters that are prescribed.

#### *Registration of societies*

#### **Societies to which this Ordinance applies**

5. (1) This Ordinance applies to the following societies—

- (a) societies for the purpose of providing by voluntary subscriptions of the members of them, with or without the aid of donations, for—
  - (i) the relief or maintenance of the members, their husbands, wives, children, fathers, mothers, brothers or sisters, nephews or nieces, or wards being orphans, during sickness or other infirmity, whether bodily or mental, in old age (which means any age after 50) or in widowhood, or for the relief or maintenance of the orphan children of members during minority; or
  - (ii) insuring money to be paid on the birth of a member's child, or on the death of a member, or for the funeral expenses of the husband, wife, or child of a member, or the widow of a deceased member;
- (b) societies for any purpose which the Governor authorises as a purpose to which the provisions of this Ordinance, or such of them as are specified in the authority, ought to be extended.

(2) If any provisions of this Ordinance are specified in an authority under subsection (1)(b), only those provisions are extended to the society in question.

#### **Societies to be registered**

6. (1) Every society to which this Ordinance applies must be registered under this Ordinance, but it is sufficient compliance with this requirement if –

- (a) before any subscriptions or fees are collected from any member, the Registrar, by writing under his or her hand, permits any named person to take the necessary steps for the formation of a society; and
- (b) such a society is in fact registered within 6 months of such permission being given.

(2) If a society to which this Ordinance applies fails to register as required by subsection (1), the secretary and every trustee, member of the committee, or other officer of the society commits an offence.

Penalty: A fine of £1 for every day during which the society remains unregistered.

### **Conditions of registration**

**7. (1)** A society must not be registered under this Ordinance unless it consists of at least 7 persons.

- (2)** For the purpose of registration, there must be sent to the Registrar –
- (a)* an application to register the society, signed by 7 members and the secretary;
  - (b)* a copy of the proposed rules of the society;
  - (c)* a list of the names of the secretary, of every member of the committee, and of every trustee or other officer intended to be authorised to sue and be sued on behalf of the society.

**(3)** The rules of the society sent under subsection (2) must, according to the class in which the society is to be registered, contain provisions in respect of the matters mentioned in the First Schedule.

### **Name of society**

- 8.** A society must not be registered under a name –
- (a)* identical with that under which any other existing society is registered;
  - (b)* so nearly resembling such a name as to be likely, in the opinion of the Registrar, to deceive the members or the public as to its nature or identity; or
  - (c)* under any name likely, in the opinion of the Registrar, to deceive the members of the public as to its nature or identity.

### **Acknowledgment of registration**

**9. (1)** The Registrar, on being satisfied that a society has complied with the provisions of this Ordinance as to registration, must issue to the society an acknowledgment of registration in the form in the Second Schedule.

**(2)** The acknowledgment is conclusive evidence that the society mentioned in it is duly registered, unless it is proved that the registration of the society has been suspended or cancelled.

### **Appeals from refusal to register**

**10. (1)** A society may appeal to the Supreme Court against a refusal to register the society.

**(2)** If the refusal to register is over-ruled on appeal, the Registrar must give an acknowledgment of registry to the society.

### **Registration of amendment of rules**

**11. (1)** An amendment of a rule made by a society is not valid until the amendment has been registered under this Ordinance, for which purpose copies of the amendment, signed by 3 members and the secretary, must be sent to the Registrar.

**(2)** The Registrar must, if satisfied that an amendment of a rule is not contrary to the provisions of this Ordinance, issue to the society an acknowledgment of registration of the amendment, in the form in the Second Schedule, and that acknowledgment is conclusive evidence that the amendment is duly registered.

**(3)** Section 10 as to appeals from a refusal to register a society applies to a refusal to register an amendment of a rule.

### *Conduct of business*

#### **Subscriptions not recoverable at law**

**12.** The subscription of a person who is or has been a member of a society is not recoverable by law.

#### **Registered office**

**13.** Every registered society must have a registered office to which all communications and notices are to be addressed, and must send to the Registrar notice of the situation of that office, and of every change in it.

#### **Appointment of trustees**

**14. (1)** Every registered society must have one or more trustees.

**(2)** The trustees must be appointed at a meeting of the society and by a resolution of a majority of the members present and entitled to vote.

