

Passed by both Houses



New South Wales

# Transport Administration Amendment (Public Transport Ticketing Corporation) Bill 2006

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*I certify that this PUBLIC BILL, which originated in the LEGISLATIVE ASSEMBLY, has finally passed the LEGISLATIVE COUNCIL and the LEGISLATIVE ASSEMBLY of NEW SOUTH WALES.*

*Clerk of the Legislative Assembly.  
Legislative Assembly,  
Sydney, , 2006*



New South Wales

## **Transport Administration Amendment (Public Transport Ticketing Corporation) Bill 2006**

Act No , 2006

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An Act to amend the *Transport Administration Act 1988* to constitute a Public Transport Ticketing Corporation; and for related purposes.

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*I have examined this Bill, and find it to correspond in all respects with the Bill as finally passed by both Houses.*

*Chairman of Committees of the Legislative Assembly.*

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**The Legislature of New South Wales enacts:**

**1    Name of Act**

This Act is the *Transport Administration Amendment (Public Transport Ticketing Corporation) Act 2006*.

**2    Commencement**

This Act commences on a day or days to be appointed by proclamation.

**3    Amendment of Transport Administration Act 1988 No 109**

The *Transport Administration Act 1988* is amended as set out in Schedule 1.

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## Schedule 1 Amendments

(Section 3)

**[1] Long title**

Insert “Public Transport Ticketing Corporation,” after “Transport Infrastructure Development Corporation,”.

**[2] Section 3 Definitions**

Insert in alphabetical order in section 3 (1):

*Public Transport Ticketing Corporation* means the Public Transport Ticketing Corporation constituted under this Act.

**[3] Part 3B**

Insert after Part 3A:

### **Part 3B Public Transport Ticketing Corporation**

#### **Division 1 Constitution of Public Transport Ticketing Corporation**

**35R Establishment of Public Transport Ticketing Corporation**

- (1) There is constituted by this Act a corporation with the corporate name of the Public Transport Ticketing Corporation.
- (2) The Public Transport Ticketing Corporation:
  - (a) has the functions conferred or imposed on it by or under this or any other Act, and
  - (b) is, for the purposes of any Act, a statutory body representing the Crown, and
  - (c) has the status, privileges and immunities of the Crown.

#### **Division 2 Objectives of Public Transport Ticketing Corporation**

**35S Objectives of Public Transport Ticketing Corporation**

- (1) The principal objectives of the Public Transport Ticketing Corporation are:
  - (a) to provide ticketing and fare payment services to public transport operators in the State, and

- (b) to promote and facilitate the integration of ticketing products and fare payment systems for public transport in the State,  
in an efficient, effective and financially responsible manner.
- (2) The other objectives of the Public Transport Ticketing Corporation are as follows:
  - (a) to be a successful business and, to that end:
    - (i) to operate at least as efficiently as any comparable business, and
    - (ii) to maximise the net worth of the State's investment in the Corporation,
  - (b) to exhibit a sense of social responsibility by having regard to the interests of the community in which it operates,
  - (c) where its activities affect the environment, to conduct its operations in compliance with the principles of ecologically sustainable development contained in section 6 (2) of the *Protection of the Environment Administration Act 1991*,
  - (d) to exhibit a sense of responsibility towards regional development and decentralisation in the way in which it operates.
- (3) The other objectives of the Public Transport Ticketing Corporation are of equal importance, but are not as important as the principal objectives of the Corporation.

### **Division 3 Functions of Public Transport Ticketing Corporation**

#### **35T Functions of Public Transport Ticketing Corporation**

- (1) The principal functions of the Public Transport Ticketing Corporation are:
  - (a) to establish and manage a ticketing and fare payment system for public transport passengers and participating public transport operators in the State, and
  - (b) to control and manage any funds within the ticketing and fare payment system that represent unused prepaid fares.
- (2) Without limiting any other functions conferred or imposed on it, the Public Transport Ticketing Corporation may conduct any business related to the operation of its ticketing and fare payment system and for that purpose use any property or the services of any staff of the Corporation.

- (3) The Public Transport Ticketing Corporation has such other functions as are conferred or imposed on it by or under this or any other Act or law.
- (4) The Public Transport Ticketing Corporation may exercise its functions within or outside New South Wales.

#### **Division 4      Management of Public Transport Ticketing Corporation**

##### **35U      Constitution of Public Transport Ticketing Corporation Board**

- (1) There is constituted a Public Transport Ticketing Corporation Board.
- (2) The Board is to consist of:
  - (a) the Chief Executive Officer of the Public Transport Ticketing Corporation, and
  - (b) not fewer than 3 and not more than 7 members appointed by the Minister.
- (3) The persons appointed by the Minister must each or together have such expertise as the Minister considers necessary in order to realise the principal objectives of the Public Transport Ticketing Corporation.
- (4) The Minister is to ensure that the Board includes representatives of public transport operators in the State.
- (5) Part 1 of Schedule 10 has effect with respect to the constitution and procedure of the Board.

