



Queensland

Co-operatives National Law Bill 2019

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2019

A Bill

for

An Act to apply a national law that regulates co-operatives, to repeal the *Cooperatives Act 1997*, and to amend this Act, the *Associations Incorporation Act 1981* and the Acts mentioned in schedule 1 for particular purposes

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The Parliament of Queensland enacts—

Part 1 Preliminary

1 Short title

This Act may be cited as the *Co-operatives National Law Act 2019*.

2 Commencement

This Act commences on a day to be fixed by proclamation.

3 Definitions

(1) In this Act—

Co-operatives National Law means the Co-operatives National Law, as in force from time to time, set out in the appendix to the *Co-operatives (Adoption of National Law) Act 2012* (NSW).

Co-operatives National Law (Queensland) means the provisions applying in this jurisdiction because of section 4(1).

Co-operatives National Regulation (Queensland) means the provisions applying in this jurisdiction because of section 4(2).

local regulation means a regulation made under section 28.

national regulation means a regulation, or a provision of a regulation, made under the Co-operatives National Law (Queensland), section 612.

Registrar see section 7.

this jurisdiction see section 7.

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- (2) A term used in this Act and in the Co-operatives National Law has the same meaning in this Act as it has in that Law.

Part 2 Application of Co-operatives National Law

Division 1 General

4 Application as law of this jurisdiction

- (1) The Co-operatives National Law—
- (a) applies as a law of this jurisdiction with the modifications set out in this part; and
 - (b) as so applying, may be referred to as the Co-operatives National Law (Queensland); and
 - (c) applies as if it were an Act.
- (2) The National Regulations under the Co-operatives National Law, as in force from time to time—
- (a) apply as National Regulations in force for the purposes of the Co-operatives National Law (Queensland)—
 - (i) as modified by a local regulation; and
 - (ii) subject to section 6; and
 - (b) as so applying, may be referred to as the Co-operatives National Regulation (Queensland).

Editor's note—

For consolidated reprints of the Co-operatives National Law and National Regulations as they apply in Queensland, see the Co-operatives National Law (Queensland) and the Co-operatives National Regulation (Queensland).

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5 Exclusion of legislation of this jurisdiction

- (1) The following Acts of this jurisdiction do not apply in relation to the Co-operatives National Law (Queensland) or an instrument made under that Law, other than to the extent provided for in subsection (2) and section 6—
 - (a) the *Acts Interpretation Act 1954*;
 - (b) the *Legislative Standards Act 1992*;
 - (c) the *Statutory Instruments Act 1992*.
- (2) The *Acts Interpretation Act 1954*, section 20C applies to the Co-operatives National Law (Queensland) and an instrument made under that Law.

6 Parliamentary scrutiny of national regulations

- (1) The *Statutory Instruments Act 1992*, sections 49 to 51 apply in relation to a national regulation as if—
 - (a) a reference in those sections to subordinate legislation were a reference to a national regulation; and
 - (b) the reference to notified under section 47 in section 49 of that Act were a reference to published as mentioned in the Co-operatives National Law (Queensland), section 614(1).

Note—

Generally speaking, the *Statutory Instruments Act 1992*, sections 49 to 51 deal with the tabling and disallowance of subordinate legislation and the limited saving of the operation of subordinate legislation that ceases to have effect.

- (2) A committee of the Legislative Assembly may deal with a national regulation under the *Parliament of Queensland Act 2001* as if a reference in that Act to subordinate legislation, or an item of subordinate legislation, were a reference to a national regulation.
- (3) For subsection (2), the *Legislative Standards Act 1992*, section 4 applies in relation to a national regulation as if a

reference in that section to subordinate legislation were a reference to a national regulation.

- (4) If a national regulation ceases to have effect because of the operation of subsection (1), the national regulation ceases to have effect for the purposes of the Co-operatives National Law (Queensland), but the cessation does not affect the application of the regulation in another jurisdiction.

Division 2 Meaning of particular terms for Co-operatives National Law (Queensland)

7 Meaning of particular terms

In the Co-operatives National Law (Queensland)—

police officer means a police officer within the meaning of the *Police Service Administration Act 1990*, section 1.4.

public sector official means a public service employee under the *Public Service Act 2008*, section 9.

Registrar means the chief executive as the Registrar of Co-operatives in relation to this jurisdiction under section 8.

this jurisdiction means Queensland.

8 Registrar of Co-operatives

The chief executive is designated as the Registrar of Co-operatives in relation to this jurisdiction.