**(3)** The society must send to the Registrar a copy of every resolution appointing a trustee, signed by the trustee so appointed and by the secretary of the society.

**(4)** The same person may not be secretary or treasurer of a registered society and a trustee of that society.

#### **Change in list of officers of society**

**15.** Any change in the names shown on the list mentioned in section 7(2) must be forthwith communicated in writing to the Registrar by the secretary of the society, and any secretary failing to make such communication commits an offence.

Penalty: As prescribed in section 51.

### **Manner of keeping accounts**

- 16.** Every society must—
- (a) cause its accounts to be regularly entered in the prescribed books, separate accounts being kept of all moneys received or paid on account of every particular fund or benefit assured by the society for which a separate table of contributions payable is adopted, distinct from all moneys received and paid on account of any other benefit or fund; and
  - (b) keep a separate account of the expenses of management of the society and of all contributions on account of them.

### **Return of members and investments**

**17.** (1) Once in every year, not later than the 31st March, every society must send to the Registrar a return (in this Ordinance called “the annual return”) showing the number of members on its roll, the amount of money deposited in the Bank of St Helena Limited, the amount of money invested in real security and the amount of money in the treasurer’s hands on the 31st December.

- (2) The annual return must—
- (a) include a statement of the receipts and expenditure and effects of the society as audited; and
  - (b) show separately the expenditure in respect of the several objects of the society.

### **Audit**

**18.** (1) Every society must, at least once a year, submit its accounts for audit to auditors to be appointed by the committee and approved by the Registrar.

- (2) The auditors must –
- (a) have access to all the books and accounts of the society and examine the annual return and verify the annual return with the accounts and vouchers relating to them; and
  - (b) either sign the annual return as found by them to be correct, duly vouched and in accordance with law or specially report to the society in what respects they find it incorrect, unvouched, or not in accordance with law.

### **Five-yearly returns**

- 19.** (1) Every society must, once at least in every 5 years either—
- (a) cause its assets and liabilities to be valued by a valuer to be appointed by the society and approved by the Registrar, and send to the Registrar a report on the condition of the society; or
  - (b) send to the Registrar a return of the benefits assured and contributions receivable

from all the members of the society, and of all its funds and effects, debts and credits, accompanied by such evidence in support of the return as the Registrar requires.

(2) If the society sends to the Registrar a report as mentioned in subsection (1)(a), the report must—

- (a) be signed by the valuer;
- (b) state the address and calling or profession of the valuer; and
- (c) contain an abstract made by the valuer of the results of the valuation, together with a statement containing such information, with respect to the benefits assured and the contributions receivable by the society, and of its funds and effects, debts and credits, as the Registrar requires.

(3) If the society sends to the Registrar a return as mentioned in subsection (1)(b), the Registrar must cause the assets and liabilities of the society to be valued and reported on by some qualified person, and send to the society a copy of the report and an abstract of the results of the valuation.

### **Priority on death, bankruptcy, etc., of officer**

**20. (1) If—**

- (a) any officer of a society dies or becomes bankrupt having in his or her possession by virtue of the office any money or property belonging to the society; or
- (b) if any execution, attachment or other process is issued against any such officer or against his or her property,

his or her executors or administrators, or trustee in bankruptcy, or the person executing the process, respectively, must pay the money and deliver over the property to the trustees of the society in preference to any other debt or claim against the estate of the officer.

(1A) The obligation under subsection (1) arises upon demand in writing of the trustees of the society, or of any 2 of them, or of any person authorised by the society, or by its committee, to make the demand,

(2) In this section, the expression “**bankruptcy**” includes liquidation of a debtor’s affairs by arrangement.

### **Membership of minors**

**21. (1)** The rules of a registered society may provide for the admission of a person under 21 years of age as a member.

(2) Any such member may, if over 16 years of age by himself or herself, and if under that age by a parent or guardian, execute all instruments and give all acquaintances necessary to be executed or given under the rules, but may not be a member of the committee, or a trustee, manager or treasurer of the society.



### **Subscriptions to hospitals**

**22.** A society may subscribe out of its funds to any hospital, infirmary, charitable or provident institution, any annual or other sum which may be necessary to secure to members of the society and their families the benefits of the hospital, infirmary or other institution, according to its rules.

