



REPUBLIC OF NAURU

# PARTNERSHIP (AMENDMENT) No. 2 Bill 2016

---

No. 45 of 2016

---

A Bill for an Act to amend the *Partnership Act 1976*

Certified: [ ]

## Table of Contents

1	SHORT TITLE .....	1
2	COMMENCEMENT .....	1
3	AMENDMENT OF PARTNERSHIP ACT 1976 .....	1
4	AMENDMENT OF SECTION 2 .....	1
5	AMENDMENT OF SECTION 28 .....	1
6	INSERT NEW PART IVA .....	1
7	INSERT NEW SECTION 44A .....	1
8	INSERT NEW SECTION 44B .....	2
9	INSERT NEW SECTION 44C .....	3
10	INSERT NEW SECTION 44D .....	3
11	INSERT NEW SECTION 44E .....	4
12	INSERT NEW SECTION 44F .....	4
13	INSERT NEW SECTION 44G .....	5
14	INSERT NEW SECTION 44H .....	5
15	INSERT NEW SECTION 44I .....	6
16	INSERT NEW SECTION 44J .....	6
17	INSERT NEW SECTION 44K .....	6

Enacted by the Parliament of Nauru as follows:

**1 Short title**

This Act may be cited as the *Partnership (Amendment) No. 2 Act 2016*.

**2 Commencement**

This Act commences upon certification by the Speaker.

**3 Amendment of Partnership Act 1976**

The *Partnership Act 1976* is amended by the provisions of this Act.

**4 Amendment of section 2**

Section 2 is amended by inserting the following:

**‘partner’** means a person who is involved in a partnership in accordance with this Act;

**5 Amendment of section 28**

(1) Section 28 (1) is amended by:

(a) omitting the words ‘are bound to’ and substituting with the words ‘must render’; and

(b) inserting the word ‘to’ after the word ‘or’ and before the word ‘his’.

(2) Section 28(2) is amended by inserting the words ‘including underlying documentation such as invoices and contracts’ after the word ‘records’ and before the word ‘with’.

(3) Section 28(2)(a) is amended by omitting the words ‘corporation’ and substituting with the word ‘partnership’.

**6 Insert new Part IVA**

Insert the following part after Part IV:

**Part IVA – Registrar of Partnerships**

**7 Insert new section 44A**

**44A Registrar of Partnerships**

(1) The President may appoint a person to hold the position of Registrar of Partnerships and to carry out the duties

and functions vested in him or her under this or any other Act.

- (2) The President may appoint such Deputy Registrars of Partnerships and other officers as are required for the purposes of this Act.
- (3) Anything required to be done or signed by the Registrar may be done or signed by any such Deputy Registrar and shall be as valid and effectual as if done or signed by the Registrar.
- (4) The Court shall take judicial notice of the seal and the signature of the Registrar or of any Deputy Registrar.
- (5) For the purpose of ascertaining whether a partnership is complying with the provisions of this Act, the Registrar or any person authorised by him or her may inspect any book, minute book, register or record required by this Act to be kept by the partnership.
- (6) A person who, except for the purposes of this Act or in the course of any criminal proceedings, makes a record of, divulges or communicates to any other person any information which he or she has acquired by reason of such inspection commits an offence.
- (7) A partnership or any of its officers must, on being required by the Registrar or a person authorised by the Registrar, produce any such book, register or record.
- (8) A partnership or any of its officers must not obstruct or hinder the Registrar or person so authorised while exercising any of the powers referred to in subsection (5).
- (9) The Registrar may prescribe fees for any of the activities in this section.

## **8            Insert new section 44B**

### **44B        Registers**

- (1) The Registrar may, subject to this Act keep registers as he or she considers necessary and in such form as he or she thinks fit.
- (2) Any person may, on payment of the prescribed fee:
  - (a) inspect any document filed or lodged with the Registrar relating to a partnership; or

- (b) require any certificate issued under this Act or a copy of or extract from any document kept by the Registrar in relation to a partnership to be given or certified by the Registrar.
- (3) A copy of or extract from any document filed by the Registrar certified to be a true copy or extract under the hand and seal of the Registrar is admissible as evidence in any legal proceedings as if it were the original document or a part of the document as extracted.
- (4) In any legal proceedings, a certificate under the hand and seal of the Registrar is prima facie evidence of the fact that a requirement of this Act specified in the certificate:
  - (a) had or had not been complied with at a date or within a period specified in the certificate;
  - (b) had been complied with, but at a date later than that specified in the certificate.
- (5) The Registrar may refuse to file any document lodged and request that the document be amended, completed and relodged, or a new document be lodged, if he or she is of the opinion that the document:
  - (a) contains matters contrary to law;
  - (b) by reason of any omission or misdescription has not been duly completed;
  - (c) does not comply with the requirements of this Act; or
  - (d) contains any error, alteration or erasure.
- (6) Nothing in this section shall prejudice the operation of any enactment or other section of this Act imposing penalties on a partnership or its officers or such person in respect of any such default.

**9            Insert new section 44C**

**44C           Partnerships to be registered**

Any partnership having a place of business in Nauru or carrying on business in Nauru must be registered with the office of the Registrar of Partnerships in accordance with the provisions of this Act.

**10           Insert new section 44D**

**44D           Manner and particulars of registration**