9 Designated authority

- (1) The chief executive is the designated authority for this jurisdiction for the following provisions of the Co-operatives National Law (Queensland)—

- (a) section 492;
- (b) section 494;

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- (c) section 601;
- (d) section 622.
- (2) A magistrate is the designated authority for this jurisdiction for the Co-operatives National Law (Queensland), sections 504 and 505.
- (3) The Minister is the designated authority for this jurisdiction for the Co-operatives National Law (Queensland), section 520.

10 Designated instrument

- (1) A notice published on a Queensland Government website is the designated instrument for this jurisdiction for the following provisions of the Co-operatives National Law (Queensland)—
 - (a) section 33(1);
 - (b) section 35(5)(a) and (b);
 - (c) section 60(2);
 - (d) section 71(1);
 - (e) section 92(6);
 - (f) section 221(1);
 - (g) section 226(6);
 - (h) section 316(1);
 - (i) section 317(1);
 - (j) section 319(1);
 - (k) section 320(1);
 - (l) section 322(1);
 - (m) section 338(6);
 - (n) section 343(10);
 - (o) section 359(3);
 - (p) section 363(2);

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- (q) section 372(1);
 - (r) section 380(1);
 - (s) section 397(4);
 - (t) section 401(7);
 - (u) section 607(3).
- (2) A local regulation is the designated instrument for this jurisdiction for the following provisions of the Co-operatives National Law (Queensland)—
- (a) section 171(1);
 - (b) section 404(4);
 - (c) section 445(3).
- (3) A notice in the approved form, given to the Registrar and published on a Queensland government website, is the designated instrument for this jurisdiction for the Co-operatives National Law (Queensland), section 443(5).
- (4) In this section—
- Queensland Government website* means a website with a URL that contains ‘qld.gov.au’, other than the website of a local government.

11 Designated tribunal

- (1) The Supreme Court is the designated tribunal for this jurisdiction for the Co-operatives National Law (Queensland), other than part 7.3 of that Law.
- (2) QCAT is the designated tribunal for this jurisdiction for the Co-operatives National Law (Queensland), part 7.3.

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Division 3 Modifications of Co-operatives National Law for this jurisdiction

Editor's note—

For a consolidated reprint of the Co-operatives National Law as it applies in Queensland, see the Co-operatives National Law (Queensland).

12 Operation of division

This division modifies the Co-operatives National Law for the purposes of applying the modified Co-operatives National Law as a law of this jurisdiction under section 4.

13 Modification of s 220 (Name to include certain matter)

Section 220, after subsection (6)—

insert—

- (6A) The Registrar may, by written notice given to an entity, exempt the entity from subsection (4) if the Registrar is satisfied the entity is trading or carrying on business for:
 - (a) the purpose of promoting the economic interests of its members in accordance with co-operative principles; or
 - (b) a charitable purpose.
- (6B) An exemption given under subsection (6A):
 - (a) may be given subject to conditions; and
 - (b) has effect for the period stated in the exemption, unless it is earlier revoked.
- (6C) If the Registrar gives an entity an exemption under subsection (6A):

-
- (a) subsection (4) does not apply in relation to the entity while the exemption is in effect; and
 - (b) the Registrar may vary the conditions of the exemption, or revoke the exemption, by written notice given to the entity.
- (6D) For subsections (6A) and (6C)(b), a written notice given to a member of the controlling body of an entity is taken to have been given to the entity.

Editor's note—

Subsections (6A) to (6D) are additional Queensland provisions.

14 Modification of s 225 (Restriction on use of word co-operative or similar words)

Section 225, after subsection (1)—

insert—

- (1A) The Registrar may, by written notice given to an entity, exempt the entity from subsection (1).
- (1B) An exemption given under subsection (1A):
 - (a) may be given subject to conditions; and
 - (b) has effect for the period stated in the exemption, unless it is earlier revoked.
- (1C) If the Registrar gives an entity an exemption under subsection (1A):
 - (a) subsection (1) does not apply in relation to the entity while the exemption is in effect;
 - (b) the Registrar may vary the conditions of the exemption, or revoke the exemption, by written notice given to the entity.
- (1D) For subsections (1A) and (1C)(b), a written notice given to a member of the controlling body of an entity is taken to have been given to the entity.

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Editor's note—

Subsections (1A) to (1D) are additional Queensland provisions.

15 Modification of sch 4 (Miscellaneous provisions relating to interpretation)

Schedule 4, section 4, after subsection (5)—

insert—

- (6) However, an editor's note included in this Law does not form part of this Law.
- (7) For interpreting an editor's note included in this Law, an additional Queensland provision is a provision of this Law that does not form part of the Co-operatives National Law and has been included for the application of the Co-operatives National Law in Queensland.
- (8) In this section—

Co-operatives National Law means the Co-operatives National Law, as amended from time to time, set out in the appendix to the *Co-operatives (Adoption of National Law) Act 2012* (NSW).