### **Right to supply of copies of the rules**

**23.** Every society must deliver to every person on demand, on payment of a sum not exceeding 5p, a copy of the rules of the society.

### **Right to supply of copies of annual return**

- 24.** Every society must supply gratuitously to every member on application, either—
- (a) a copy of the last annual return of the society; or
  - (b) a balance sheet or other document duly audited containing the same particulars as to the receipts and expenditure, funds and effects, of the society as are contained in the annual return.

### **Inspection of books by members**

**25.** A member who has an interest in the funds of a registered society may inspect the books at all reasonable hours at the registered office of the society, or at any place where the books are kept, but does not, unless the member is an officer of the society, or is specially authorised by a resolution of the society to do so, have the right to inspect the loan account of any other member without the written consent of that member.

### *Funds of societies*

### **Investment of funds**

**26. (1)** The trustees of a society may, with the consent of the committee or of a majority of the members present and entitled to vote in general meeting, invest the funds of the society or any part of them, to any amount in any of the following ways—

- (a) in the Bank of St Helena Limited;
- (b) in the purchase of land, or the erection or alteration of offices or other buildings on the land;
- (c) upon any other security expressly directed by the rules of the society, not being personal security;
- (d) in any investment in which trustees are for the time being by law authorised to invest trust funds;
- (e) in loans to members from any separate loan fund on their personal security subject to prescribed conditions.

(2) The rules of a society may provide for the investment of funds of the society by the trustees, and the consent required for any such investment must be the consent of the committee, or of the majority mentioned in subsection (1) by whom the funds are invested.

### **Holding of land**

27. (1) A society may, if its rules so provide –

- (a) hold, purchase, or take on lease in the names of the trustees of the society any land; and
- (b) sell, exchange, mortgage, lease or build upon that land,

with power to alter and pull down buildings and again rebuild.

(1A) A purchaser, assignee, mortgagee or tenant is not bound to enquire as to the authority for any sale, exchange, mortgage or lease by the trustees, and the receipt of the trustees is a discharge for all sums of money arising from or in connection with the sale, exchange, mortgage or lease.

### **Vesting of property**

28. (1) All property belonging to a society vests in the trustees for the time being of the society, for the use and benefit of the society and its members, and of all persons claiming through the members according to the rules of the society.

(2) The trustees are not liable to make good any deficiency in the funds of the society, but are liable only for sums of money actually received by them respectively on account of the society.

### **Devolution on death**

29. Upon the death, resignation, or removal of a trustee of a society, the property vested in that trustee –

- (a) vests as personal estate subject to the same trusts, without conveyance or assignment, and whether the property is real or personal, in the succeeding trustees of that society either solely or together with any surviving or continuing trustees; and
- (b) until the appointment of succeeding trustees, so vests in the surviving or continuing trustees only, or in the executors or administrators of the last surviving or continuing trustee.

### **Description in legal proceedings**

30. In all legal proceedings whatsoever concerning any property vested in the trustees of a society, the property may be stated to be the property of the trustees in their proper names as trustees for the society without further description.

### **Discharge of mortgages by receipt endorsed**

**31.** A receipt under the hands of the trustees of a society, countersigned by the secretary, for all sums of money secured to the society by any mortgage or other assurance, if in the form in the Second Schedule, and if endorsed upon or annexed to the mortgage or other assurance, vacates the mortgage or assurance and vests the property comprised in it in the person entitled to the equity of redemption of that property, without reconveyance or surrender.

### **Security by officers**

**32.** Every officer of a society who receives or has charge of money must, before taking on the office –

- (a) become bound with at least one sufficient surety in a bond in the form in the Second Schedule; or
- (b) give the security of a guarantee society, in a sum the society directs, conditioned for the officer rendering a just and true account of all sums of money received and paid by the officer on account of the society at times its rules appoint, or as the society or its trustees or committee require the officer to do, and for the payment by the officer of all sums due from him or her to the society.

### **Accounts of officers**

**33. (1)** Every officer of a society who receives or has charge of money must –

- (a) provide an account at times fixed by the rules of the society; or
- (b) upon demand made or notice in writing given or left at his or her last or usual place of residence, provide an account as required by the society or by its trustees or committee.