##### **35V      Board to determine policies of Public Transport Ticketing Corporation**

- (1) The Public Transport Ticketing Corporation Board has the function of determining the policies of the Public Transport Ticketing Corporation.
- (2) In exercising that function, the Board is, as far as practicable, to ensure that the activities of the Public Transport Ticketing Corporation are carried out properly and efficiently.

##### **35W      Chief Executive Officer of Public Transport Ticketing Corporation**

- (1) The Governor may appoint a Chief Executive Officer of the Public Transport Ticketing Corporation.
- (2) Part 2 of Schedule 10 has effect with respect to the Chief Executive Officer.

**35X Chief Executive Officer to manage Public Transport Ticketing Corporation**

- (1) The affairs of the Public Transport Ticketing Corporation are to be managed and controlled by the Chief Executive Officer of that Corporation in accordance with the policies of the Public Transport Ticketing Corporation Board.
- (2) Any act, matter or thing done in the name of, or on behalf of, the Public Transport Ticketing Corporation by the Chief Executive Officer is taken to have been done by the Public Transport Ticketing Corporation.

**35Y Ministerial control**

- (1) The Minister may give the Public Transport Ticketing Corporation Board written directions in relation to the exercise of the Public Transport Ticketing Corporation's functions.
- (2) Subject to this section, the Board and the Chief Executive Officer of the Public Transport Ticketing Corporation must ensure that the Public Transport Ticketing Corporation complies with any such direction.
- (3) However, the Minister may make a direction under this section that has a significant financial consequence for the Public Transport Ticketing Corporation only if the Minister has obtained the concurrence of the Treasurer.

**35Z Public Transport Ticketing Corporation to supply information to Minister**

The Public Transport Ticketing Corporation must:

- (a) supply the Minister or a person nominated by the Minister with any information relating to its activities that the Minister or person may require, and
- (b) keep the Minister informed of the general conduct of its activities, and of any significant development in its activities.

**35ZA Corporate plans**

- (1) The Public Transport Ticketing Corporation must, at least 3 months before the beginning of each financial year of the Corporation, prepare and deliver to the Minister a draft corporate plan for the financial year.

- (2) The Public Transport Ticketing Corporation must:
  - (a) consider any comments on the draft corporate plan that were made by the Minister within 2 months after the draft plan was delivered to the Minister, and
  - (b) deliver the completed corporate plan to the Minister before the beginning of the financial year concerned.
- (3) During the preparation of a corporate plan after the commencement of this subsection, the Public Transport Ticketing Corporation is to make a draft plan available for public comment for at least 30 days and is to have regard to any submissions it receives about the draft plan within that period. The arrangements for obtaining or inspecting the draft plan and for making submissions are to be advertised in a daily newspaper circulating throughout the State.
- (4) The Public Transport Ticketing Corporation is to make the completed corporate plan available for public inspection. However, the Corporation is not required to include in any draft or completed plan made available for public comment or inspection information that is of a commercially sensitive nature or that it would otherwise not be required to disclose under the *Freedom of Information Act 1989*.
- (5) The Public Transport Ticketing Corporation must, as far as practicable, exercise its functions in accordance with the relevant corporate plan.
- (6) A corporate plan is to specify:
  - (a) the separate activities of the Public Transport Ticketing Corporation and, in particular, the separate commercial and non-commercial activities, and
  - (b) the objectives of each such separate activity for the financial year concerned and for future financial years, and
  - (c) the strategies, policies and budgets for achieving those objectives in relation to each such separate activity, and
  - (d) the targets and criteria for assessing the Corporation's performance.
- (7) This section is subject to any requirement made by or under this Act (including the requirements of any direction by the Minister under section 35Y).

**35ZB Delegation of functions of Public Transport Ticketing Corporation**

- (1) The Public Transport Ticketing Corporation may delegate to an authorised person any of the functions of the Corporation, other than this power of delegation.
- (2) A delegate may sub-delegate to an authorised person any function delegated by the Public Transport Ticketing Corporation if the delegate is authorised in writing to do so by the Corporation.
- (3) In this section, *authorised person* means:
  - (a) an officer of the Public Transport Ticketing Corporation, or
  - (b) a person of a class prescribed by the regulations or approved by the Public Transport Ticketing Corporation Board.

