

Reprint  
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## Crown Research Institutes Act 1992

Public Act 1992 No 47  
Date of assent 15 June 1992  
Commencement see section 1(2)

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#### Note

Changes authorised by subpart 2 of Part 2 of the Legislation Act 2012 have been made in this official reprint.  
Note 4 at the end of this reprint provides a list of the amendments incorporated.

**This Act is administered by the Ministry of Business, Innovation, and Employment.**

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**An Act to provide for the formation of Crown-owned companies to undertake scientific research and other related activities, and to provide for matters incidental thereto**

**1 Short Title and commencement**

- (1) This Act may be cited as the Crown Research Institutes Act 1992.
- (2) Except as provided in sections 46(3), 47(3), 48(5), and 49(3), this Act shall come into force on 15 June 1992.

**2 Interpretation**

In this Act, unless the context otherwise requires,—

**board**, in relation to a Crown Research Institute or a Crown entity subsidiary of a Crown Research Institute, has the same meaning as in section 127 of the Companies Act 1993

**constitution**, in relation to a Crown Research Institute, means the constitution of the Crown Research Institute under section 29 of the Companies Act 1993

**Crown entity subsidiary** has the same meaning as in the second column of section 7(1)(c) of the Crown Entities Act 2004

**Crown Research Institute** means a company established as a Crown Research Institute under section 11

**financial statements**, in relation to a Crown Research Institute, means—

- (a) group financial statements within the meaning of section 7 of the Financial Reporting Act 2013 for the group comprising the Crown Research Institute and its Crown entity subsidiaries; or

- (b) if the Crown Research Institute does not have any Crown entity subsidiaries, financial statements within the meaning of section 6 of the Financial Reporting Act 2013 for the Crown Research Institute

**generally accepted accounting practice** has the same meaning as in section 8 of the Financial Reporting Act 2013

**multi-parent subsidiary** has the same meaning as in section 10 of the Crown Entities Act 2004

**parent Crown Research Institute** has the same meaning as in section 8 of the Crown Entities Act 2004, with any necessary modifications

**research** means scientific research; and includes scientific development and related services

**responsible Minister** means,—

- (a) in relation to a Crown Research Institute, the Minister of Finance and the other shareholding Minister or Ministers:
- (b) in relation to a Crown entity subsidiary of a Crown Research Institute, a responsible Minister of the parent Crown Research Institute

**science** includes the physical sciences, the biological sciences, and the social sciences; and also includes technology; and **scientific** has a corresponding meaning

**shareholding Ministers** has the same meaning as in section 10 of the Crown Entities Act 2004

**statement of corporate intent**, in relation to a Crown Research Institute, means the current statement of corporate intent for the Crown Research Institute prepared pursuant to section 16.

Section 2 **board**: substituted, on 25 January 2005, by section 200 of the Crown Entities Act 2004 (2004 No 115).

Section 2 **constitution**: inserted, on 25 January 2005, by section 200 of the Crown Entities Act 2004 (2004 No 115).

Section 2 **Crown entity subsidiary**: inserted, on 25 January 2005, by section 200 of the Crown Entities Act 2004 (2004 No 115).

Section 2 **Crown entity subsidiary**: amended, on 18 July 2013, by section 42 of the Crown Entities Amendment Act 2013 (2013 No 51).

Section 2 **Crown Research Institute**: substituted, on 25 January 2005, by section 200 of the Crown Entities Act 2004 (2004 No 115).

Section 2 **financial statements**: inserted, on 1 April 2014, by section 126 of the Financial Reporting (Amendments to Other Enactments) Act 2013 (2013 No 102).

Section 2 **generally accepted accounting practice**: inserted, on 1 April 2014, by section 126 of the Financial Reporting (Amendments to Other Enactments) Act 2013 (2013 No 102).

Section 2 **multi-parent subsidiary**: inserted, on 25 January 2005, by section 200 of the Crown Entities Act 2004 (2004 No 115).

Section 2 **parent Crown Research Institute**: inserted, on 25 January 2005, by section 200 of the Crown Entities Act 2004 (2004 No 115).

Section 2 **parent Crown Research Institute**: amended, on 18 July 2013, by section 42 of the Crown Entities Amendment Act 2013 (2013 No 51).

Section 2 **responsible Minister**: substituted, on 25 January 2005, by section 200 of the Crown Entities Act 2004 (2004 No 115).

Section 2 **rules**: repealed, on 25 January 2005, by section 200 of the Crown Entities Act 2004 (2004 No 115).

Section 2 **shareholding Ministers**: substituted, on 25 January 2005, by section 200 of the Crown Entities Act 2004 (2004 No 115).

Section 2 **sitting day**: repealed, on 25 January 2005, by section 200 of the Crown Entities Act 2004 (2004 No 115).

Section 2 **subsidiary**: repealed, on 25 January 2005, by section 200 of the Crown Entities Act 2004 (2004 No 115).

### **3 Act to bind the Crown**

This Act binds the Crown.

## **Part 1 Principles**

### **4 Purpose of Crown Research Institutes**

The purpose of every Crown Research Institute is to undertake research.

### **5 Principles of operation**

- (1) Every Crown Research Institute shall, in fulfilling its purpose, operate in accordance with the following principles:
  - (a) that research undertaken by a Crown Research Institute should be undertaken for the benefit of New Zealand;
  - (b) that a Crown Research Institute should pursue excellence in all its activities;
  - (c) that in carrying out its activities a Crown Research Institute should comply with any applicable ethical standards;
  - (d) that a Crown Research Institute should promote and facilitate the application of—
    - (i) the results of research; and
    - (ii) technological developments;
  - (e) that a Crown Research Institute should be a good employer as required by section 118 of the Crown Entities Act 2004;
  - (f) that a Crown Research Institute should be an organisation that exhibits a sense of social responsibility by having regard to the interests of the community in which it operates and by endeavouring to accommodate or encourage those interests when able to do so.

- (2) Every Crown Research Institute shall, in fulfilling its purpose, operate in a financially responsible manner so that it maintains its financial viability.
- (3) For the purposes of subsection (2), a Crown Research Institute is financially viable if—
  - (a) regardless of whether or not it is required to pay dividends to the Crown, the activities of the Crown Research Institute generate, on the basis of generally accepted accounting principles, an adequate rate of return on shareholders' funds; and
  - (b) the Crown Research Institute is operating as a successful going concern.

(4) *[Repealed]*

Compare: 1986 No 124 s 4

Section 5(1)(e): amended, on 25 January 2005, by section 200 of the Crown Entities Act 2004 (2004 No 115).

Section 5(4): repealed, on 25 January 2005, by section 200 of the Crown Entities Act 2004 (2004 No 115).

## 6 Ministers and their role

- (1) The shareholding Ministers have the role in section 88 of the Crown Entities Act 2004.
- (1A) Section 88(1)(d) of the Crown Entities Act 2004 applies as if the reference to Part 4 were replaced by a reference to Part 3 of this Act.
- (2) The shareholding Ministers shall exercise or perform the powers, duties, and functions conferred or imposed on them with respect to a Crown Research Institute in a manner that is consistent with the purpose of a Crown Research Institute (as expressed in section 4) and the principles of operation of a Crown Research Institute (as expressed in section 5).

Section 6(1): substituted, on 25 January 2005, by section 200 of the Crown Entities Act 2004 (2004 No 115).

Section 6(1A): inserted, on 25 January 2005, by section 200 of the Crown Entities Act 2004 (2004 No 115).