**(1A)** The account provided under subsection (1) are to be examined and allowed or disallowed by the trustees or committee of the society.

**(1B)** On a demand or notice as mentioned in subsection (1)(b), the officer must pay over all sums of money and deliver all property in his or her hands or custody to a person the society or its trustees or committee appoint.

**(2)** If an officer neglects or refuses to deliver the account, or to pay over the sums of money or to deliver the property in manner aforesaid, the trustees or authorised officers of the society may sue upon the bond or security mentioned, in section 32, or may apply to a Magistrate, who may order the delivery of such account or property or the payment over of such sums of money with costs.

**(3)** If there is default of delivery or payment as ordered by the Magistrate, the order may be executed in accordance with Part III of the Civil Procedure Ordinance, 1968.

### *Deceased members*

### **Member may dispose of sums payable on death by nomination**

**34. (1)** A member of a society over the age of 16 years may, by writing under his or her hand delivered at or sent to the registered office of the society, or made in a book kept at that office, nominate a person to whom any sum of money payable by the society on the death of that member, not exceeding £50, is to be paid at his or her decease.

**(2)** The person so nominated must not be an officer or servant of the society, unless that officer or servant is the husband, wife, father, mother, child, brother, sister, nephew or niece of the nominator.

**(3)** A nomination so made may be revoked and varied by any similar document under the hand of the nominator, delivered, sent or made in the same manner as in subsection (1).

**(4)** The marriage of a member of a society revokes any nomination previously made by that member under this section, unless the marriage is a clinical marriage.

**(5)** A nomination or a variation or revocation of a nomination by writing under the hand of a member and delivered at or sent to the registered office, or made in a book kept at that office, is effectual even if the money to which the nomination relates or some part of it, is payable by the society.

#### **Proceedings on death of a nominator**

**35. (1)** On receiving satisfactory proof of the death of a nominator, the society must pay to the nominee the amount due to the deceased member, not exceeding the sum of £50 mentioned in section 34(1).

**(2)** The receipt of a nominee over 16 years of age for any amount so paid is valid.

#### **Intestacy and illegitimacy**

**36. (1)** If any member of a society entitled from its funds to a sum not exceeding £50, dies intestate and without having made any subsisting nomination, the society may, without letters of administration, distribute the sum among such persons as appear to a majority of the trustees, upon such evidence as they consider satisfactory, to be entitled by law to receive that sum.

**(2)** If any such member is illegitimate, the trustees may pay the sum of money which that member might have nominated to or among the persons who, in the opinion of a majority of them, would have been entitled thereto if that member had been legitimate, or if there are no such persons, the society must deal with the money as the Governor may direct.

#### **Validity of payments**

**37. (1)** A payment made by a society under sections 34 to 36 with respect to payments on death to a person who at the time appears to a majority of the trustees to be entitled under those sections, is valid and effectual against any demand made upon the trustees or the

society by any other person, but the next of kin or lawful representative of the deceased member may seek recovery of the money so paid from the person who has received it.

(2) Where the society has paid money to a nominee in ignorance of a marriage subsequent to the nomination, the receipt of the nominee is a valid discharge to the society.

### **Certificates of death**

38. (1) A society must not pay any sum of money upon the death of a member or other person whose death is or ought to be entered in any register of deaths, except upon the production of a certificate of that death under the hand of the Registrar of deaths or other person who has care of the register of deaths in which that death is or ought to be entered.

(2) This section does not apply to deaths at sea, nor to any death certified by a coroner to be the subject of a pending inquest

### *Enforcement provisions*

### **Decision of disputes**

39. (1) Every dispute between—

- (a) a member or person claiming through a member or under the rules of a society, and the society or an officer of it; or
- (b) any person aggrieved who has ceased to be a member of a society, or any person claiming through such person aggrieved, and the society or an officer of it,

Is to be decided in manner directed by the rules of the society.

(1A) A decision so given is binding and conclusive on all parties without appeal, and is not removable into any court of law or restrainable by injunction; and application for enforcement of it may be made to a Magistrate.