**Division 5 Financial provisions relating to Public Transport Ticketing Corporation**

**35ZC Public Transport Ticketing Corporation Fund**

- (1) There is established in the Special Deposits Account in the Treasury a Public Transport Ticketing Corporation Fund.
- (2) The following is to be paid into the Public Transport Ticketing Corporation Fund:
  - (a) all money received by or on account of the Public Transport Ticketing Corporation,
  - (b) all money advanced to the Public Transport Ticketing Corporation by the Treasurer or appropriated by Parliament for the purposes of the Corporation,
  - (c) all other money required by or under this or any other Act to be paid into the Fund.
- (3) The following is to be paid from the Public Transport Ticketing Corporation Fund:
  - (a) all payments made on account of the Public Transport Ticketing Corporation or otherwise required to meet expenditure incurred in relation to the functions of the Corporation,
  - (b) all other payments required by or under this or any other Act to be paid from the Fund.

**35ZD Payment of dividend to Treasurer**

- (1) The Public Transport Ticketing Corporation is to pay to the Treasurer, out of any surplus for a financial year, such dividend as the Minister determines.
- (2) The Minister is not to make a determination under this section unless:
  - (a) the Minister has had regard to the advice of the Public Transport Ticketing Corporation on the financial affairs of the Corporation and any recommendation with respect to the determination, and
  - (b) the Treasurer approves of the determination.

**35ZE Application of certain financial provisions**

Sections 81 (Financial duties of the Authorities) and 82 (Financial year) apply to the Public Transport Ticketing Corporation as if it were an Authority.

**35ZF State taxation**

- (1) Tax under a law of the State is not payable in relation to:
  - (a) an exempt matter, or
  - (b) anything done (including, for example, a transaction entered into or an instrument or document made, executed, lodged or given) because of, or for a purpose connected with or arising out of, an exempt matter.
- (2) The regulations may, on the recommendation of the Minister and with the approval of the Treasurer, provide that State tax is not payable in respect of any matter or thing, or classes of matters or things, prescribed by the regulations and done by the Public Transport Ticketing Corporation.
- (3) The Treasurer or a person authorised by the Treasurer may, by a written instrument, certify that:
  - (a) a specified matter or thing is an exempt matter, or
  - (b) a specified thing was done (including, for example, a transaction entered into or an instrument or document made, executed, lodged or given) because of, or for a purpose connected with or arising out of, a specified exempt matter.
- (4) For all purposes and in all proceedings, a certificate under this section is conclusive evidence of the matters certified, except so far as the contrary is established.

(5) In this section:

***exempt matter*** means the transfer of assets, rights or liabilities to the Public Transport Ticketing Corporation or any of its subsidiaries from the State, any authority of the State or any subsidiary of an authority of the State, or giving effect to such a transfer.

***tax*** means duty under the *Duties Act 1997* or any other tax, duty, rate, fee or other charge imposed by or under any Act or law of the State, other than pay-roll tax.

**Division 6 General**

**35ZG Disclosure of information**

An employee, contractor, or an employee of a contractor, of the Public Transport Ticketing Corporation must not disclose any information obtained in connection with the administration or operation of the ticketing and fare payment system managed by the Corporation unless that disclosure is made:

- (a) with the consent of the person from whom the information was obtained, or
- (b) in connection with the administration or operation of the ticketing and fare payment system, or
- (c) in accordance with the *Freedom of Information Act 1989*, or
- (d) in accordance with a requirement imposed under the *Ombudsman Act 1974*, or
- (e) with other lawful excuse.

Maximum penalty: 20 penalty units.

**35ZH Criminal records checks**

(1) The Public Transport Ticketing Corporation may, in order to establish whether an employee or contractor, or an employee of a contractor, of that Corporation should be associated with the exercise of the Corporation's functions:

- (a) request any such person to provide proof of the person's identity, and
- (b) request that the Commissioner of Police undertake a criminal records check on the person and, for that purpose, provide the Commissioner with any information or material that the Corporation has in its possession.

- (2) The Commissioner of Police may, in response to a request under this section, provide the Public Transport Ticketing Corporation with a report detailing the person's criminal record.

**35ZI Staff**

- (1) The Public Transport Ticketing Corporation may employ such staff as it requires to exercise its functions.
- (2) The Public Transport Ticketing Corporation may fix the salary, wages and conditions of its staff in so far as they are not fixed by or under any other Act or law.
- (3) The regulations may make provision for or with respect to the employment of the staff of the Public Transport Ticketing Corporation, including the conditions of employment and the discipline of any such staff.
- (4) Any such regulations relating to the conditions of employment or the discipline of staff:
  - (a) have effect subject to any relevant award made by a competent industrial tribunal and to any industrial agreement or enterprise agreement to which the Public Transport Ticketing Corporation is a party, and
  - (b) have effect despite any determination of the Public Transport Ticketing Corporation under subsection (2).
- (5) The Public Transport Ticketing Corporation may arrange for the use of the services of any staff (by secondment or otherwise) or facilities of a government department, an administrative office or a public or local authority.
- (6) The Public Transport Ticketing Corporation may engage such consultants as the Corporation requires to exercise its functions.
- (7) This section does not apply to the appointment, employment or conditions of employment of the Chief Executive Officer of the Public Transport Ticketing Corporation.