Editor's note—

Subsections (6) to (8) are additional Queensland provisions.

Division 4 Provisions specific to this jurisdiction

16 Application of various provisions of Corporations Act—offences by officers of co-operatives

For the following provisions of the Co-operatives National Law (Queensland), 1 July 2001 is specified—

- (a) section 201(b);
- (b) section 444(3)(k);
- (c) section 451(1)(f).

17 Disposal of consideration for shares compulsorily acquired

For the Co-operatives National Law (Queensland), section 436(3)(b)(i)...

Drafting note—

This provision is subject to further consideration.

18 Application of Corporations Act—deregistration

- (1) For the Co-operatives National Law (Queensland), section 453(d), the State of Queensland is specified.
- (2) For the Co-operatives National Law (Queensland), section 453(e), crediting the amount to an account established or approved by the Minister administering the *Financial Accountability Act 2009* is specified.

19 Costs of inquiry

For the Co-operatives National Law (Queensland), section 530(3)(b), the State of Queensland is prescribed.

20 Secrecy

- (1) For the Co-operatives National Law (Queensland), section 537(4)(c), the following persons are specified—
 - (a) the Minister responsible for administering the *Financial Accountability Act 2009*;

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- (b) the Commissioner of State Revenue appointed under the *Taxation Administration Act 2001*;
 - (c) the Queensland Auditor-General under the *Auditor-General Act 2009*.
- (2) Also, the Crime and Corruption Commission is specified for the Co-operatives National Law (Queensland), section 537(4)(c) in relation to particular information if—
- (a) the Registrar received a written request for the information from the commission; and
 - (b) the Minister and the Registrar approve, in writing, the giving of the information to the commission.
- (3) For the Co-operatives National Law (Queensland), section 537(6), definition *former Act*, the repealed *Cooperatives Act 1997* is specified.

21 Pecuniary penalty orders

For the Co-operatives National Law (Queensland), section 556(2), a pecuniary penalty that a person is ordered to pay in this jurisdiction under section 556(1) of that Law—

- (a) is a debt payable by the person to the State of Queensland; and
- (b) may be recovered from the person by the State as a debt payable to the State of Queensland.

22 Disposal of records by Registrar

For the Co-operatives National Law (Queensland), section 603, the *Public Records Act 2002* is specified.

23 Registration fees

Despite any other Act, a fee must not be charged under an Act for the registration of an instrument in relation to a transfer of property under the Co-operatives National Law (Queensland), section 413 or 481 in relation to—

- (a) a merger of co-operatives, or a transfer of engagements of a co-operative, under the Co-operatives National Law (Queensland), chapter 4, part 4.3, division 1 or chapter 5, part 5.5; or
- (b) a transfer of incorporation under the Co-operatives National Law (Queensland), chapter 4, part 4.3, division 2.

24 Exclusion of bodies

For the Co-operatives National Law (Queensland), section 623, the Co-operatives National Law (Queensland) does not apply to a society registered as a cooperative housing society under the *Financial Intermediaries Act 1996*.

25 Offence proceedings

- (1) A proceeding for an offence against this Act, the Co-operatives National Law (Queensland) or the Co-operatives National Regulation (Queensland) is a summary proceeding under the *Justices Act 1886*.
- (2) A proceeding mentioned in subsection (1)—
 - (a) must be started within 5 years after the offence is committed; and
 - (b) may be brought only by the chief executive or a person authorised in writing by the chief executive to bring the proceedings.

26 Proceedings for recovery of fines and penalties under rules of co-operative

- (1) This section applies in relation to a fine or penalty imposed on a person under the rules of a co-operative for an infringement of the rules.
- (2) A proceeding for the recovery of the fine or penalty may be brought only by the co-operative.

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27 Entitlements of former members of trading or distributing co-operatives

For the Co-operatives National Law (Queensland), schedule 3, section 1, a reference in the Co-operatives National Law (Queensland), chapter 2, part 2.6, division 5 to 2 years is taken to be a reference to 5 years.