(2) If the rules contain no direction as to disputes, or no decision is made on a dispute within 40 days after application to the society for a reference under its rules, the member or person aggrieved may apply to the Magistrate who may hear and determine the matter in dispute.

### **Power to change name**

40. (1) A society may, by special resolution, with the approval in writing of the Registrar, change its name, and must not change its name in any other manner.

(2) A change of name does not affect any right or obligation of the society, or of any member of it, and any pending legal proceedings may be continued by or against the trustees of the society, or any other officer who may sue or be sued on behalf of the society, although it has a new name.

### **Inspection of books**

**41. (1)** The Registrar may, if he or she thinks fit, inspect the books of a society and report to the Governor on the inspection.

**(2)** If any member of a society applies to the Registrar to inspect the books of the society, the Registrar may, in his or her absolute discretion, make it a condition of granting the application that the member deposit a sum sufficient in the opinion of the Registrar to cover the costs and charges of the inspection.

**(3)** The Registrar may, after the inspection is over, and in his or her absolute discretion –

- (a)* return the deposit to the member; or
- (b)* cause to be repaid to the society the costs to which it has been put in relation to the inspection out of the deposit, and return any balance to the member who deposited it.

**(4)** The Registrar may make copies of any books of the society, and take extracts from them, at all reasonable hours, at the registered office of the society or at any place where the books are kept.

**(5)** Any person, whether connected with the society or not, who hinders, obstructs or molests the Registrar when inspecting the books of a society commits an offence.

Penalty: A fine of £10, or imprisonment for one month, or both.

### **Cancellation and suspension of registration**

**42. (1)** The Registrar may by writing under his or her hand, cancel the registration of a society in the circumstances mentioned in subsection (1A).

**(1A)** The Registrar may only cancel the registration of a society –

- (a)* if he or she thinks fit, at the request of a society, to be evidenced in a manner the Registrar directs; or
- (b)* with the approval of the Chief Justice, on proof to satisfaction of the Chief Justice that an acknowledgment of registration has been obtained by fraud or mistake, or that a society exists for an illegal purpose or has wilfully and after notice from the Registrar violated any of the provisions of this Ordinance, or has ceased to exist;

**(2)** The Registrar, in a case where the Registrar might, with the approval of the Chief Justice, cancel the registry of a society may, by writing under his or her hand, suspend the registration for up to 3 months, and may, with the approval of the Chief Justice renew the suspension for a similar period.

**(3)** Unless the Registrar has given to a society not less than 2 months' previous notice in writing, specifying briefly the ground of any proposed cancellation or suspension, the

registration of the society must not be cancelled, except at its request, or suspended.

(4) If the registration of a society has been cancelled or suspended, notice of the fact must forthwith be published in the *Gazette*.

(5) If the registration of a society has been suspended or cancelled, the society, from the time of the suspension or cancellation ceases to enjoy the privileges of a society, but without affecting any liability incurred by the society, which may be enforced against the society as if the suspension or cancellation had not taken place.

(5A) The loss of privileges mentioned in subsection (5) –

(a) if a result of suspension, only lasts as long as the suspension lasts; and

(b) is subject to the result of an appeal against cancellation or suspension under subsection (6).

(6) A society may appeal to the Supreme Court against the cancellation of its registration, or from any suspension of registration for longer than 6 months.

### **Dissolution of societies**

43. (1) A society must not by any rule, at any General Meeting or otherwise, dissolve the society so long as the interests or purposes declared by the society, or any of them, remain to be carried into effect, except –

(a) on the consenting votes of 5/6ths in value of the then existing members of the society residing in St Helena, ascertained as provided by subsection (1A); and

(b) with the consent of all persons in St Helena then receiving or entitled to receive relief from the society, to be testified under their hands individually and respectively.

(1A) For the purpose of ascertaining the consenting votes of 5/6th in value, every member is entitled to one vote, and an additional vote for every 5 years that the member has been a member, but –

(a) no member may have more than 5 votes altogether; and

(b) the intended appropriation or division of the funds or other property of the society must be fairly and distinctly stated in the proposed plan of dissolution prior to such consent being given.

(2) A society must not by any rule direct the division or distribution of any stock or fund, or any part of any stock or fund, to or amongst the members of the society except on the consenting votes of 5/6ths in value of the then existing members of the society residing in St Helena, ascertained as provided by subsection (1A).