**35ZJ Transfer of certain assets, rights and liabilities to Public Transport Ticketing Corporation**

- (1) The Minister may, by order in writing, direct that the assets, rights and liabilities of a transport authority, that relate to or are connected with the operation of a ticketing and fare payment system and that are specified or referred to in the order, be transferred to Public Transport Ticketing Corporation.
- (2) An order under this section may be subject to specified terms and conditions.

- (3) Schedule 4 applies to the transfer of assets, rights and liabilities under this section.
- (4) Words and expressions used in this section have the same meanings as they have in Schedule 4.
- (5) In this section, *transport authority* means:
  - (a) RailCorp, or
  - (b) Sydney Ferries, or
  - (c) the State Transit Authority.

**35ZK Application of certain provisions**

Sections 109–113 and 115 apply to the Public Transport Ticketing Corporation as if the Corporation were an Authority or transport authority.

**35ZL Amendment of Public Finance and Audit Act 1983 No 152**

The *Public Finance and Audit Act 1983* is amended by inserting in Schedule 2, in alphabetical order, the words “Public Transport Ticketing Corporation”.

**35ZM Conversion of Public Transport Ticketing Corporation into a statutory SOC**

The Governor may, by proclamation published in the Gazette, commence the amendments to this Act set out in Schedule 11.

**[4] Schedule 4 Transfer of assets, rights and liabilities**

Insert after clause 2 (1) (b):

- (c) an order under section 35ZJ transferring assets, rights or liabilities specified or referred to in the order to Public Transport Ticketing Corporation,

**[5] Schedule 7 Savings, transitional and other provisions**

Insert at the end of clause 2 (1):

*Transport Administration Amendment (Public Transport Ticketing Corporation) Act 2006*

[6] Schedules 10 and 11

Insert in appropriate order:

**Schedule 10 Provisions relating to constitution and procedure of Public Transport Ticketing Corporation Board and Chief Executive Officers**

(Sections 35U and 35W)

**Part 1 Constitution and procedure of Public Transport Ticketing Corporation Board**

**1 Definitions**

In this Schedule:

*appointed member*, in relation to the Board, means a member of the Board other than the Chief Executive Officer.

*Board* means the Public Transport Ticketing Corporation Board.

*Chief Executive Officer* means the Chief Executive Officer of the Public Transport Ticketing Corporation.

*member*, in relation to the Board, means the Chief Executive Officer or an appointed member of the Board.

**2 Chairperson of Board**

- (1) The Minister is to appoint one of the members of the Board as Chairperson of the Board.
- (2) The appointment may be in and by the member's instrument of appointment as a member or in and by another instrument executed by the Minister.
- (3) The Minister may remove a member from the office of Chairperson at any time.
- (4) A person who is a member and Chairperson vacates office as Chairperson if the person:
  - (a) is removed from that office by the Minister, or
  - (b) resigns that office by instrument in writing addressed to the Minister, or
  - (c) ceases to be a member.

### **3 Deputies**

- (1) The Chief Executive Officer may, from time to time, appoint a person to be his or her deputy, and the Chief Executive Officer or the Minister may revoke any such appointment.
- (2) The Minister may, from time to time, appoint a person to be the deputy of an appointed member, and the Minister may revoke any such appointment.
- (3) In the absence of a member, the member's deputy:
  - (a) is, if available, to act in the place of the member, and
  - (b) while so acting, has all the functions of the member and is taken to be a member.
- (4) The deputy of a member who is Chairperson of the Board does not have the member's functions as Chairperson.
- (5) A person while acting in the place of a member is entitled to be paid such remuneration (including travelling and subsistence allowances) as the Minister may from time to time determine in respect of the person.

### **4 Terms of office of appointed members**

Subject to this Schedule, an appointed member holds office for such period (not exceeding 3 years) as is specified in the member's instrument of appointment, but is eligible (if otherwise qualified) for re-appointment.

### **5 Remuneration**

An appointed member is entitled to be paid such remuneration (including travelling and subsistence allowances) as the Minister may from time to time determine in respect of the member.

