



Grape and Wine Legislation Amendment (Australian Grape and Wine Authority) Act 2013

No. 136, 2013

**An Act relating to the establishment of the
Australian Grape and Wine Authority, and for
other purposes**

Note: An electronic version of this Act is available in ComLaw (<http://www.comlaw.gov.au/>)

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1 Short title

This Act may be cited as the *Grape and Wine Legislation Amendment (Australian Grape and Wine Authority) Act 2013*.

2 Commencement

- (1) Each provision of this Act specified in column 1 of the table commences, or is taken to have commenced, in accordance with column 2 of the table. Any other statement in column 2 has effect according to its terms.

Commencement information		
Column 1	Column 2	Column 3
Provision(s)	Commencement	Date/Details
1. Sections 1 to 3 and anything in this Act not elsewhere covered by this table	The day this Act receives the Royal Assent.	13 December 2013
2. Schedule 1, Part 1	The day after this Act receives the Royal Assent.	14 December 2013
3. Schedule 1, Part 2	1 July 2014.	1 July 2014
4. Schedule 2	The day after this Act receives the Royal Assent.	14 December 2013

Note: This table relates only to the provisions of this Act as originally enacted. It will not be amended to deal with any later amendments of this Act.

- (2) Any information in column 3 of the table is not part of this Act. Information may be inserted in this column, or information in it may be edited, in any published version of this Act.

3 Schedule(s)

- (1) Each Act, and each set of regulations, that is specified in a Schedule to this Act is amended or repealed as set out in the applicable items in the Schedule concerned, and any other item in a Schedule to this Act has effect according to its terms.

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- (2) The amendment of any regulation under subsection (1) does not prevent the regulation, as so amended, from being amended or repealed by the Governor-General.

Schedule 1—Amendments

Part 1—Amendments commencing on the day after Royal Assent

Wine Australia Corporation Act 1980

1 Subsection 4(1)

Insert:

Authority means the Australian Grape and Wine Authority.

Note: The Authority will be established on 1 July 2014.

2 Subsection 4(1)

Insert:

Authority Selection Committee means the Australian Grape and Wine Authority Selection Committee.

3 Subsection 4(1)

Insert:

Corporation Selection Committee means the Wine Australia Corporation Selection Committee.

4 Subsection 4(1)

Insert:

representative organisation has the meaning given by section 5BA.

5 Subsection 4(1) (definition of *Selection Committee*)

Repeal the definition.

6 After section 5B

Insert:

5BA Representative organisations

- (1) For the purposes of this Act, each of the following organisations is a *representative organisation*:
 - (a) a declared winemakers organisation;
 - (b) a declared wine grape growers organisation;
 - (c) an organisation that the Minister declares, by legislative instrument, to be a representative organisation for the purposes of this Act.
- (2) The Minister must not declare an organisation under paragraph (1)(c) unless the Minister is satisfied that the objects or activities of the organisation relate to either or both of the following:
 - (a) the grape industry;
 - (b) the wine industry.
- (3) The Minister must ensure that at least one organisation is a representative organisation for the purposes of this Act.

7 Subsection 13(5)

Omit “Selection Committee”, substitute “Corporation Selection Committee”.

8 After subsection 13(5)

Insert:

- (5A) Subsection (5) does not apply to the reappointment of a member if the member is reappointed for the period:
 - (a) beginning at the start of 1 May 2014; and
 - (b) ending at the end of 30 June 2014.

9 Subsection 15(2)

Omit “Selection Committee”, substitute “Corporation Selection Committee”.

10 After Part III

Insert:

Part IV—Australian Grape and Wine Authority Selection Committee

Division 1—Introduction

27A Simplified outline of this Part

- This Part establishes the Australian Grape and Wine Authority Selection Committee.
- The functions of the Committee are:
 - (a) to select persons to be nominated for appointment as directors of the Authority (other than the Chair); and
 - (b) to nominate persons so selected to the Minister for appointment as directors of the Authority.

Division 2—Establishment, functions and powers of the Authority Selection Committee

27B Establishment of the Authority Selection Committee

A committee to be known as the Australian Grape and Wine Authority Selection Committee is established.