(3) Any rule for the dissolution of a society without consent as required by subsection (1), or for the division or distribution of the stock or funds of the society without consent as required by subsection (2), is void and of none effect.

## *Offences*

### **Offences generally**

- 44.** The following persons commit an offence under this Ordinance:
- (a) a society or an officer or member of a society that or who fails to give any notice, send any return or document, or do or allow anything which the society, officer, or person is by this Ordinance required to give, send, do or allow to be done;
  - (b) a society or an officer or member of a society who wilfully neglects or refuses to do any act or to provide any information required for the purposes of this Ordinance by the Registrar or by any other person authorised under this Ordinance, or does anything forbidden by this Ordinance;
  - (c) a society or an officer or member of a society who makes a return or wilfully provides information that is in any respect false or insufficient;
  - (d) a person who, when a dispute is referred under this Ordinance to the Magistrate, refuses to attend or to produce any documents or give evidence before the Magistrate;
  - (e) a society, whether registered or unregistered, that pays money on the death of a child under 10 years of age except as provided by this Ordinance;
  - (f) a parent or personal representative of a parent claiming money on the death of a child who –
    - (i) produces to the society from which the money is claimed a certificate of the death other than as provided in this Ordinance;
    - (ii) produces a false certificate, or one fraudulently obtained; or
    - (iii) in any way attempts to defeat the provisions of this Ordinance with respect to payments upon the death of children.

Penalty: As prescribed in section 51.

### **Bankrupt, etc. not to be officer of a society**

**45. (1)** A person who is an undischarged bankrupt, has compounded with creditors, or has made an arrangement or composition with creditors, must not be appointed, or if appointed must not act, as the president, secretary, treasurer or trustee, of a registered society.

**(2)** A person who contravenes subsection (1) commits an offence.

Penalty: A fine of £20.

### **Medical officer or druggist not to hold other office**

**46. (1)** A person holding any other office in a society must not be, or act as, the medical officer or pharmacist of any society.

**(2)** A person who contravenes subsection (1) commits an offence.

Penalty: A fine of £20.



### **Offences by societies to be also offences by officers, etc**

**47.** If a society commits an offence under this Ordinance, every member of the committee, unless proved to have been ignorant of or to have attempted to prevent the commission of the offence, is liable to the same penalty as if he or she had committed the offence.

### **Continuing offences**

**48.** *Omitted*

### **Punishment of fraud, false declarations, and misappropriations**

**49. (1)** It is an offence for a person, with intent to mislead or defraud, to give to any other person –

- (a) a copy of any rules, laws, regulations or other documents, other than the rules of a society, on the pretence that they are the existing rules of that society, or that there are no other rules of the society; or
- (b) a copy of any rules on the pretence that those rules are the rules of a registered society when the society is not registered.

Penalty: As provided by section 51.

**(2)** It is an offence for a person to –

- (a) obtain possession by false representation or imposition any property of a society;
- (b) withhold or misapply any such property in the person's possession ;
- (c) wilfully apply any part of such property to purposes other than those expressed or directed in the rules of the society and authorised by this Ordinance.

Penalty: A fine of £20.

**(2A)** A person convicted of an offence under subsection (1) or (2) in relation to property of the society may be ordered to deliver up to the society all such property or to repay to the society all sums of money applied improperly and to pay the costs of the society in bringing a prosecution under that subsection, and any such order may be executed in accordance with Part III of the Civil Procedure Ordinance, 1968.

**(2B)** If on a charge against a person of withholding or misapplying property, or applying it for unauthorised purposes, it is not proved that the person acted with any fraudulent intent, the person is not liable to conviction but remains liable to any civil proceedings the complainant may be entitled to bring.

**(3)** A charge under this section may be brought—

- (a) in the case of a society, by the society or any member authorised by the society, or the trustees or committee of the society; or
- (b) in any case, by the Registrar or by any person authorised in writing by the Registrar.

(4) This section does not prevent a person from being prosecuted by the Attorney General, if not previously convicted of the same offence under this Ordinance.