Part 3 Regulation-making power

28 Regulation-making power

- (1) The Governor in Council may make regulations under this Act.
- (2) Without limiting subsection (1), a regulation may—
 - (a) modify the application of a national regulation in this jurisdiction; or
 - (b) if a provision of the Co-operatives National Law (Queensland) or the Co-operatives National Regulation (Queensland) provides that the local regulations may prescribe or provide for a particular matter, or refers to a matter prescribed or provided for by the local regulations—prescribe or provide for the matter for the provision; or
 - (c) prescribe fees payable in relation to the administration of the Co-operatives National Law (Queensland), including additional fees for the late filing of a document with the Registrar; or
 - (d) provide for the refund or waiver of all or part of a fee, or the reduction of a fee, that is payable under the Co-operatives National Law (Queensland); or
 - (e) impose a penalty of no more than 20 penalty units for contravention of a regulation.

Part 4 Repeal

29 Repeal

The Cooperatives Act 1997, No. 39 is repealed.

Part 5 Transitional and saving provisions for repealed Cooperatives Act 1997

Drafting note—

The transitional and saving provisions are still being developed.

Division 1 Preliminary

30 Definitions for part

In this part—

cooperative means a cooperative under the repealed Act.

new, in relation to a provision, means a provision of the new law.

new law means the Co-operatives National Law (Queensland).

old, in relation to a provision, means a provision of the repealed Act.

repealed Act means the repealed *Cooperatives Act 1997*.

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Division 2 General transitional and saving provisions

31 Existing cooperatives continue as co-operatives under new law

- (1) This section applies in relation to a body that, immediately before the commencement, is registered as a cooperative under the repealed Act.
- (2) The body is taken to be registered as a co-operative under the new law.
- (3) Without limiting subsection (2)—
 - (a) if the body is registered as a trading cooperative under the repealed Act, the body is taken to be registered as a distributing co-operative under the new law; or
 - (b) if the body is registered as a non-trading cooperative under the repealed Act, the body is taken to be registered as a non-distributing co-operative under the new law; or
 - (c) if the body is registered as an association or a federation under the repealed Act, the body is taken to be registered as a co-operative group.
- (4) The body's certificate of registration under the repealed Act continues in effect and is taken to be a certificate of registration under the new law.
- (5) The body's rules under the repealed Act continue in effect and are taken to be its rules under the new law.
- (6) The body's disclosure statement under the repealed Act continues in effect and is taken to be its disclosure statement under the new law.
- (7) A person or body that is a member of the cooperative under the repealed Act immediately before the commencement continues to be a member of the co-operative under the new law.

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- (8) A resolution made by the cooperative under the repealed Act that is in effect immediately before the commencement continues in effect as if it were made under the new law.

32 General transitional and saving provision

- (1) For applying the new law in relation to a body that, under section 31, is taken to be registered as a co-operative under the new law—
- (a) anything done, before the commencement, under a provision of the repealed Act that corresponds to a provision of the new law is taken to have been done under the provision of the new law; and
 - (b) something may be done under a provision of the new law that corresponds to a provision of the repealed Act if—
 - (i) before the commencement, the thing was required or permitted to be done, but was not done, under the provision of the repealed Act; and
 - (ii) on the commencement, the period within which the thing was required or permitted to be done has not passed; and
 - (c) a reference in a provision of the new law to a co-operative includes, if the context permits, a reference to a cooperative under the repealed Act.
- (2) The new law applies for the purpose of subsection (1) with necessary changes.
- (3) This section does not limit another section of this part.

Division 3 Formation

33 Formation meetings held under old s 16

- (1) This section applies if—

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- (a) before the commencement, a formation meeting was held under old section 16 in relation to a proposed cooperative; and
 - (b) immediately before the commencement, an application for registration of the proposed cooperative had not been made under old section 19.
- (2) The formation meeting is taken to have been held under new chapter 2, part 2.1, division 2.
 - (3) A decision made at the formation meeting to authorise a person to apply for registration of the proposed cooperative under the repealed Act is taken to be a decision to authorise a person to apply for registration of the proposed co-operative under the new law.

34 Formation meetings held under old s 23

- (1) This section applies if—
 - (a) before the commencement, a formation meeting was held under old section 23 in relation to a corporation; and
 - (b) immediately before the commencement, an application for registration of the corporation as a cooperative had not been made under old section 22.
- (2) The formation meeting is taken to have been held under new section 30.
- (3) A special resolution made at the meeting approving the proposed registration is taken to be a special resolution approving registration as a co-operative under the new law.

35 Existing approvals of disclosure statements

- (1) This section applies if—
 - (a) before the commencement, the registrar approved, or was taken to have approved, a disclosure statement in relation to a proposed cooperative under old section 17; and

- (b) immediately before the commencement, an application for registration of the proposed cooperative had not been made under old section 19 or 22.
- (2) The approval continues in effect and is taken to be an approval of a formation disclosure statement given under new section 25.