## 7 Directors and their role

- (1) The shareholding Ministers must appoint the directors of a Crown Research Institute in accordance with section 89 of the Crown Entities Act 2004.
- (1A) The shareholding Ministers must appoint one of the directors of the Crown Research Institute to be chairperson of the board, in accordance with the criteria (if any) in the constitution of the Crown Research Institute.
- (1B) Subsection (1A) applies despite anything in any other enactment.
- (2) The directors of a Crown Research Institute shall be persons who, in the opinion of the shareholding Ministers, will bring (either individually or collectively) a wide range of skills to the board of the Crown Research Institute, including—

- (a) the skills necessary to ensure the sound management of the Crown Research Institute, both financially and generally;
  - (b) knowledge of, or experience in, the carrying out of, or the management of, research;
  - (c) knowledge of, or experience in, the application, by the productive sector, of research and technology;
  - (d) an understanding of, and the skills necessary to promote, the actual and potential linkages between the activities of the Crown Research Institute and the activities of—
    - (i) the private sector; and
    - (ii) other persons or bodies that are able, or may be able, to utilise the research undertaken by the Crown Research Institute or collaborate with the Crown Research Institute in that research.
- (3) No director of a Crown Research Institute shall be appointed to represent, or promote the views of, a particular interest group.
- (4) The board of a Crown Research Institute shall be accountable to the shareholding Ministers in the manner set out in Part 3 and in the constitution of the Crown Research Institute.
- (4A) Subsection (4) does not limit any provisions of the Crown Entities Act 2004 that apply to the board of a Crown Research Institute.
- (5) The directors of a Crown Research Institute shall exercise or perform the powers, duties, and functions conferred or imposed on them with respect to the Crown Research Institute in a manner that is consistent with the purpose of a Crown Research Institute (as expressed in section 4) and the principles of operation of a Crown Research Institute (as expressed in section 5), and in accordance with the Crown Research Institute's statement of corporate intent.
- (6) In exercising or performing the powers, duties, and functions conferred or imposed on them with respect to the Crown Research Institute, the directors of a Crown Research Institute must have regard to any direction given under section 107 of the Crown Entities Act 2004 that relates to Crown entity companies.
- (7) Sections 110 and 114(1)(b) of that Act do not apply in so far as they require a Crown Research Institute to give effect to the direction.

Section 7(1): substituted, on 25 January 2005, by section 200 of the Crown Entities Act 2004 (2004 No 115).

Section 7(1A): inserted, on 25 January 2005, by section 200 of the Crown Entities Act 2004 (2004 No 115).

Section 7(1B): inserted, on 25 January 2005, by section 200 of the Crown Entities Act 2004 (2004 No 115).

Section 7(4): amended, on 25 January 2005, by section 200 of the Crown Entities Act 2004 (2004 No 115).

Section 7(4A): inserted, on 25 January 2005, by section 200 of the Crown Entities Act 2004 (2004 No 115).

Section 7(5): amended, on 25 January 2005, by section 200 of the Crown Entities Act 2004 (2004 No 115).

Section 7(6): added, on 25 January 2005, by section 200 of the Crown Entities Act 2004 (2004 No 115).

Section 7(7): added, on 25 January 2005, by section 200 of the Crown Entities Act 2004 (2004 No 115).

## **8 Appointment of chief executives**

*[Repealed]*

Section 8: repealed, on 25 January 2005, by section 200 of the Crown Entities Act 2004 (2004 No 115).

## **9 Collective agreements**

A Crown Research Institute must comply with any Order in Council made under section 116 of the Crown Entities Act 2004 that relates to that Crown Research Institute before entering into a collective employment agreement or amendment to a collective employment agreement.

Section 9: substituted, on 25 January 2005, by section 200 of the Crown Entities Act 2004 (2004 No 115).

## **10 Treaty of Waitangi**

In relation to the transfer, pursuant to this Act, of any land, or any interest in any land, to a Crown Research Institute or a Crown entity subsidiary of a Crown Research Institute, the shareholding Ministers shall have regard to the principles of the Treaty of Waitangi (Te Tiriti o Waitangi).

Section 10: amended, on 25 January 2005, by section 200 of the Crown Entities Act 2004 (2004 No 115).

# **Part 2**

## **Formation and ownership of Crown Research Institutes**

### **10A Application of Crown Entities Act 2004 to Crown Research Institutes**

- (1) A Crown Research Institute is a Crown entity for the purposes of section 7 of the Crown Entities Act 2004.
- (2) The Crown Entities Act 2004 applies to a Crown Research Institute except to the extent that this Act expressly provides otherwise.
- (3) The following sections of the Crown Entities Act 2004 do not apply to Crown Research Institutes, or the boards, board members, or employees of a Crown Research Institute:
  - (a) section 87:
  - (b) sections 92 to 95:
  - (c) section 97:

- (d) section 100:
- (e) section 107 (except as applied by section 7(6) of this Act):
- (f) sections 138 to 157.

Section 10A: inserted, on 25 January 2005, by section 200 of the Crown Entities Act 2004 (2004 No 115).

## **11 Establishment of Crown Research Institutes**

- (1) A Crown entity company may be formed under section 79 of the Crown Entities Act 2004 for the purposes of establishing a Crown Research Institute.
- (2) The constitution of a Crown Research Institute must state that the company is a Crown Research Institute for the purposes of this Act.
- (3) Subsection (2) applies in addition to section 81 of the Crown Entities Act 2004 (which requires the constitution of a Crown entity company to state that the company is a Crown entity).
- (4) The Companies Act 1993 applies to a Crown Research Institute as provided in section 85 of the Crown Entities Act 2004, or as otherwise modified by this Act.

Section 11: substituted, on 25 January 2005, by section 200 of the Crown Entities Act 2004 (2004 No 115).

## **12 Provisions relating to Crown entity subsidiaries of Crown Research Institutes**

- (1) A Crown Research Institute or a Crown entity subsidiary of a Crown Research Institute may form or acquire shares in a Crown entity subsidiary from time to time in accordance with section 96 of the Crown Entities Act 2004.
- (2) Each Crown entity subsidiary of a Crown Research Institute is a Crown entity for the purposes of the Crown Entities Act 2004.
- (3) The Crown Entities Act 2004 applies to a Crown entity subsidiary of a Crown Research Institute except to the extent that this Act expressly provides otherwise.
- (4) Sections 97, 100, and 138 to 157A of the Crown Entities Act 2004 do not apply to a Crown entity subsidiary of a Crown Research Institute.
- (5) The Companies Act 1993 applies to a Crown entity subsidiary of a Crown Research Institute as provided in section 102 of the Crown Entities Act 2004, or as otherwise modified by this Act.

Section 12: substituted, on 25 January 2005, by section 200 of the Crown Entities Act 2004 (2004 No 115).

Section 12(4): amended, on 1 July 2014, by section 72 of the Crown Entities Amendment Act 2013 (2013 No 51).

**13 Acquisition of shares or interests in companies, trusts, and partnerships**

- (1) A Crown Research Institute or a Crown entity subsidiary of a Crown Research Institute must ensure that it does not—
  - (a) acquire shares in a company that gives it substantial influence in or over that company; or
  - (b) acquire an interest in any partnership, joint venture, or other association of persons, or an interest in a company other than in its shares; or
  - (c) settle, or be or appoint a trustee of, a trust,—  
other than—
  - (d) after written notice to its parent Crown Research Institute (in the case of a Crown entity subsidiary of a Crown Research Institute) or to the shareholding Ministers (in the case of a Crown Research Institute); and
  - (e) in accordance with the procedures and conditions contained in its statement of corporate intent or specified by the shareholding Ministers.
- (2) **Substantial influence**, in relation to a company, means the capacity to affect substantially either or both the financial or operating policies of the company.
- (3) This section does not apply if the Crown Research Institute or Crown entity subsidiary of a Crown Research Institute acquires a Crown entity subsidiary (in which case section 96 of the Crown Entities Act 2004 applies).

Section 13: substituted, on 25 January 2005, by section 200 of the Crown Entities Act 2004 (2004 No 115).

**14 Further provisions relating to Ministers' shareholding**

*[Repealed]*

Section 14: repealed, on 25 January 2005, by section 200 of the Crown Entities Act 2004 (2004 No 115).