### **Penalty for falsification**

50. It is an offence for a person wilfully to make, order or allow to be made, any entry, erasure in or omission from a balance sheet of a society, or a return or document required to be sent, produced or delivered for the purposes of this Ordinance, with intent –

(a) to falsify the same; or

(b) to evade any of the provisions of this Ordinance.

Penalty: A fine of £50.

### **Penalty for ordinary offences**

51. A society, and an officer or member of a society or other person who commits an offence under this Ordinance for which a penalty is not expressly provided, is liable to a fine of £20.

### **Special offences in the case of friendly societies**

52. An officer or person who aids or abets the amalgamation or transfer of engagements or the dissolution of a friendly society otherwise than as in this Ordinance provided commits an offence.

Penalty: As prescribed in section 51.

### **Recovery of penalties**

53. *Omitted*

### **Limitation**

54. A prosecution for an offence under this Ordinance must be brought within 3 years of the commission of the offence.

### *Miscellaneous provisions*

### **Legal proceedings**

55. (1) The trustees of a society, or any other officers authorised by its rules, may bring or defend, or cause to be brought or defended, any action or other legal proceeding in any court whatsoever, concerning any property, right or claim of the society, and may sue and be sued in their proper names, without other description than the title of their office.

(2) In legal proceedings brought under this Ordinance by a member, or person claiming through a member, a society may also be sued in the name, as defendant, of any officer or person who receives contributions or issues policies on behalf of the society within the

jurisdiction of the court in which the legal proceeding is brought, with the addition of the words “on behalf of the .... society” (naming it).

(3) A legal proceeding does not abate and is not discontinued by the death, resignation, or removal from office of any officer or by any act of any such officer after the commencement of the proceedings.

(4) The summons, writ, process or other proceeding to be issued to or against the officer or other person sued on behalf of a registered society is sufficiently served –

- (a) by personally serving that officer or other person;
- (b) by leaving a copy of it at the registered office of the society or at any place of business of the society within St Helena; or
  - (ii) if that office or place of business is closed, by posting the copy on the outer door of the office or place of business.

(5) If the summons, writ, process or other proceeding is not served by means of personal service or by leaving a copy of it at the registered office of the society as provided in subsection (4), a copy of it must be sent in a registered letter addressed to the committee at the registered office of the society, and posted at least 6 days before any further step is taken in the proceeding.

(6) If proceedings are taken against a society for any purpose, the summons or other process is sufficiently served –

- (a) by leaving a copy of it at the registered office of the society, or at any place of business of the society in St Helena; or
- (b) if that office or place of business is closed, by posting the copy on the outer door of that office or place of business.

(7) If the person against whom the proceedings are to be taken is a trustee of a society, the proceedings may be brought by the other trustees or trustee of the society.

## **Fees**

**56.** Regulations under section 59 may prescribe the fees to be paid for matters to be transacted or for the inspection of documents under this Ordinance.

## **Certificate by Registrar of Births and Deaths**

**57. (1)** For the purposes of this Ordinance, on application being made [as provided in it](#), the Registrar of Births and Deaths must give a certificate of the birth or death of any member of or person insured or to be insured with a society, for a fee of [5p](#) in place of any other fee payable for such a certificate.

**(2)** If application is made at the same time, for the purposes of and as prescribed by this Ordinance, for more than one certificate for the same birth or death, the sum charged for each certificate after the first is 3p.

## Forms

**58. (1)** The forms to be used for registration of a society are those contained in Part I of the Second Schedule or any other forms prescribed.

**(2)** Every annual or other return, abstract of valuation and other document required for the purposes of this Ordinance must be made in a form and contain particulars that the Registrar specifies.

**(3)** A receipt under this Ordinance endorsed upon or for the repayment of a mortgage or other assurance must be in the form in Part II of the Second Schedule, or in any form specified in the rules of the society or any schedule to them.

**(4)** Applications for certificates of births and deaths under this Ordinance must be in a form prescribed in regulations made under it.

## Regulations

**59. (1)** The Governor in Council may make regulations respecting –

- (a) registration of societies;
- (b) the procedure of societies;
- (c) the duties and functions of the Registrar;
- (d) the inspection of documents kept by the Registrar under this Ordinance; and
- (e) generally for carrying the Ordinance into effect.