36 Draft disclosure statement submitted before commencement

- (1) This section applies if—
 - (a) before the commencement, a draft disclosure statement for a proposed cooperative was submitted to the registrar under old section 17; and
 - (b) immediately before the commencement, the registrar had not approved, refused or been taken to have approved a disclosure statement in relation to the proposed cooperative under old section 17.
- (2) Old section 17 continues to apply in relation to the draft disclosure statement as if the repealed Act had not been repealed.
- (3) If the registrar approves, or is taken to have approved, a disclosure statement in relation to the proposed cooperative under old section 17, the approval is taken to be an approval of a formation disclosure statement given under new section 25.

37 Existing approvals of rules

- (1) This section applies if—
 - (a) before the commencement, the registrar approved rules for a proposed cooperative under old section 18; and
 - (b) immediately before the commencement, an application for registration of the proposed cooperative had not been made under old section 19 or 22.
- (2) The approval continues in effect and is taken to be an approval of rules given under new section 24.

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38 Draft rules submitted before commencement

- (1) This section applies if—
 - (a) before the commencement, draft rules for a proposed cooperative were submitted to the registrar under old section 18; and
 - (b) immediately before the commencement, the registrar had not approved, or refused to approve, rules for the proposed cooperative under old section 18.
- (2) Old section 18 continues to apply in relation to the draft rules as if the repealed Act had not been repealed.
- (3) If the registrar approves rules for the proposed cooperative under old section 18, the approval is taken to be an approval of rules given under new section 24.

39 Existing applications for registration of proposed cooperatives

- (1) This section applies if—
 - (a) before the commencement, an application for registration of a proposed cooperative was made under old section 19 or 22; and
 - (b) immediately before the commencement, the registrar had not decided the application.
- (2) Old part 2 continues to apply in relation to the application as if the repealed Act had not been repealed.
- (3) If the registrar decides that the registrar is satisfied the requirements for registration for the application have been met—
 - (a) the registrar must register the proposed cooperative as a co-operative under the new law; and
 - (b) the new law applies in relation to the registration as if the decision were made under new section 27 or 32.
- (4) In this section—

requirements for registration means—

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- (a) for an application made under old section 19—the requirements for registration mentioned in old section 20(2); or
 - (b) for an application made under old section 22—the requirements for registration mentioned in old section 25(2).

40 Existing applications to QCAT

- (1) This section applies if—
 - (a) before the commencement, an application was made to QCAT under old section 29, 30 or 31; and
 - (b) immediately before the commencement, QCAT had not finished dealing with the application.
- (2) QCAT must continue to hear the application under the repealed Act after the commencement as if the repealed Act had not been repealed.
- (3) A decision made by QCAT in relation to the application is taken to be a decision made under the new law.

41 Right to apply to QCAT for review of matters under repealed Act

- (1) This section applies if, immediately before the commencement—
 - (a) a person had a right to apply to QCAT under old part 2, division 7 in relation to a failure to approve a draft disclosure statement or rules, or to register a proposed cooperative; and
 - (b) the person had not made the application; and
 - (c) the period for making the application under the QCAT Act had not expired.
- (2) This section also applies if, on or after the commencement—
 - (a) the registrar fails to approve a draft disclosure statement or draft rules submitted by a person to the registrar

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- under old part 2, division 3 before the commencement;
or
- (b) the registrar fails to register a proposed cooperative that is the subject of an application for registration made under old section 19 or 22 before the commencement.
- (3) The person may apply to QCAT under old part 2, division 7 for a review of the registrar’s failure as if the repealed Act had not been repealed.
- (4) A decision made by QCAT in relation to the application is taken to be a decision made under the new law.

Division 4 Dealings with cooperatives

42 Dealings with cooperatives before commencement

Old part 3, division 3 continues to apply in relation to a person’s dealings with a cooperative, or dealings with a person who has, or purports to have, directly or indirectly acquired title to property from a cooperative, if the dealings happened before the commencement.

Division 5 Membership

43 Fines imposed on members before commencement

A fine imposed on a member under old section 74, that immediately before the commencement had not been paid by the member, continues in effect after the commencement as if the fine were imposed under new section 126.

44 Fines may be imposed on members after commencement

- (1) A co-operative may impose a fine on a member under new section 126 for an infringement of the rules of the co-operative that happened before the commencement.

- (2) However, subsection (1) does not apply if a fine was imposed on the member for the infringement under old section 74.

45 Transfers of property under old pt 4, div 3

Old section 81 continues to apply in relation to a transfer of property made under old part 4, division 3 before the commencement as if the repealed Act had not been repealed.