**15 Powers of shareholding Ministers**

- (1) Notwithstanding any other provision of this Act or the constitution of any Crown Research Institute,—
  - (a) the shareholding Ministers may from time to time, by written notice to the board, direct the board of a Crown Research Institute to include in, or omit from, a statement of corporate intent for that Crown Research Institute any provision or provisions of a kind referred to in paragraphs (a) to (h) of section 16(2); and
  - (b) the shareholding Ministers may, by written notice to the board, determine the amount of dividend payable by any Crown Research Institute in respect of any financial year or years; and
  - (c) the shareholding Ministers may from time to time, on the advice of the Minister of External Relations and Trade, by written notice to the board, direct the board of a Crown Research Institute to include in the statement

of corporate intent for that Crown Research Institute such provision as the Minister considers necessary—

- (i) to enable the fulfilment (in whole or in part) of any obligation or undertaking arising from any international convention or international agreement or international arrangement to which the Government of New Zealand, or any department, agency, or other instrument of the Government of New Zealand, is a party; or
- (ii) to implement (in whole or in part) any policy of the Government of New Zealand in respect of the Government's international relations,—

and any board to whom such a notice is given shall comply with the notice.

- (2) Section 115 of the Crown Entities Act 2004 applies to a direction under subsection (1).
- (3) *[Repealed]*

Compare: 1986 No 124 s 13

Section 15(1): amended, on 25 January 2005, by section 200 of the Crown Entities Act 2004 (2004 No 115).

Section 15(2): substituted, on 25 January 2005, by section 200 of the Crown Entities Act 2004 (2004 No 115).

Section 15(3): repealed, on 25 January 2005, by section 200 of the Crown Entities Act 2004 (2004 No 115).

### **Part 3**

#### **Accountability**

#### **16 Statement of corporate intent**

- (1) The board of every Crown Research Institute shall deliver to the shareholding Ministers a draft statement of corporate intent not later than 1 month before the commencement of each financial year of the Crown Research Institute.
- (2) Each statement of corporate intent shall specify for the group comprising the Crown Research Institute and its Crown entity subsidiaries (if any), in respect of that financial year and each of the immediately following 2 financial years, the following information:
  - (aa) key background information about the Crown Research Institute and its operating environment:
    - (a) the objectives of the group:
    - (b) the nature and scope of the activities to be undertaken:
    - (c) the ratio of consolidated shareholders' funds to total assets, and definitions of those terms:
    - (d) the accounting policies:

- (e) the performance targets and other measures by which the performance of the group may be judged in relation to its objectives:
  - (f) a statement of the principles adopted in determining the annual dividend (if any) together with an estimate of the amount or proportion of annual tax paid earnings (from both capital and revenue sources) that is intended to be distributed to the Crown:
  - (g) the kind of information to be provided to the shareholding Ministers by the Crown Research Institute during the course of those financial years, including the information to be included in each half-yearly report:
  - (h) the procedures to be followed before any member of the group subscribes for, purchases, or otherwise acquires shares in any company or other organisation:
  - (i) any activities for which the board seeks compensation from the Crown (whether or not the Crown has agreed to provide such compensation):
  - (j) such other matters as are agreed by the shareholding Ministers and the board.
- (3) Each statement of corporate intent shall also include the board's estimate of the current commercial value of the Crown's investment in the group and a statement of the manner in which that value was reassessed.
- (3A) The shareholding Ministers may, if the Ministers are satisfied that it would be unduly onerous on a parent Crown Research Institute to comply with the requirement, grant an exemption from the requirement for a statement of corporate intent to cover a multi-parent subsidiary, or contain any particular information in relation to a multi-parent subsidiary.
- (3B) An exemption under subsection (3A) may be subject to any conditions the shareholding Ministers think fit (for example, the condition may be that the statement of corporate intent of only one of the parents must cover the multi-parent subsidiary).
- (4) The board shall consider any comments on the draft statement of corporate intent that are made to it not later than 14 days before the commencement of the financial year by the shareholding Ministers, and shall deliver the completed statement of corporate intent to the shareholding Ministers on or before the commencement of the financial year or such later date as the shareholding Ministers may determine.
- (5) A statement of corporate intent for a Crown Research Institute may be modified at any time by written notice from the board to the shareholding Ministers, so long as the board has first given written notice to the shareholding Ministers of the proposed modification and considered any comments made on that proposed modification by the shareholding Ministers within 1 month of the date on which that notice was given.

- (6) Each completed statement of corporate intent under subsection (4) or amended statement of corporate intent under subsection (5) must—
- (a) be in writing, be dated, and be signed on behalf of the board by 2 directors:
  - (b) be published as soon as practicable after it has been presented to the House of Representatives under section 19.

Compare: 1986 No 124 s 14; 1992 No 27 s 3

Section 16(2): amended, on 25 January 2005, by section 200 of the Crown Entities Act 2004 (2004 No 115).

Section 16(2)(aa): inserted, on 25 January 2005, by section 200 of the Crown Entities Act 2004 (2004 No 115).

Section 16(3A): inserted, on 25 January 2005, by section 200 of the Crown Entities Act 2004 (2004 No 115).

Section 16(3B): inserted, on 25 January 2005, by section 200 of the Crown Entities Act 2004 (2004 No 115).

Section 16(6): added, on 25 January 2005, by section 200 of the Crown Entities Act 2004 (2004 No 115).

## **17 Annual report, financial statements, and dividend**

- (1) Within 3 months after the end of each financial year of a Crown Research Institute, the board of the Crown Research Institute shall deliver to the shareholding Ministers—
- (a) a report of the operations of the Crown Research Institute and those of its Crown entity subsidiaries (if any) during that financial year; and
  - (b) audited financial statements for that financial year prepared in accordance with generally accepted accounting practice; and
  - (c) the auditor's report on those financial statements; and
  - (d) a statement of responsibility for the financial statements that, with any necessary modifications, complies with section 155 of the Crown Entities Act 2004.
- (2) Every report under subsection (1)(a) shall—
- (a) contain such information as is necessary to enable an informed assessment of the operations of the Crown Research Institute and its Crown entity subsidiaries, including a comparison of the performance of the Crown Research Institute and Crown entity subsidiaries with the relevant statement of corporate intent; and
  - (b) state the dividend (if any) that could be paid to the Crown by the Crown Research Institute for the financial year to which the report relates; and
  - (c) report on the extent of the Crown Research Institute's and each of its Crown entity subsidiaries' compliance with their obligation to be a good employer under section 118 of the Crown Entities Act 2004 (including

- their equal employment opportunities programmes) in that financial year; and
- (d) contain any direction given by the Minister in writing to the board of the Crown Research Institute under this Act during that financial year; and
  - (e) include, in respect of the Crown Research Institute and each of its Crown entity subsidiaries, the information in section 152 of the Crown Entities Act 2004.
- (3) The shareholding Ministers may, if the Ministers are satisfied that it would be unduly onerous on a parent Crown Research Institute to comply with the requirement, grant an exemption from the requirement for a report under subsection (1)(a) to cover a multi-parent subsidiary, or contain any particular information in relation to a multi-parent subsidiary.
- (4) An exemption under subsection (3) may be subject to any conditions the shareholding Ministers think fit (for example, the condition may be that the annual report of one of the parents must cover the multi-parent subsidiary).
- (5) Each Crown Research Institute must publish the documents required by subsection (1) as soon as practicable after it has been presented to the House of Representatives under section 19.

Compare: 1986 No 124 s 15

Section 17 heading: amended, on 1 April 2014, by section 126 of the Financial Reporting (Amendments to Other Enactments) Act 2013 (2013 No 102).

Section 17(1)(a): amended, on 25 January 2005, by section 200 of the Crown Entities Act 2004 (2004 No 115).

Section 17(1)(b): replaced, on 1 April 2014, by section 126 of the Financial Reporting (Amendments to Other Enactments) Act 2013 (2013 No 102).

Section 17(1)(c): amended, on 25 January 2005, by section 200 of the Crown Entities Act 2004 (2004 No 115).

Section 17(1)(d): added, on 25 January 2005, by section 200 of the Crown Entities Act 2004 (2004 No 115).

Section 17(2)(a): amended, on 25 January 2005, by section 200 of the Crown Entities Act 2004 (2004 No 115).

Section 17(2)(b): amended, on 25 January 2005, by section 200 of the Crown Entities Act 2004 (2004 No 115).