**(2)** All such regulations must be published in the *Gazette*.

## List of officers to be evidence of appointment

**60. (1)** The list mentioned in section 7(2) and any change in it communicated by the secretary of a society under section 15 must be signed by the secretary, and when received by the Registrar must be entered in the register, each entry being initialled by the Registrar.

**(2)** A copy of any such entry, purporting to be certified under the hand of the Registrar, is, without any further proof of the signature of the Registrar, *prima facie* evidence that any person named in it has been duly appointed to the office or for the purposes stated in the entry.

## Evidence of documents

**61.** Every document purporting to be signed by the Registrar or any inspector or public auditor or valuer in accordance with this Ordinance is, in the absence of evidence to the contrary, evidence that it was so signed, without proof of the signature.

### **Application to existing societies**

**62.** Subject to section 6, this Ordinance applies to societies existing at the commencement of this Ordinance, and the rules of those societies, so far as they are not contrary to any express provision of this Ordinance, continue in force until altered.

### **FIRST SCHEDULE**

(Section 7(3))

#### **MATTERS TO BE PROVIDED FOR BY THE RULES OF SOCIETIES**

- 1.** The name and place of office of the society.
- 2.**
  - (a) The objects for which the society is to be established;
  - (b) The purposes for which its funds are to be applicable;
  - (c) The terms of admission of members;
  - (d) The conditions under which any member may become entitled to any benefit assured by the society;
  - (e) The fines and forfeitures to be imposed on any member; and
  - (f) The consequences of non-payment of any subscription or fine.
- 3.** The manner of holding meetings and rights of voting, and the manner of making, altering, or rescinding rules.
- 4.** The appointment and removal of a committee of management (by whatever name), of a treasurer and other officers, and of trustees.
- 5.** The investment of the funds, the keeping of the accounts, and the audit of the accounts once a year at least
- 6.** Annual returns to the Registrar of the receipts, funds, effects and expenditure and numbers of members of the society.
- 7.** The inspection of the books of the society by every person who has an interest in the funds of the society.
- 8.** The manner in which disputes are to be settled.
- 9.** The keeping separate account =
  - (a) of all moneys received or paid on account of every particular fund or benefit assured for which a separate table of contributions payable has been adopted; and
  - (b) of the expenses of management, and of all contributions on account of them.
- 10.** The right of 1/5th of the total number of members to apply to the Registrar for an investigation of the affairs of the society.

**SECOND SCHEDULE**  
(Sections 9, 11, 31, 32 and 58)

**FORMS**

**PART I**

**ACKNOWLEDGMENT OF REGISTRATION OF SOCIETY**  
(Section 9)

The ..... society is registered as a friendly society under the Friendly Societies Ordinance, 1939 this .....day of ..... 20..... .  
Signed.....  
Registrar

---

**ACKNOWLEDGMENT OF REGISTRATION OF AMENDMENT OF RULES**  
(Section 11)

The following amendment of the rules of the ..... society is registered under the Friendly Societies Ordinance, 1939, this ..... day of .....20..... .  
Signed.....  
Registrar.

*[Set out the amendment]*

**PART II**

**FORM OF RECEIPT FOR REPAYMENT OF MORTGAGE OR FURTHER CHARGE**  
(Section 31)

The trustees of the ..... society hereby acknowledge to have received all moneys intended to be secured by the estate of .....

Signed  
.....  
.....  
.....

Trustees

Countersigned  
.....

Secretary

Dated.....

\_\_\_\_\_

**FRIENDLY SOCIETIES ORDINANCE, 1939**

**FORM OF BOND**

(Section 32)

We, A.B. of ....., (one of the officers of the .....society having its registered office at ..... in St Helena) and C.D. of ..... (as surety on behalf of the said A.B.) are jointly and severally held and firmly bound to E.F. of ....., G.H. of ....., and I.K. of ....., the trustees of the said society, in the sum of £....., to be paid to the said E.F., G.H. and I.K., as such trustees or their successors, trustees for the time being, or their legal representative; for which payment well and truly to be made we jointly and severally bind ourselves, and each of our heirs, executors, and administrators, firmly by this bond.

Dated the ..... day of ..... 20.....

\_\_\_\_\_