### **6 Vacancy in office of appointed member**

- (1) The office of an appointed member becomes vacant if the member:
  - (a) dies, or
  - (b) completes a term of office and is not re-appointed, or
  - (c) resigns the office by instrument in writing addressed to the Minister, or
  - (d) is removed from office by the Minister under this clause or by the Governor under Chapter 5 of the *Public Sector Employment and Management Act 2002*, or

- 
- (e) is absent from 4 consecutive meetings of the Board of which reasonable notice has been given to the member personally or in the ordinary course of post, except on leave granted by the Board or unless, before the expiration of 4 weeks after the last of those meetings, the member is excused by the Board for having been absent from those meetings, or
  - (f) becomes bankrupt, applies to take the benefit of any law for the relief of bankrupt or insolvent debtors, compounds with his or her creditors or makes an assignment of his or her remuneration for their benefit, or
  - (g) becomes a mentally incapacitated person, or
  - (h) is convicted in New South Wales of an offence that is punishable by imprisonment for 12 months or more or is convicted elsewhere than in New South Wales of an offence that, if committed in New South Wales, would be an offence so punishable.
- (2) The Minister may remove an appointed member from office at any time.

**7 Disclosure of pecuniary interests**

- (1) If:
- (a) a member of the Board has a direct or indirect pecuniary interest in a matter being considered or about to be considered at a meeting of the Board, and
  - (b) the interest appears to raise a conflict with the proper performance of the member's duties in relation to the consideration of the matter,
- the member must, as soon as possible after the relevant facts have come to the member's knowledge, disclose the nature of the interest at a meeting of the Board.
- (2) A disclosure by a member of the Board at a meeting of the Board that the member:
- (a) is a member, or is in the employment, of a specified company or other body, or
  - (b) is a partner, or is in the employment, of a specified person, or
  - (c) has some other specified interest relating to a specified company or other body or to a specified person,
- is a sufficient disclosure of the nature of the interest in any matter relating to that company or other body or to that person which

may arise after the date of the disclosure and which is required to be disclosed under subclause (1).

- (3) Particulars of any disclosure made under this clause are to be recorded by the Board in a book kept for the purpose and that book must be open at all reasonable hours to inspection by any person on payment of the fee determined by the Board.
- (4) After a member of the Board has disclosed the nature of an interest in any matter, the member must not, unless the Minister or the Board otherwise determines:
  - (a) be present during any deliberation of the Board with respect to the matter, or
  - (b) take part in any decision of the Board with respect to the matter.
- (5) For the purposes of the making of a determination by the Board under subclause (4), a member who has a direct or indirect pecuniary interest in a matter to which the disclosure relates must not:
  - (a) be present during any deliberation of the Board for the purpose of making the determination, or
  - (b) take part in the making by the Board of the determination.
- (6) A contravention of this clause does not invalidate any decision of the Board.
- (7) This clause does not apply to or in respect of an interest of a member of the Board (being the provision of goods or services to the member by an Authority) if the goods or services are, or are to be, available to members of the public on the same terms and conditions.

#### **8 Filling of vacancy in office of appointed member**

If the office of any appointed member becomes vacant, a person is, subject to this Act, to be appointed to fill the vacancy.

#### **9 Effect of certain other Acts**

- (1) The *Public Sector Employment and Management Act 2002* does not apply to the appointment of an appointed member and an appointed member is not, as a member, subject to that Act (except Chapter 5).

- (2) If by or under any Act provision is made:
- (a) requiring a person who is the holder of a specified office to devote the whole of his or her time to the duties of that office, or
  - (b) prohibiting the person from engaging in employment outside the duties of that office,
- the provision does not operate to disqualify the person from holding that office and also the office of an appointed member or from accepting and retaining any remuneration payable to the person under this Act as such a member.
- (3) The office of an appointed member is not, for the purposes of any Act, an office or place of profit under the Crown.

**10 General procedure**

The procedure for the calling of meetings of the Board and for the conduct of business at those meetings are, subject to this Act and the regulations, to be as determined by the Board.

**11 Quorum**

The quorum for a meeting of the Board is a majority of the members for the time being.

**12 Presiding member**

- (1) The Chairperson of the Board or, in the absence of the Chairperson, another member elected to chair the meeting by the members present is (subject to subclause (2)) to preside at a meeting of the Board.
- (2) If the Chief Executive Officer is not the Chairperson, the Chief Executive Officer (if present) is to preside in the absence of the Chairperson at a meeting of the Board.
- (3) The person presiding at any meeting of the Board has a deliberative vote and, in the event of an equality of votes, has a second or casting vote.

**13 Voting**

A decision supported by a majority of the votes cast at a meeting of the Board at which a quorum is present is the decision of the Board.