Section 17(2)(c): added, on 25 January 2005, by section 200 of the Crown Entities Act 2004 (2004 No 115).

Section 17(2)(d): added, on 25 January 2005, by section 200 of the Crown Entities Act 2004 (2004 No 115).

Section 17(2)(e): added, on 25 January 2005, by section 200 of the Crown Entities Act 2004 (2004 No 115).

Section 17(3): added, on 25 January 2005, by section 200 of the Crown Entities Act 2004 (2004 No 115).

Section 17(4): added, on 25 January 2005, by section 200 of the Crown Entities Act 2004 (2004 No 115).

Section 17(5): added, on 25 January 2005, by section 200 of the Crown Entities Act 2004 (2004 No 115).

## **18 Half-yearly reports**

- (1) Within 2 months after the end of the first half of each financial year of a Crown Research Institute, the board of the Crown Research Institute shall deliver to the shareholding Ministers a report of its operations during that half-year.
- (2) Each report required by this section shall include the information required by the statement of corporate intent to be included in the report.

Compare: 1986 No 124 s 16

## **19 Information to be laid before House of Representatives**

- (1) *[Repealed]*
- (2) Within 5 working days after receiving all the following documents in respect of a financial year of a Crown Research Institute, the responsible Minister shall lay the documents before the House of Representatives:
  - (a) the statement of corporate intent of the Crown Research Institute for that year and the succeeding 2 years; and
  - (b) the annual report, audited financial statements, and the statement of responsibility for the financial statements of the Crown Research Institute for the preceding financial year; and
  - (c) the auditor's report on those financial statements.
- (3) Where a statement of corporate intent for a Crown Research Institute has been modified pursuant to section 16(5), the responsible Minister shall lay before the House of Representatives a copy of the notice making the modification within 5 working days after the date on which the Minister receives the notice.
- (4) Within 5 working days after a half-yearly report is given to the responsible Minister pursuant to section 18, the responsible Minister shall lay a copy of the report before the House of Representatives.

Compare: 1986 No 124 s 17

Section 19(1): repealed, on 25 January 2005, by section 200 of the Crown Entities Act 2004 (2004 No 115).

Section 19(2): amended, on 25 January 2005, by section 200 of the Crown Entities Act 2004 (2004 No 115).

Section 19(2)(b): amended, on 25 January 2005, by section 200 of the Crown Entities Act 2004 (2004 No 115).

Section 19(3): amended, on 25 January 2005, by section 200 of the Crown Entities Act 2004 (2004 No 115).

Section 19(4): amended, on 25 January 2005, by section 200 of the Crown Entities Act 2004 (2004 No 115).

## **20 Other information**

- (1) Subject to subsection (3), the board of a Crown Research Institute shall supply to the shareholding Ministers or to such other person or class or classes of persons as either of those Ministers specifies such information relating to the affairs of the Crown Research Institute, or any of its Crown entity subsidiaries,

as either of those Ministers requests after consultation with the board (whether or not the information is of a kind referred to in the statement of corporate intent).

- (2) A shareholding Minister may request information to be supplied whether or not the supply of the information is required for the purposes of, or is contemplated by, this Act.
- (3) The board of a Crown Research Institute shall not be obliged by subsection (1) to supply to any person any information relating to an individual employee or customer of the Crown Research Institute, or of any Crown entity subsidiary of it, or any other person, if the information supplied would enable the identification of the person concerned.
- (4) *[Repealed]*
- (4A) Subsections (1) to (4) apply in addition to section 133(1) of the Crown Entities Act 2004.
- (5) Notwithstanding any other enactment or rule of law, the board of a Crown Research Institute may direct an officer or employee of the Crown Research Institute to comply with a request under subsection (1), and the officer or employee shall comply with the request on being directed to do so.
- (6) No member of a board of a Crown Research Institute and no officer or employee of a Crown Research Institute who acts in accordance with a request or direction under this section is liable to any person under any other enactment or rule of law by reason of acting in accordance with that request or direction.

Compare: 1986 No 124 s 18; 1990 No 23 s 2(1)

Section 20(1): amended, on 25 January 2005, by section 200 of the Crown Entities Act 2004 (2004 No 115).

Section 20(3): amended, on 25 January 2005, by section 200 of the Crown Entities Act 2004 (2004 No 115).

Section 20(4): repealed, on 1 February 2011, by section 18 of the Research, Science, and Technology Act 2010 (2010 No 131).

Section 20(4A): inserted, on 25 January 2005, by section 200 of the Crown Entities Act 2004 (2004 No 115).

## **21 Auditor-General to be auditor of Crown Research Institutes and subsidiaries**

- (1) Despite sections 207P to 207V of the Companies Act 1993, every Crown Research Institute and every Crown entity subsidiary of every Crown Research Institute is a public entity as defined in section 4 of the Public Audit Act 2001 and, in accordance with that Act, the Auditor-General is its auditor.
- (2) Without limiting subsection (1), the board of a Crown Research Institute may, after consultation with the Auditor-General and with the approval of the Minister, appoint a person or firm that is qualified for appointment as an auditor of a company to be an additional auditor of the Crown Research Institute or any Crown entity subsidiary of the Crown Research Institute.

Section 21: substituted, on 1 July 2001, by section 53 of the Public Audit Act 2001 (2001 No 10).

Section 21(1): amended, on 1 April 2014, by section 126 of the Financial Reporting (Amendments to Other Enactments) Act 2013 (2013 No 102).

Section 21(1): amended, on 25 January 2005, by section 200 of the Crown Entities Act 2004 (2004 No 115).

Section 21(2): amended, on 25 January 2005, by section 200 of the Crown Entities Act 2004 (2004 No 115).

## 22 Protection from disclosure of sensitive information

Nothing in this Act shall be construed as requiring the inclusion in any statement of corporate intent, annual report, financial statements, or half-yearly report referred to in sections 16 to 18 of any information that could be properly withheld if a request for that information were made under the Official Information Act 1982.

Compare: 1986 No 124 s 20

## Part 4

### Transfer of assets to Crown Research Institutes

#### 23 Interpretation relating to transfer of assets and liabilities

- (1) In this section and in sections 24 to 38, unless the context otherwise requires,—  
**agreement** includes a deed, a contract, an agreement, an arrangement, and an understanding, whether oral or written, express or implied, and whether or not enforceable at law

**assets** means any real or personal property of any kind, whether or not subject to rights; and, without limiting the generality of the foregoing, includes—

- (a) any estate or interest in any land, including all rights of occupation of land or buildings:
- (b) all buildings, vehicles, plant, equipment, and machinery, and any rights therein:
- (c) all livestock, products from livestock, and crops:
- (d) all financial products within the meaning of the Financial Markets Conduct Act 2013:
- (e) all rights of any kind, including rights under Acts, deeds, agreements, or licences, and all applications, objections, submissions, and appeals in respect of such rights:
- (f) all patents, trade marks, designs, copyright, plant variety rights, and other intellectual property rights of any kind whether enforceable by Act or rule of law:
- (g) goodwill, and any business undertaking

**Crown Research Institute** includes a Crown entity subsidiary of a Crown Research Institute

**liabilities** includes—

- (a) liabilities and obligations under any Act or agreement; and
- (b) deposits and other debt securities within the meaning of the Financial Markets Conduct Act 2013; and
- (c) contingent liabilities

**rights** includes powers, privileges, interests, licences, approvals, consents, designations, permissions, dispensations, authorisations, benefits, and equities of any kind, whether actual, contingent, or prospective

**transfer** includes—

- (a) assign and convey; and
- (b) vest by Order in Council or notice in the *Gazette*; and
- (c) confer estates in fee simple of land held by the Crown, whether in allotment or otherwise; and
- (d) grant leases, rights, and interests in any real or personal property; and
- (e) in the case of liabilities, the assumption thereof by a Crown Research Institute.