46 Existing applications to Supreme Court

- (1) This section applies if—
- (a) before the commencement, an application had been made to the Supreme Court under old part 4; and
 - (b) immediately before the commencement, the Supreme Court had not finished dealing with the application.
- (2) The Supreme Court must continue to hear the application under the repealed Act after the commencement as if the repealed Act had not been repealed.
- (3) An order made by the Supreme Court under old part 4 in relation to the application is taken to be an order made under new chapter 2, part 2.5.

47 Existing orders

An order made by the Supreme Court under old part 4 and in effect immediately before the commencement continues in effect as if the order were made under new chapter 2, part 2.5.

48 Applications to Supreme Court in relation to matters arising before commencement

A person or co-operative may make an application to the Supreme Court under new chapter 2, part 2.5 in relation to a matter arising before the commencement.

Division 6 Rules

49 Proposed alteration of rules submitted before commencement

- (1) This section applies if—
 - (a) before the commencement, a draft of a proposed alteration of a cooperative's rules was submitted to the registrar under old section 106; and
 - (b) immediately before the commencement, the registrar had not approved the proposed alteration or a different alteration, or refused to approve the proposed alteration.
- (2) Old section 106 continues to apply in relation to the proposed alteration.
- (3) If the registrar approves the proposed alteration, or a different alteration, under old section 106(4), the approval is taken to be an approval of an amendment of the rules given under new section 60(6).

50 Existing applications for registration of alterations

- (1) This section applies if—
 - (a) before the commencement, an application for registration of an alteration of a cooperative's rules was made under old section 109; and
 - (b) immediately before the commencement, the registrar had not registered the alteration or refused to register the alteration.
- (2) Old section 109 continues to apply in relation to the application as if the repealed Act had not been repealed.
- (3) If the registrar decides to register the alteration, the new law applies in relation to the registration as if the decision were made under new section 63.

51 Existing applications to QCAT

- (1) This section applies if—
 - (a) before the commencement, a cooperative had made an application to QCAT under old section 110; and
 - (b) immediately before the commencement, QCAT had not finished dealing with the application.
- (2) QCAT may continue to hear the application under the repealed Act after the commencement as if the repealed Act had not been repealed.
- (3) A decision made by QCAT in relation to the application is taken to be a decision made under the new law.

52 Right to apply to QCAT for review of matters under repealed Act

- (1) This section applies if, immediately before the commencement—
 - (a) a cooperative had a right to apply to QCAT under old section 110 for a review of a matter mentioned in that section; and
 - (b) the cooperative had not made the application; and
 - (c) the period for making the application under the QCAT Act had not expired.
- (2) This section also applies if, on or after the commencement, the registrar fails to approve an alteration of a cooperative's rules, or to register an alteration of the cooperative's rules, under the repealed Act.
- (3) The cooperative may apply to QCAT for a review of the failure under the repealed Act as if the repealed Act had not been repealed.
- (4) A decision made by QCAT in relation to the application is taken to be a decision made under the new law.

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Division 7 Active membership

53 Existing applications to Supreme Court

- (1) This section applies if—
 - (a) before the commencement, a person had made an application to the Supreme Court under old section 125(5); and
 - (b) immediately before the commencement, the Supreme Court had not finished dealing with the application.
- (2) The Supreme Court may continue to hear the application under the repealed Act after the commencement as if the repealed Act had not been repealed.
- (3) An order made by the Supreme Court under old section 131 in relation to the application is taken to be an order made under new section 162.

54 Existing orders and directions

An order or direction made by the Supreme Court under old section 131 and in effect immediately before the commencement continues in effect as if the order or direction were made under new section 162.

55 Applications in relation to cancellation of memberships before commencement

- (1) A person may make an application for an order under new section 162 in relation to the cancellation of the person's membership under old section 125 before the commencement.
- (2) New section 162(2) does not apply in relation to the application.

56 Register of cancelled memberships

A register kept under new section 166 must include the information that must be kept in a register under old section 135.

Division 8 Shares

57 Share capital of cooperative

- (1) The share capital of a cooperative under the repealed Act immediately before the commencement continues to be the share capital of the co-operative under the new law.
- (2) A share in a cooperative held by a person under the repealed Act immediately before the commencement continues to be held by the person under the new law.
- (3) An amount unpaid for shares under the repealed Act immediately before the commencement is taken to be an amount unpaid for the shares under the new law.