**14 Transaction of business outside meetings by telephone or other means**

- (1) The Board may, if it thinks fit, transact any of its business by the circulation of papers among all the members of the Board for the time being, and a resolution in writing approved in writing by a majority of those members is taken to be a decision of the Board.
- (2) The Board may, if it thinks fit, transact any of its business at a meeting at which members (or some members) participate by telephone, closed-circuit television or other means, but only if any member who speaks on a matter before the meeting can be heard by the other members.
- (3) For the purposes of:
  - (a) the approval of a resolution under subclause (1), or
  - (b) a meeting held in accordance with subclause (2),the Chairperson and each member of the Board have the same voting rights as they have at an ordinary meeting of the Board.
- (4) A resolution approved under subclause (1) is, subject to the regulations, to be recorded in the minutes of the meetings of the Board.
- (5) Papers may be circulated among members of the Board for the purposes of subclause (1) by facsimile or other transmission of the information in the papers concerned.

**15 First meeting**

The Minister is to call the first meeting of the Board in such manner as the Minister thinks fit.

**Part 2 Provisions relating to Chief Executive Officer**

**16 Employment of Chief Executive Officer**

The employment of the Chief Executive Officer is subject to Part 3.1 of the *Public Sector Employment and Management Act 2002*, but is not subject to Chapter 2 of that Act.

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**17 Acting Chief Executive Officer**

- (1) The Minister may, from time to time, appoint a person to act in the office of Chief Executive Officer during the illness or absence of the Chief Executive Officer, and the person, while so acting, has all the functions of the Chief Executive Officer and is taken to be the Chief Executive Officer.
- (2) The Minister may, at any time, remove any person from an office to which the person was appointed under this clause.
- (3) A person while acting in the office of Chief Executive Officer is entitled to be paid such remuneration (including travelling and subsistence allowances) as the Minister may from time to time determine in respect of the person.
- (4) For the purposes of this clause, a vacancy in the office of Chief Executive Officer is to be regarded as an absence from office of the Chief Executive Officer.

**Schedule 11 Conversion of Public Transport Ticketing Corporation to a SOC**

(Section 35ZM)

**[1] Part 3B**

Omit the Part. Insert instead:

**Part 3B Public Transport Ticketing Corporation**

**Division 1 Constitution of Public Transport Ticketing Corporation**

**35R Establishment of Public Transport Ticketing Corporation**

- (1) There is constituted by this Act a corporation with the corporate name of Public Transport Ticketing Corporation.
- (2) The *State Owned Corporations Act 1989* is amended by inserting in Schedule 5, in alphabetical order, the words "Public Transport Ticketing Corporation".

**Note.** The *State Owned Corporations Act 1989* contains many provisions that apply to Public Transport Ticketing Corporation as a statutory State owned corporation. In particular, Part 3 contains provisions relating to their status, the application of the *Corporations Act 2001* of the Commonwealth, the issue of shares to the Treasurer and

another Minister, the board of directors, the chief executive officer, the employment of staff, the giving of directions by the portfolio Minister (including directions as to the performance of non-commercial activities or the carrying out of public sector policies), the constitution, tax-equivalent payments, government guarantees, the sale or disposal of assets and legal capacity. Part 4 deals with the accountability of State owned corporations (including annual reports and accounts). Part 5 deals with miscellaneous matters (including the duties and liabilities of directors and the application of public sector legislation).

## **Division 2 Objectives of Public Transport Ticketing Corporation**

### **35S Objectives of Public Transport Ticketing Corporation**

- (1) The principal objectives of Public Transport Ticketing Corporation are:
  - (a) to provide ticketing and fare payment services to public transport operators in the State, and
  - (b) to promote and facilitate the integration of ticketing products and fare payment systems for public transport in the State,  
in an efficient, effective and financially responsible manner.
- (2) The other objectives of Public Transport Ticketing Corporation are as follows:
  - (a) to be a successful business and, to that end:
    - (i) to operate at least as efficiently as any comparable business, and
    - (ii) to maximise the net worth of the State's investment in the Corporation,
  - (b) to exhibit a sense of social responsibility by having regard to the interests of the community in which it operates,
  - (c) where its activities affect the environment, to conduct its operations in compliance with the principles of ecologically sustainable development contained in section 6 (2) of the *Protection of the Environment Administration Act 1991*,
  - (d) to exhibit a sense of responsibility towards regional development and decentralisation in the way in which it operates.

- (3) The other objectives of Public Transport Ticketing Corporation are of equal importance, but are not as important as the principal objectives of the Corporation.
- (4) Section 20E of the *State Owned Corporations Act 1989* does not apply to Public Transport Ticketing Corporation.