- (2) In this section and in sections 24 to 38, a reference to **transfer**, **authorise**, or **grant** includes entering into an agreement to transfer, authorise, or grant, as the case may be.
- (3) This section and sections 24 to 38 shall have effect, and assets and liabilities may be transferred pursuant to this Act, notwithstanding any restriction, prohibition, or other provision contained in any Act, rule of law, or agreement that would otherwise apply.
- (4) Nothing in this Act shall limit any powers or rights that the Crown or a Minister has other than pursuant to this Act.

Compare: 1986 No 124 s 29; 1991 No 69 s 362; 1992 No 27 s 10

Section 23(1) **assets** paragraph (d): amended, on 1 December 2014, by section 150 of the Financial Markets (Repeals and Amendments) Act 2013 (2013 No 70).

Section 23(1) **Crown Research Institute**: amended, on 25 January 2005, by section 200 of the Crown Entities Act 2004 (2004 No 115).

Section 23(1) **liabilities** paragraph (b): amended, on 1 December 2014, by section 150 of the Financial Markets (Repeals and Amendments) Act 2013 (2013 No 70).

## **24 Transfer of Crown assets and liabilities to Crown Research Institutes**

- (1) Notwithstanding any Act, rule of law, or agreement, the shareholding Ministers may, on behalf of the Crown, do any 1 or more of the following:
  - (a) transfer to a Crown Research Institute assets and liabilities of the Crown:
  - (b) authorise the Crown Research Institute to act on behalf of the Crown in providing goods or services, or in managing assets or liabilities of the Crown:

- (c) grant to a Crown Research Institute leases, licences, easements, permits, or rights of any kind in respect of any assets or liabilities of the Crown— for such consideration, and on such terms and conditions, as the shareholding Ministers may agree with the Crown Research Institute.
- (2) The responsible Minister shall lay before the House of Representatives any contract or other document entered into pursuant to subsection (1) within 12 sitting days after the date of that contract or document.

Compare: 1986 No 124 s 23(1), (2); 1987 No 117 s 6(1)

## **25 Assets relating to land and interests in land may be transferred separately**

- (1) Assets that are fixed to, or are under or over, any land may be transferred to a Crown Research Institute pursuant to this Act whether or not any interest in the land is also transferred.
- (2) Where any such asset is so transferred, the asset and the land shall be regarded as separate assets each capable of separate ownership.

Compare: 1986 No 124 s 23(3)

## **26 Further provisions relating to transfer of assets and liabilities**

- (1) Any asset or liability of the Crown may be transferred to a Crown Research Institute pursuant to this Act whether or not any Act or agreement relating to the asset or liability permits such transfer or requires any consent to such a transfer.
- (2) Where a transfer of the kind described in subsection (1) takes place,—
  - (a) the transfer shall not entitle any person to terminate, alter, or in any way affect the rights or liabilities of the Crown, or the Crown Research Institute, under any Act or agreement:
  - (b) where the transfer is registrable, the person responsible for keeping the register shall register the transfer forthwith after written notice of the transfer is received by him or her from any person authorised for this purpose by the responsible Minister:
  - (c) the laying before the House of Representatives of any contract or other document relating to the transfer shall be deemed to be notice of the transfer, and any third party shall after the date of such contract or document deal with the Crown Research Institute in place of the Crown:
  - (d) the Crown shall remain liable to any third party as if the asset or liability had not been transferred but shall be indemnified by the Crown Research Institute in respect of any liability to any third party:
  - (e) any satisfaction or performance by the Crown Research Institute in respect of the asset or liability shall be deemed to be also satisfaction or performance by the Crown:

- (f) any satisfaction or performance in respect of the asset or liability by any third party to the benefit of the Crown Research Institute shall be deemed to be also to the benefit of the Crown.
- (3) No provision in any agreement limiting the Crown's right to sell any assets to third parties, or for determining the consideration for the sale of any assets to third parties, or obliging the Crown to account to any person for the whole or part of the proceeds of sale by the Crown of any assets to third parties, or obliging the Crown to pay a greater price than otherwise by reason of or as a consequence of the sale of any assets to third parties, shall have any application or effect in respect of any agreement or transfer entered into or effected pursuant to or under this Act or pursuant to such an agreement or transfer.

Compare: 1986 No 124 s 23(4)–(6); 1990 No 23 s 3

**27 Crown may continue to take benefit of provisions relating to compensation or liability**

- (1) In any case where—
  - (a) the Crown transfers or agrees to transfer to a Crown Research Institute assets that the Crown acquires or is entitled to acquire from another person for the purpose of carrying on any activity; and
  - (b) the assets are acquired by the Crown, or the Crown's rights to acquire the assets arise, under an agreement with that person that contains a provision specifying or limiting the Crown's rights to recover compensation or damages; and
  - (c) the Crown Research Institute carries on that activity or part of that activity whether or not it also carries on any other activity,—

the provision referred to in paragraph (b) shall, notwithstanding the transfer of the assets to the Crown Research Institute, continue in force in favour of the Crown as if the Crown Research Institute were part of the Crown, the Crown continued to carry on the activity, and any loss suffered by the Crown Research Institute were a loss suffered by the Crown and not, by reason only of having been suffered by the Crown Research Institute, an indirect or a consequential loss or a loss suffered by a third party.

- (2) In any case where—
  - (a) the Crown transfers or agrees to transfer to a Crown Research Institute assets that the Crown acquires or is entitled to acquire from another person for the purpose of carrying on any activity; and
  - (b) the assets are acquired by the Crown, or the Crown's rights to acquire the assets arise, under an agreement with that person that contains a provision relieving the Crown from performing any obligation imposed upon it, or relieving the Crown from any claim or cause of action based on the failure by the Crown to perform any such obligation, as a result of any particular event; and

- (c) the Crown Research Institute carries on that activity or part of that activity whether or not it also carries on any other activity,—

the provision referred to in paragraph (b) shall, notwithstanding the transfer of the assets to the Crown Research Institute, continue in force in favour of the Crown as if the Crown Research Institute were part of the Crown, the Crown continued to carry on the activity, and as if the occurrence of any such event referred to in the provision in relation to the Crown Research Institute were the occurrence of the event in relation to the Crown.

Compare: 1986 No 124 s 23(6A), (6B); 1990 No 83 s 2(1)

## **28 Transfer of assets where certain terms and conditions prescribed by statute**

- (1) Where—

- (a) rights or obligations to provide goods or services to third parties are transferred to a Crown Research Institute pursuant to this Act; and
- (b) those goods or services have previously been provided by the Crown on terms and conditions wholly or partly prescribed by any Act; and
- (c) the Governor-General has by Order in Council declared that this subsection shall apply in respect of those goods or services,—

the goods or services shall, to the extent that those terms and conditions are not already contained in contracts between the Crown and third parties, from the date of transfer be deemed to be provided pursuant to contracts between the Crown Research Institute and the third parties (whether or not the Act is repealed).

- (2) Each such contract shall be deemed to include such of the terms and conditions contained in that Act (with all necessary modifications) as are specified in the Order in Council.
- (3) Where any land that is subject to any lease, licence, permit, or right, created on terms and conditions wholly or partly set out in any Act, has been or is to be transferred to a Crown Research Institute pursuant to this Act, the Governor-General may, by Order in Council, declare that such of the provisions of that Act as are specified in the order shall continue to apply in relation to the land and such licence, lease, permit, or right.
- (4) Where an Order in Council is made under subsection (3), the provisions of the Act referred to in the order shall, with all necessary modifications, continue to apply in relation to the land and the terms or conditions of the lease, licence, permit, or right subject to any agreement to—
  - (a) amend or revoke any such term or condition; or
  - (b) revoke any such term or condition and substitute another term or condition for it—

made between the owner for the time being of the land and the holder for the time being of the lease, licence, permit, or right.