Division 9 Other provisions

58 Repeal does not affect appointment of deputy registrar and assistant registrar

The appointment of a person as a deputy registrar or assistant registrar under the *Public Service Act 2008*, mentioned in old section 435, is not affected by the repeal of the repealed Act.

59 References to repealed Act

A reference in an Act or document to the repealed Act may, if the context permits, be taken to be a reference to the new law.

Part 6 **Amendment of Acts**

Division 1 **Amendment of Associations Incorporation Act 1981**

60 **Act amended**

This division amends the *Associations Incorporation Act 1981*.

Note—

See also the amendments in schedule 1, part 2.

61 **Amendment of s 96 (Definitions)**

- (1) Section 96, definition *former society*—

omit.

- (2) Section 96, definition *registrar*—

omit, insert—

registrar means the Registrar under the Co-operatives National Law (Queensland).

- (3) Section 96, definition *transfer day*, ‘cooperative’—

omit, insert—

co-operative

62 **Insertion of new pt 16, div 3**

Part 16—

insert—

Division 3

Transitional provisions for Co-operatives National Law Act 2019

Drafting note—

These transitional provisions are still being developed.

151 Definitions for division

In this division—

former, in relation to a provision, means the provision as in force immediately before the provision was amended or repealed under the *Co-operatives National Law Act 2019*.

repealed Act means the repealed *Cooperatives Act 1997*.

152 Particular applications made under former s 105C

- (1) This section applies if—
 - (a) before the commencement, a cooperative under the repealed Act made an application under former section 105C to become an incorporated association; and
 - (b) immediately before the commencement, the application had not been decided.
- (2) The chief executive must decide the application under section 105D as if it were an application made under section 105C.

153 Particular decisions made under former s 105D before commencement

- (1) This section applies if—
 - (a) before the commencement—

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- (i) a cooperative under the repealed Act made an application under former section 105C to become an incorporated association; and
- (ii) the chief executive made a decision that the chief executive is satisfied of the matters requiring satisfaction mentioned in former section 105D(2) in relation to the application; and
- (b) immediately before the commencement, the chief executive had not issued a certificate of incorporation for the proposed incorporated association.
- (2) The chief executive must promptly issue a certificate of incorporation under this Act for the proposed incorporated association.
- (3) Section 105D(3) applies in relation to the certificate of incorporation.

154 Incorporation of cooperatives under repealed Act before commencement

- (1) This section applies in relation to a cooperative under the repealed Act that became an incorporated association under former part 11 before the commencement.
- (2) Sections 105E to 105G apply in relation to the incorporated association as if—
 - (a) a reference in section 105E to the transfer day for an incorporated association were a reference to the day the chief executive issued the certificate of incorporation for the association; and
 - (b) a reference in sections 105F and 105G to a co-operative were a reference to a cooperative under the repealed Act.

155 Particular resolutions made before commencement

- (1) This section applies if—
 - (a) before the commencement, an incorporated association decided by special resolution to register as a cooperative under the repealed Act; and
 - (b) either of the following apply—
 - (i) immediately before the commencement, the incorporated association had not made an application under former section 105L in relation to the registration;
 - (ii) the incorporated association had, before the commencement, made an application under former section 105L in relation to the registration but the application had not, immediately before the commencement, been decided.
- (2) The special resolution is taken to be a decision to register as a co-operative under the Co-operatives National Law (Queensland).

156 Particular applications made under former s 105L

- (1) This section applies if—
 - (a) before the commencement, an incorporated association made an application under former section 105L for consent to register as a cooperative under the repealed Act; and
 - (b) immediately before the commencement, the application had not been decided.
- (2) The chief executive must decide the application under section 105M as if it were an application

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made under section 105L for consent to register as a co-operative under the Co-operatives National Law (Queensland).

157 Particular decisions made under former s 105M before commencement

- (1) This section applies if, before the commencement—
 - (a) an incorporated association made an application under former section 105L for consent to register as a cooperative under the repealed Act; and
 - (b) the chief executive made a decision that the chief executive is satisfied of the matters requiring satisfaction mentioned in former section 105M(2) in relation to the application.
- (2) If, immediately before the commencement, the chief executive had not issued a certificate under former section 105M(1) in relation to the decision, the chief executive must promptly give the incorporated association a certificate stating the chief executive—
 - (a) is satisfied of the matters requiring satisfaction mentioned in former section 105M(2); and
 - (b) consents to the association's proposed registration as a co-operative under the Co-operatives National Law (Queensland).
- (3) A certificate given to an incorporated association under subsection (2) expires 30 days after it is given.
- (4) Subsection (5) applies if, before the commencement, the chief executive gave the incorporated association a certificate under

former section 105M(1) in relation to the decision.