### **Division 3      Functions of Public Transport Ticketing Corporation**

#### **35T    Functions of Public Transport Ticketing Corporation**

- (1) The principal functions of Public Transport Ticketing Corporation are:
  - (a) to establish and manage a ticketing and fare payment system for public transport passengers and participating public transport operators in the State, and
  - (b) to control and manage any funds within the ticketing and fare payment system that represent unused prepaid fares.
- (2) This section does not limit the functions of Public Transport Ticketing Corporation apart from this section, but is subject to the provisions of the *State Owned Corporations Act 1989*, this Act and any other Act or law.

### **Division 4      Management of Public Transport Ticketing Corporation**

#### **35U    Board of directors of Public Transport Ticketing Corporation**

- (1) The board of directors of Public Transport Ticketing Corporation is to be appointed by the voting shareholders. The voting shareholders are to consult with the portfolio Minister on the persons (other than the chief executive officer) recommended for appointment as directors.
- (2) The board is to consist of not fewer than 3 and not more than 7 directors.
- (3) The person for the time being holding office as chief executive officer of Public Transport Ticketing Corporation is to be a director of the board.

- (4) The directors of the board must each or together have such expertise as the voting shareholders, after consultation with the portfolio Minister, consider necessary in order to realise the objectives of Public Transport Ticketing Corporation.
- (5) Subject to subsections (6) and (7), section 20J of and Schedule 8 to the *State Owned Corporations Act 1989* have effect with respect to the board of Public Transport Ticketing Corporation and its constitution and procedure.
- (6) Section 20J (2), (3), (4) and (5) of, and clause 4 of Schedule 8 to, the *State Owned Corporations Act 1989* do not apply with respect to the board of Public Transport Ticketing Corporation.
- (7) Clause 7 of Schedule 8 to the *State Owned Corporations Act 1989* does not apply with respect to the chief executive officer of Public Transport Ticketing Corporation.

**35V Chief executive officer**

- (1) The chief executive officer of Public Transport Ticketing Corporation is to be appointed by the board of the Corporation after consultation with the voting shareholders and the portfolio Minister.
- (2) The chief executive officer is to hold office for the period (not exceeding 5 years) that is specified in the chief executive officer's instrument of appointment.
- (3) The board may remove a person from office as chief executive officer, at any time, for any or no reason and without notice, but only after consultation with the voting shareholders and the portfolio Minister.
- (4) The chief executive officer is entitled to be paid such remuneration (including travelling and subsistence allowances) as the board may determine after consultation with the voting shareholders.
- (5) The board may, after consultation with the voting shareholders, fix the conditions of employment of the chief executive officer in so far as they are not fixed by or under any other Act or law.
- (6) The contract of employment of the chief executive officer must include performance criteria for the purpose of reviews of the chief executive officer's performance.

- (7) The board must require the chief executive officer to enter into a performance agreement and must review the chief executive officer's performance at least annually.
- (8) The *Public Sector Employment and Management Act 2002* (Chapter 5 included) does not apply to the chief executive officer.
- (9) Section 20K (2) and (4) of, and Schedule 9 to, the *State Owned Corporations Act 1989* do not apply to or in respect of the chief executive officer.
- (10) The provisions of this section are in addition to and (except to the extent to which this section provides) do not derogate from the provisions of the *State Owned Corporations Act 1989*.

**35W Acting chief executive officer**

- (1) The board of Public Transport Ticketing Corporation may, from time to time, appoint a person to act in the office of chief executive officer during the illness or absence of the chief executive officer of the Corporation.
- (2) The board may remove a person from acting as chief executive officer, at any time, for any or no reason and without notice.
- (3) A person, while acting in the office of chief executive officer:
  - (a) has all the functions of the chief executive officer and is taken to be the chief executive officer, and
  - (b) is entitled to be paid such remuneration (including travelling and subsistence allowances) as the board may determine.
- (4) For the purposes of this section, a vacancy in the office of chief executive officer is regarded as an absence from office of the chief executive officer.
- (5) The board is not to appoint a person to act in the office of chief executive officer during any vacancy in that office except after consultation with the voting shareholders and the portfolio Minister.
- (6) The provisions of this section are in addition to and (except to the extent to which this section provides) do not derogate from the provisions of the *State Owned Corporations Act 1989*.

## **Division 5      General**

### **35X    Foundation charter of Public Transport Ticketing Corporation**

For the purposes of the *State Owned Corporations Act 1989*, the foundation charter of Public Transport Ticketing Corporation is this Part of this Act (but not the remainder of this Act).

**Note.** Section 3 of the *State Owned Corporations Act 1989* defines the foundation charter of a statutory SOC as the whole of any Act by which a SOC is established for the purposes of the SOC Act and, in particular, for the purpose of the provisions relating to the legal capacity of statutory SOCs and assumptions that they have complied with that Act and their foundation charter.