Compare: 1986 No 124 s 23(7), (8)

## **29 Provisions relating to transfer of land**

- (1) Notwithstanding any other provision of this Act, Crown land within the meaning of the Land Act 1948 and any lands of the Crown other than lands registered under the Land Transfer Act 2017 that are to be transferred to a Crown Research Institute pursuant to this Act shall—
  - (a) be identified by an adequate legal description, or on plans lodged in the office of the Chief Surveyor for the land district in which the land is situated (being plans certified as correct for the purposes of this section by that Chief Surveyor); and
  - (b) vest in the Crown Research Institute—
    - (i) pursuant to and on a date specified in an Order in Council made for the purposes of this section; or
    - (ii) pursuant to and on a date specified in a notice in the *Gazette* given for the purposes of this section by the shareholding Ministers or by a person authorised in writing by those Ministers.
- (2) Every notice given under subsection (1)(b)(ii) may be given on such terms and conditions as the shareholding Ministers or a person authorised in writing by those Ministers, as the case may be, thinks fit, and shall have effect according to its tenor.
- (3) Notwithstanding any other provision of this Act, no land that is subject to a lease or licence pursuant to section 66 or section 66AA of the Land Act 1948 shall be transferred to a Crown Research Institute pursuant to section 24(1)(a) of this Act.
- (4) Subject to subsection (5), but notwithstanding any other provision of this Act, no land for the time being held, managed, or administered under the Conservation Act 1987 or under any enactment specified in Schedule 1 of that Act shall be transferred to a Crown Research Institute pursuant to section 24(1)(a) of this Act.
- (5) Nothing in subsection (4) prevents the granting, to a Crown Research Institute, of a licence to occupy any land to which that subsection applies if the Minister of Conservation consents to the granting of that licence.
- (6) All land that is subject to the Land Act 1948 or the Forests Act 1949 and that is transferred to a Crown Research Institute pursuant to this Act shall cease to be subject to the Land Act 1948 or the Forests Act 1949, as the case may be, from the date of that transfer, unless otherwise expressly provided by this Act or any other Act.

- (7) Nothing in this Act or in any transfer of land to a Crown Research Institute pursuant to this Act shall derogate from the provisions of section 10 or section 11 of the Crown Minerals Act 1991.

Compare: 1986 No 124 s 24; 1987 No 117 s 7(1), (2); 1990 No 31 s 37; 1991 No 70 s 121; 1992 No 27 s 5

Section 29(1): amended, on 12 November 2018, by section 250 of the Land Transfer Act 2017 (2017 No 30).

### **30 Modification of provisions of Public Works Act 1981**

- (1) This section applies to the transfer of land or an interest in land to a Crown Research Institute—

- (a) pursuant to this Act; or
- (b) by another Crown Research Institute,—

where that transfer occurs not later than 30 June 1994.

- (2) Nothing in sections 40 to 42 of the Public Works Act 1981 shall apply to the transfer of land or an interest in land to a Crown Research Institute (being a transfer to which this section applies) so long as the land or interest in land continues to be used for the purposes of a Crown Research Institute, but, if all or any part of the land or interest in land is no longer required for such purposes, sections 40 and 41 of that Act shall apply to the land or interest no longer required as if the Crown Research Institute were the Crown and the transfer of that land or interest to that Crown Research Institute were not a transfer to which this section applies.

- (3) If, in relation to land or an interest in land that has been transferred to a Crown Research Institute (being a transfer to which this section applies), an offer made under subsection (2) of sections 40 of the Public Works Act 1981 is not accepted—

- (a) within 40 working days after the making of the offer or such further period as the chief executive of the department within the meaning of section 2 of the Survey Act 1986 considers reasonable; or
- (b) if an application has been made pursuant to subsection (2A) of that section to the Land Valuation Tribunal, within 20 working days after the determination of the Tribunal,—

whichever is later, and the parties have not agreed on other terms for the sale of the land or interest, the Crown Research Institute may sell or otherwise dispose of the land or interest to any person on such terms and conditions as it thinks fit.

- (4) For the purposes of subsection (3), the term **working day** has the same meaning as it has in section 2 of the Public Works Act 1981.

Compare: 1990 No 52 s 9(4)

Section 30(3)(a): amended, on 1 July 1996, by section 5 of the Survey Amendment Act 1996 (1996 No 55).

**31 Obligation to lodge caveat**

- (1) Where, before 30 June 1994, land or an interest in land is transferred to a Crown Research Institute pursuant to this Act or by another Crown Research Institute, the Crown or, as the case may be, the Crown Research Institute transferring the land or interest shall, for the purpose of protecting the rights of persons from whom that land or interest was acquired and their successors to have that land or interest offered to them under section 40(2) of the Public Works Act 1981, lodge an appropriate caveat under the Land Transfer Act 2017, and this section shall be sufficient authority for the lodging of such a caveat.
- (2) For the purposes of this section, the rights of persons from whom land or an interest in land was acquired and their successors to have that land or interest offered to them under section 40(2) of the Public Works Act 1981 shall be deemed to be interests in land for the purposes of section 138 of the Land Transfer Act 2017.
- (3) In stating, in a caveat lodged pursuant to subsection (1), the interest claimed by the caveator, it shall be sufficient, for the purposes of the Land Transfer Act 2017, to refer to sections 40 to 42 of the Public Works Act 1981 and this section.

Compare: 1974 No 66 s 594ZG; 1989 No 29 s 34(1)

Section 31(1): amended, on 12 November 2018, by section 250 of the Land Transfer Act 2017 (2017 No 30).

Section 31(2): amended, on 12 November 2018, by section 250 of the Land Transfer Act 2017 (2017 No 30).

Section 31(3): amended, on 12 November 2018, by section 250 of the Land Transfer Act 2017 (2017 No 30).

**32 Transfer of land not to constitute a subdivision or development**

Nothing in section 11 or Part 10 of the Resource Management Act 1991 applies to the transfer of land or an interest in land to a Crown Research Institute—

- (a) pursuant to this Act; or
- (b) by another Crown Research Institute,—

where that transfer occurs not later than 30 June 1994.

**33 Land Settlement Promotion and Land Acquisition Act 1952 not to apply**

The provisions of Part 2 of the Land Settlement Promotion and Land Acquisition Act 1952 shall not apply to any transfer of land or an interest in land to a Crown Research Institute by another Crown Research Institute, where that transfer occurs not later than 30 June 1994.

**34 Uses deemed to be permitted activity**

*[Repealed]*

Section 34: repealed, on 1 August 2003, by section 101 of the Resource Management Amendment Act 2003 (2003 No 23).

### **35 Title to land**

- (1) The Registrar-General of Land shall, on written application by any person authorised by a shareholding Minister and on payment of the prescribed fee,—
  - (a) register a Crown Research Institute as the proprietor, in substitution for the Crown, of the estate or the interest of the Crown in any land for which a record of title has been issued and that is transferred to the Crown Research Institute pursuant to this Act; and
  - (b) make such entries in the register and on any outstanding documents of title and generally do all such things as may be necessary to give effect to this section.
- (2) The powers conferred by subsection (1) may be exercised in respect of an estate or interest that is incorporated in the register by virtue of a lease or licence that has expired or has been determined.
- (3) The Registrar-General of Land must, on written application by any person authorised by a shareholding Minister and on payment of the prescribed fee, issue a record of title for land vested in a Crown Research Institute pursuant to section 29(1) of this Act.
- (4) As soon as registration is accomplished in accordance with subsection (1) or a record of title is issued in accordance with subsection (3), the Crown Research Institute shall, except where the interest acquired is either an easement in gross or an estate as lessee or mortgagee, be deemed to be seized of an estate in fee simple in possession in respect of that land.
- (5) Applications in accordance with subsections (1) and (3) shall specify the name of the Crown Research Institute and the date of the agreement, together with a description of the land sufficient to identify it and, in the case of applications under subsection (3), a certificate by the Chief Surveyor for the district concerned as to the correctness of such description.

Compare: 1986 No 124 s 25; 1989 No 57 s 2

Section 35(1): amended, on 12 November 2018, by section 250 of the Land Transfer Act 2017 (2017 No 30).

Section 35(1)(a): amended, on 12 November 2018, by section 250 of the Land Transfer Act 2017 (2017 No 30).

Section 35(3): replaced, on 12 November 2018, by section 250 of the Land Transfer Act 2017 (2017 No 30).