- (5) The certificate is taken to be a certificate given under section 105M(1) stating that the chief executive consents to the association's proposed registration as a co-operative under the Co-operatives National Law (Queensland).

Division 2 Other amendments

63 Acts amended

Schedule 1 amends the Acts it mentions.

Schedule 1 Other amendments

section 63

Part 1 Amendment of this Act

- 1 Long title, from ‘, to repeal’—**
omit.

Part 2 Amendment of other Acts

Associations Incorporation Act 1981

- 1 Part 11, division 2, heading, ‘cooperatives’—**
omit, insert—
co-operatives

2 Amendment of various sections

Each of the following provisions is amended by omitting ‘cooperative’ and inserting ‘co-operative’—

- section 105A
- section 105B
- section 105C
- section 105D
- section 105F
- section 105G(1)
- section 105H

- section 105I
- section 105J
- section 105L
- section 105M
- section 105N(1)

3 Amendment of various sections

Each of the following provisions is amended by omitting ‘Cooperatives Act’ and inserting ‘Co-operatives National Law (Queensland)’—

- section 105A
- section 105C(3)(a)
- section 105M(2)(c)
- section 105N(1)

4 Section 105A(a)—

omit.

5 Amendment of various sections

Each of the following provisions is amended by omitting ‘cooperative’s’ and inserting ‘co-operative’s’—

- section 105A(c)
- section 105B
- section 105C(3)(b)
- section 105C(3)(c)

6 Section 105A(d), ‘directed the cooperative to suspend its operations’—

omit, insert—

given the co-operative a direction about the way it

is to exercise its functions in relation to the activities of the co-operative in obtaining financial accommodation

7 Section 105A(g), ‘dissolved or’—

omit.

8 Section 105A(b) to (j)—

renumber as section 105A(a) to (i).

9 Section 105B, ‘Cooperatives Act, section 301’—

omit, insert—

Co-operatives National Law (Queensland),
section 404

10 Section 105D(2)(a), ‘Cooperatives Act, part 12, division 2’—

omit, insert—

Co-operatives National Law (Queensland),
chapter 4, part 4.3, division 2

11 Part 11, division 3, heading, ‘cooperatives’—

omit, insert—

co-operatives

12 Section 106, ‘former society’—

omit, insert—

co-operative that becomes an incorporated association under this part

13 Schedule, definitions *cooperative* and *Cooperatives Act*—

omit.

14 Schedule—

insert—

co-operative means a co-operative under the Co-operatives National Law (Queensland).

Corporations (Queensland) Act 1990

1 Section 93(a)—

omit, insert—

(a) a co-operative under the Co-operatives National Law (Queensland);

Duties Act 2001

1 Sections 285(a) and 292(1)(a), ‘cooperative registered under the *Cooperatives Act 1997*—

omit, insert—

co-operative under the Co-operatives National Law (Queensland)

2 Section 292, heading, ‘cooperatives’—

omit, insert—

co-operatives

3 Section 292(2), ‘cooperative’—

omit, insert—

co-operative

4 Schedule 6, definition *society*, paragraph (b)—

omit, insert—

(b) a co-operative under the Co-operatives National Law (Queensland).

Housing Act 2003

1 Section 38F(2)(b)—

omit, insert—

(b) the Co-operatives National Law (Queensland).

Public Service Act 2008

1 Section 24(2)(j), ‘cooperative under the *Cooperatives Act 1997*—

omit, insert—

co-operative under the Co-operatives National Law (Queensland)

Water Act 2000

- 1 Section 738O, heading, ‘Cooperatives Act 1997’—**
omit, insert—
Co-operatives National Law (Queensland)
- 2 Section 738O(1), ‘cooperative’—**
omit, insert—
 co-operative
- 3 Section 738O(2), ‘Cooperatives Act 1997’—**
omit, insert—
 Co-operatives National Law (Queensland)
- 4 Section 738O(3) to (6)—**
omit, insert—
- (3) For an application made by the irrigation entity for registration as a co-operative, or the registration of the irrigation entity as a co-operative, under the Co-operatives National Law (Queensland)—
- (a) a document mentioned in section 23(1) of the Law must be submitted to the registrar at least 7 days before the formation meeting mentioned in that section is held; and
- (b) section 30 of the Law does not apply.
- (4) Section 359 does not apply in relation to the transfer of the irrigation entity’s assets to the co-operative.
- (5) In this section—
co-operative means a co-operative under the

Co-operatives National Law (Queensland).

registrar means the Registrar under the
Co-operatives National Law (Queensland).