### **35Y    Disclosure of information**

An employee, contractor, or an employee of a contractor, of Public Transport Ticketing Corporation must not disclose any information obtained in connection with the administration or operation of the ticketing and fare payment system unless that disclosure is made:

- (a) with the consent of the person from whom the information was obtained, or
- (b) in connection with the administration or operation of the ticketing and fare payment system, or
- (c) in accordance with the *Freedom of Information Act 1989*, or
- (d) in accordance with a requirement imposed under the *Ombudsman Act 1974*, or
- (e) with other lawful excuse.

Maximum penalty: 20 penalty units.

### **35Z    Criminal records checks**

- (1) Public Transport Ticketing Corporation may, in order to establish whether an employee or contractor, or an employee of a contractor, of that Corporation should be associated with the exercise of the Corporation's functions:
  - (a) request any such person to provide proof of the person's identity, and
  - (b) request that the Commissioner of Police undertake a criminal records check on the person and, for that purpose, provide the Commissioner with any

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information or material that the Corporation has in its possession.

- (2) The Commissioner of Police may, in response to a request under this section, provide Public Transport Ticketing Corporation with a report detailing the person's criminal record.

**35ZA Transfer of certain assets, rights and liabilities to Public Transport Ticketing Corporation**

- (1) The portfolio Minister may, by order in writing, direct that the assets, rights and liabilities of a transport authority, that relate to or are connected with the operation of a ticketing and fare payment system and that are specified or referred to in the order, be transferred to the Public Transport Ticketing Corporation.
- (2) An order under this section may be subject to specified terms and conditions.
- (3) Schedule 4 applies to the transfer of assets, rights and liabilities under this section.
- (4) Words and expressions used in this section have the same meanings as they have in Schedule 4.
- (5) In this section, *transport authority* means:
- (a) RailCorp, or
  - (b) Sydney Ferries, or
  - (c) the State Transit Authority.

**35ZB Repeal of Schedules 10 and 11**

Schedules 10 and 11 are repealed.

**[2] Schedule 4 Transfer of assets, rights and liabilities**

Omit "section 35ZJ" from clause 2 (1) (c).

Insert instead "section 35ZA".

**[3] Schedule 7 Savings, transitional and other provisions**

Insert at the end of the Schedule with appropriate Part and clause numbers:

**Part Provisions consequent on conversion of Public Transport Ticketing Corporation to a statutory SOC**

**Regulations**

- (1) The regulations may contain provisions of a savings or transitional nature consequent on the conversion of the Public Transport Ticketing Corporation to a statutory SOC.
- (2) Any such provision may, if the regulations so provide, take effect from the date of that conversion or a later date.
- (3) To the extent to which any such provision takes effect from a date that is earlier than the date of its publication in the Gazette, the provision does not operate so as:
  - (a) to affect, in a manner prejudicial to any person (other than the State or an authority of the State), the rights of that person existing before the date of its publication, or
  - (b) to impose liabilities on any person (other than the State or an authority of the State) in respect of anything done or omitted to be done before the date of its publication.

**Continuity of Public Transport Ticketing Corporation**

Public Transport Ticketing Corporation is a continuation of, and the same legal entity as, the Public Transport Ticketing Corporation that was in existence immediately before the commencement of this clause.

**Chief Executive Officer and members of Board**

- (1) A person who held office as the Chief Executive Officer or a member of the Public Transport Ticketing Corporation Board immediately before the commencement of this clause ceases to hold that office on that commencement.
- (2) No compensation or remuneration is payable to such a person for loss of office as a consequence of the commencement of this clause.

- (3) Such a person is eligible (if otherwise qualified) for appointment as the chief executive officer or a director of the Public Transport Ticketing Corporation (as the case may be).

**Staff**

A person who was employed by the Public Transport Ticketing Corporation under section 35ZI immediately before the commencement of this clause, continues to be employed, on the same terms and conditions, by the Corporation as if that person were employed by the Corporation under section 20M of the *State Owned Corporations Act 1989*.

**Abolition of Public Transport Ticketing Corporation Fund**

- (1) The Public Transport Ticketing Corporation Fund established under section 35ZC (as in force immediately before the commencement of this clause) is abolished.
- (2) Any money standing to the credit of that Fund on the commencement of this clause becomes an asset of the Public Transport Ticketing Corporation and is to be paid to that Corporation.

**Amendment of Public Finance and Audit Act 1983 No 152**

The *Public Finance and Audit Act 1983* is amended by omitting from Schedule 2 the words “Public Transport Ticketing Corporation”.