Section 35(4): amended, on 12 November 2018, by section 250 of the Land Transfer Act 2017 (2017 No 30).

### **36 Land certification**

- (1) Before the Registrar-General of Land issues a record of title in respect of any land vested in a Crown Research Institute pursuant to section 29(1), the Registrar-General of Land must either receive or request from the Surveyor-General a certificate in the form set out in Schedule 2 of the Land Act 1948 as to the legal description of the land, any trusts, reservations, or restrictions

affecting the land, and any other matters that the Registrar-General of Land considers appropriate.

- (2) The certificate referred to in subsection (1) must be accepted by the Registrar-General of Land.

Section 36: replaced, on 12 November 2018, by section 250 of the Land Transfer Act 2017 (2017 No 30).

### **37 Certification of easements**

- (1) Where land is vested in a Crown Research Institute pursuant to section 29(1), subject to the reservation of or together with any easement, not being an easement previously registered under the Land Transfer Act 1952, the Chief Executive of Land Information New Zealand or the Surveyor-General must include in the certificate given under section 36(1) of this Act a sufficient description of the easement and particulars as to the rights and powers, terms, covenants, conditions, or restrictions attaching to it.
- (2) The Registrar-General of Land must register the easement on the relevant record of title by reference to the certificate in which it is described as if that certificate were the instrument creating the easement.
- (3) If an easement is registered under subsection (2), it must be treated for all purposes, including all subsequent dealings, as if it had been created under the Land Transfer Act 2017.

Section 37: replaced, on 12 November 2018, by section 250 of the Land Transfer Act 2017 (2017 No 30).

### **38 Orders in Council relating to transfer of assets and liabilities**

- (1) For the purpose of facilitating the transfer of assets and liabilities to a Crown Research Institute pursuant to this Act, the Governor-General may from time to time, by Order in Council, do any 1 or more of the following:
- (a) vest in or impose on a Crown Research Institute any asset or liability (other than land to which section 29(1) applies), or any class of any such asset or liability, that is to be transferred to the Crown Research Institute:
  - (b) vest land in a Crown Research Institute for the purposes of section 29(1):
  - (c) declare that a reference to the Crown or a Minister, officer, employee, department, or instrument of the Crown in any or all regulations, orders, notices, or documents shall be deemed to be or to include a reference to a Crown Research Institute specified in the order:
  - (d) declare that a Crown Research Institute shall assume or continue to have the rights and obligations of the Crown or a Minister, officer, employee, department, or instrument of the Crown in respect of applications for rights, objections, or proceedings before any court, authority, or other person, being rights and obligations that the Crown Research Institute has agreed to assume:

- (e) declare, in respect of any assets or liabilities transferred to a Crown Research Institute pursuant to this Act, that the Crown Research Institute shall be deemed to have specified rights or obligations in respect of those assets or liabilities, being rights or obligations that are required in respect of those assets or liabilities as a result of the change of ownership or responsibility from the Crown to the Crown Research Institute;
  - (f) declare that any Order in Council made under this section shall be deemed to be notice to all persons, and that specific notice need not be given to any authority or other person;
  - (g) direct any authority or other person to register or record any such vesting or declaration.
- (2) Every Order in Council made under this section may be made on such terms and conditions as the Governor-General thinks fit, and shall have effect according to its tenor.

Compare: 1986 No 124 s 28; 1991 No 69 s 362

### **39 Transfer of employees**

- (1) Notwithstanding anything in section 61A of the State Sector Act 1988, where the chief executive of a government department finds, in respect of any duties being carried out by the department, that those duties are no longer to be carried out by the department and are to be carried out (in whole or in part) by a Crown Research Institute, that chief executive and the chief executive of that Crown Research Institute may, subject to subsection (3), agree to the transfer, from that department to that Crown Research Institute, of all or any of the employees of that department who are carrying out those duties.
- (2) Before transferring any employee under subsection (1), the respective chief executives of the government department and the Crown Research Institute shall consult with the employee about the proposed transfer.
- (3) The power conferred by this section to transfer any employee is subject to the employment contract applying to that employee.

Compare: 1988 No 20 s 61A; 1989 No 136 s 14

### **40 Protection of conditions of employment upon transfer**

- (1) Where any employee of a government department is transferred to a Crown Research Institute pursuant to section 39 to do substantially the same work as that person was doing before the transfer, the employment of that person by the Crown Research Institute shall be on terms and conditions of employment based on the terms and conditions of employment applying to that person immediately before the date of the transfer.
- (2) Subsection (1) shall continue to apply to the terms and conditions of employment of each transferred employee until such time as any of the terms and conditions of employment that apply under the employment contract applying to that employee at the date of the transfer are varied.

- (3) The terms and conditions of employment of each transferred employee shall, from the date of any such variation, be determined in accordance with the employment contract applying to that employee in the Crown Research Institute in which the transferred employee is then employed.
- (4) Nothing in subsection (1) shall continue to apply to any transferred employee who receives any subsequent appointment within the Crown Research Institute to which that employee was transferred.

Compare: 1988 No 20 s 61B; 1989 No 136 s 14

#### **41 Employment of transferred employees deemed to be continuous**

- (1) Every employee of a government department who is transferred to a Crown Research Institute pursuant to section 39 shall, on the date of the transfer, become an employee of the Crown Research Institute, but, for the purposes of every enactment, law, determination, contract, and agreement relating to the employment of each such employee, the contract of employment of that employee shall be deemed to have been unbroken and that employee's period of service with that department, and every other period of service of that employee that is recognised by that department as continuous service, shall be deemed to have been a period of service with the Crown Research Institute.
- (2) No employee of a government department who is transferred to a Crown Research Institute pursuant to section 39 shall be entitled to receive any payment or other benefit by reason only of that person ceasing by virtue of that transfer to be an employee of that department.

### **Part 5**

#### **Miscellaneous provisions**

#### **42 Saving of certain transactions**

A failure by a Crown Research Institute to comply with any provision contained in Part 1 or in any statement of corporate intent shall not affect the validity or enforceability of any deed, agreement, right, or obligation entered into, obtained, or incurred by a Crown Research Institute.

Compare: 1986 No 124 s 21

#### **43 Prime Minister may give directions to Crown Research Institutes**

- (1) This section applies where—
  - (a) there is in force a state of emergency declared under the Civil Defence Emergency Management Act 2002; or
  - (b) there is in force a state of animal disease emergency declared under section 30 of the Animals Act 1967; or
  - (c) a declaration made under section 13 of the Apiaries Act 1969 is in force in respect of any area; or

- (d) there is in force a state of plant disease emergency declared under section 12 of the Plants Act 1970; or
  - (e) the assistance of any Crown Research Institute is required for the purposes of giving effect to any measures—
    - (i) that are authorised or required to be taken by or under any regulations made under section 69 or section 70 of the Forests Act 1949; and
    - (ii) that relate to the control or eradication of any infection or disease that may be injurious to or may cause any unhealthy condition in any tree, tree seed, timber, or timber produce.
- (2) Notwithstanding anything in this Act, the Crown Entities Act 2004, or the Companies Act 1993, and notwithstanding any rule of law or the constitution of any Crown Research Institute, where this section applies, the Prime Minister may from time to time, after consultation with the shareholding Ministers, by notice in writing give to the board of a Crown Research Institute such directions with respect to the operations of the Crown Research Institute as the Prime Minister considers necessary in the circumstances.
- (3) Where, pursuant to subsection (2), the Prime Minister gives any directions to the board of a Crown Research Institute, that board shall ensure that those directions are complied with.
- (4) Where a notice is given to the board of a Crown Research Institute under subsection (2), the Prime Minister shall, as soon as practicable after the giving of the notice,—
- (a) publish a copy of it in the *Gazette*; and
  - (b) lay a copy of it before the House of Representatives.
- (5) Section 115 of the Crown Entities Act 2004 does not apply to a direction given under this section.

Section 43(1)(a): substituted, on 1 December 2002, by section 117 of the Civil Defence Emergency Management Act 2002 (2002 No 33).

Section 43(2): amended, on 5 December 2013, by section 14 of the Companies Amendment Act 2013 (2013 No 111).

Section 43(2): amended, on 25 January 2005, by section 200 of the Crown Entities Act 2004 (2004 No 115).

Section 43(5): added, on 25 January 2005, by section 200 of the Crown Entities Act 2004 (2004 No 115).

#### **44 Compensation may be paid to Crown Research Institutes**

- (1) Where any direction is given pursuant to section 15(1)(c) or section 43(2) in relation to a Crown Research Institute, the Crown may, in the Crown's absolute discretion, pay to the Crown Research Institute such amount as it thinks fit for the purpose of compensating the Crown Research Institute for anything the

Crown Research Institute is or might be or has been required to do to comply with the direction.

- (2) Any money required for the purposes of this section shall be paid out of money appropriated by Parliament for the purpose.

#### **45 Archives Act 1957 to apply**

*[Repealed]*

Section 45: repealed, on 25 January 2005, by section 200 of the Crown Entities Act 2004 (2004 No 115).

#### **46 Amendments and repeal**

- (1) The enactments specified in Schedule 1 are hereby amended in the manner indicated in that schedule.
- (2) *Amendment(s) incorporated in the Act(s).*
- (3) This section shall come into force on 1 July 1992.

#### **47 Amendments to Scientific and Industrial Research Act 1974**

*[Repealed]*

Section 47: repealed, on 10 April 1998, by section 48(4).

#### **48 Repeal of Scientific and Industrial Research Act 1974**

- (1) The enactments specified in Schedule 2 are hereby repealed.
- (2)–(4) *Amendment(s) incorporated in the Act(s).*
- (5) This section shall come into force on a date to be appointed by the Governor-General by Order in Council.

Section 48: brought into force, on 10 April 1998, by clause 2 of the Crown Research Institutes Act Commencement Order 1998 (SR 1998/40).

#### **49 Amendments to Fertilisers Act 1982**

(1) *[Repealed]*

- (2) So much of Schedule 1 as relates to the Fertilisers Act 1960 is hereby consequentially repealed.
- (3) This section shall come into force on the date on which the Fertilisers Act 1982 comes into force.

Section 49(1): repealed (without coming into force), on 2 July 2001, by section 86(1) of the Agricultural Compounds and Veterinary Medicines Act 1997 (1997 No 87).

## Schedule 1 Enactments amended

s 46(1)

*(Which amendments take effect on 1 July 1992)*

**Animal Remedies Act 1967 (1967 No 51) (RS Vol 21, p 11)**

*Amendment(s) incorporated in the Act(s).*

**Apiaries Act 1969 (1969 No 53) (RS Vol 21, p 163)**

*Amendment(s) incorporated in the Act(s).*

**Atomic Energy Act 1945 (1945 No 41) (RS Vol 1, p 189)**

*Amendment(s) incorporated in the Act(s).*

**Coal Mines Act 1979 (1979 No 21)**

*Amendment(s) incorporated in the Act(s).*

**Dairy Industry Act 1952 (1952 No 55) (RS Vol 26, p 113)**

*Amendment(s) incorporated in the Act(s).*

**Civil Defence Act 1983 (1983 No 46)**

*Amendment(s) incorporated in the Act(s).*

**Conservation Act 1987 (1987 No 65)**

*Amendment(s) incorporated in the Act(s).*

**Crown Minerals Act 1991 (1991 No 70)**

*Amendment(s) incorporated in the Act(s).*

**Fertilisers Act 1960 (1960 No 33) (RS Vol 19, p 335)**

*Amendment(s) incorporated in the Act(s).*

**Films Act 1983 (1983 No 130)**

*Amendment(s) incorporated in the Act(s).*

**Flags, Emblems, and Names Protection Act 1981 (1981 No 47)**

*Amendment(s) incorporated in the Act(s).*

**Government Superannuation Fund Act 1956 (1956 No 47) (RS Vol 21, p 209)**

*Amendment(s) incorporated in the Act(s).*

**Meat Act 1981 (1981 No 56)**

*Amendment(s) incorporated in the Act(s).*

**Mining Act 1971 (1971 No 25) (RS Vol 17, p 355)**

*Amendment(s) incorporated in the Act(s).*

**Ombudsmen Act 1975 (1975 No 9) (RS Vol 21, p 657)**

*Amendment(s) incorporated in the Act(s).*

**Pesticides Act 1979 (1979 No 26)**

*Amendment(s) incorporated in the Act(s).*

**Public Finance Act 1989 (1989 No 44)**

*Amendment(s) incorporated in the Act(s).*

**Radiation Protection Act 1965 (1965 No 23) (RS Vol 18, p 673)**

*Amendment(s) incorporated in the Act(s).*

**Soil Conservation and Rivers Control Amendment Act 1988 (1988 No 48)**

*Amendment(s) incorporated in the Act(s).*

**Toxic Substances Act 1979 (1979 No 27)**

*Amendment(s) incorporated in the Act(s).*

**Trade in Endangered Species Act 1989 (1989 No 18)**

*Amendment(s) incorporated in the Act(s).*

## **Schedule 2**

### **Enactments repealed**

s 48(1)

*(Which repeals take effect on the commencement of section 48)*

**Finance Act 1988 (1988 No 107)**

*Amendment(s) incorporated in the Act(s).*

**Foundation for Research, Science, and Technology Act 1990 (1990 No 72)**

*Amendment(s) incorporated in the Act(s).*

**Public Finance Act 1989 (1989 No 44)**

*Amendment(s) incorporated in the Act(s).*

**Reserves and Other Lands Disposal Act 1952 (1952 No 69)**

*Amendment(s) incorporated in the Act(s).*

**Reserves and Other Lands Disposal Act 1955 (1955 No 49)**

*Amendment(s) incorporated in the Act(s).*

**Scientific and Industrial Research Act 1974 (1974 No 6) (RS Vol 24, p 773)**

**Scientific and Industrial Research Amendment Act 1985 (1985 No 96) (RS Vol 24, p 784)**

**Scientific and Industrial Research Amendment Act 1987 (1987 No 55) (RS Vol 24, p 784)**

**Scientific and Industrial Research Amendment Act 1990 (1990 No 14)**

**Weights and Measures Act 1987 (1987 No 15)**

*Amendment(s) incorporated in the Act(s).*

## Reprints notes

### **1** *General*

This is a reprint of the Crown Research Institutes Act 1992 that incorporates all the amendments to that Act as at the date of the last amendment to it.

### **2** *Legal status*

Reprints are presumed to correctly state, as at the date of the reprint, the law enacted by the principal enactment and by any amendments to that enactment. Section 18 of the Legislation Act 2012 provides that this reprint, published in electronic form, has the status of an official version under section 17 of that Act. A printed version of the reprint produced directly from this official electronic version also has official status.

### **3** *Editorial and format changes*

Editorial and format changes to reprints are made using the powers under sections 24 to 26 of the Legislation Act 2012. See also <http://www.pco.parliament.govt.nz/editorial-conventions/>.

### **4** *Amendments incorporated in this reprint*

Land Transfer Act 2017 (2017 No 30): section 250

Companies Amendment Act 2013 (2013 No 111): section 14

Financial Reporting (Amendments to Other Enactments) Act 2013 (2013 No 102): section 126

Financial Markets (Repeals and Amendments) Act 2013 (2013 No 70): section 150

Crown Entities Amendment Act 2013 (2013 No 51): sections 42, 72

Research, Science, and Technology Act 2010 (2010 No 131): section 18

Crown Entities Act 2004 (2004 No 115): section 200

Resource Management Amendment Act 2003 (2003 No 23): section 101

Civil Defence Emergency Management Act 2002 (2002 No 33): section 117

Public Audit Act 2001 (2001 No 10): section 53

Crown Research Institutes Act Commencement Order 1998 (SR 1998/40)

Agricultural Compounds and Veterinary Medicines Act 1997 (1997 No 87): section 86(1)

Survey Amendment Act 1996 (1996 No 55): section 5