Note: In this Act, *Authority Selection Committee* means the Australian Grape and Wine Authority Selection Committee—see section 4.

27C Functions of the Authority Selection Committee

The functions of the Authority Selection Committee are:

- (a) to select persons to be nominated for appointment as directors of the Authority (other than the Chair); and
- (b) to nominate persons so selected to the Minister for appointment as directors of the Authority.

27D Powers of the Authority Selection Committee

The Authority Selection Committee has power to do all things that are necessary or convenient to be done for, or in connection with, the performance of its functions.

27E Minister may request nominations

The Minister may, by written notice given to the Presiding Member of the Authority Selection Committee, request the Authority Selection Committee to give to the Minister, within the period specified in the notice, a specified number of written nominations of persons for appointment as a director or directors of the Authority (other than the Chair).

27F Selection of persons by the Authority Selection Committee

- (1) The Authority Selection Committee must not nominate a person for appointment as a director of the Authority unless the person is eligible for that appointment.
- (2) The Authority Selection Committee must not nominate a person for appointment as a director of the Authority if:
 - (a) the person is a member of the Authority Selection Committee; or
 - (b) the person has been a member of the Authority Selection Committee at any time during the 12-month period preceding the nomination.

27G Nominations

- (1) If the Minister gives a request to the Presiding Member of the Authority Selection Committee under section 27E:
 - (a) the Authority Selection Committee must, before the end of the period specified in the notice, select persons to be nominated for appointment to the office or offices concerned; and
 - (b) the Presiding Member of the Authority Selection Committee must, on behalf of the Authority Selection Committee, before the end of that period, give to the Minister the number of nominations specified in the request.
-

- (2) If the Authority Selection Committee proposes to nominate a person for appointment as a director of the Authority, the Presiding Member of the Authority Selection Committee must cause to be prepared and attached to the nomination a statement setting out:
- (a) details of the person's qualifications and experience; and
 - (b) such other information relating to the person as the Authority Selection Committee thinks will assist the Minister in considering whether to appoint the person.
- (3) The Authority Selection Committee may nominate a person for appointment even though:
- (a) the Minister has previously rejected a nomination of that person; or
 - (b) the Authority Selection Committee has previously decided not to nominate the person for appointment.

27H Minister may reject nominations

If the Minister is not satisfied that a person nominated by the Authority Selection Committee for appointment as a director of the Authority should be appointed as such a director, the Minister may:

- (a) by written notice given to the Presiding Member of the Authority Selection Committee, reject the nomination; and
- (b) include in that notice a further request under section 27E for a specified number of nominations of persons for appointment to the office concerned.

Division 3—Membership of the Authority Selection Committee

27J Membership of the Authority Selection Committee

The Authority Selection Committee consists of the following members:

- (a) a Presiding Member;
- (b) such other number of members as is determined by the Minister.

27K Appointment of members of the Authority Selection Committee

- (1) Each member of the Authority Selection Committee is to be appointed by the Minister by written instrument.

Note: A member of the Authority Selection Committee is eligible for reappointment: see the *Acts Interpretation Act 1901*.

- (2) A member of the Authority Selection Committee holds office on a part-time basis.
- (3) A member of the Authority Selection Committee (other than the Presiding Member) must be a person who has been nominated by a representative organisation.
- (4) A person who is a director of the Authority is not eligible to be appointed as a member of the Authority Selection Committee.

27L Period of appointment for members of the Authority Selection Committee

A member of the Authority Selection Committee holds office for the period specified in the instrument of appointment. The period must not exceed 3 years.

Note: For reappointment, see the *Acts Interpretation Act 1901*.

27M Acting Presiding Member of the Authority Selection Committee

The Minister may appoint a person to act as the Presiding Member of the Authority Selection Committee:

- (a) during a vacancy in the office of the Presiding Member of the Authority Selection Committee (whether or not an appointment has previously been made to the office); or
- (b) during any period, or during all periods, when the Presiding Member of the Authority Selection Committee:
- (i) is absent from duty or Australia; or
 - (ii) is, for any reason, unable to perform the duties of the office.

Division 4—Terms and conditions for members of the Authority Selection Committee

27N Remuneration

- (1) A member of the Authority Selection Committee is to be paid the remuneration that is determined by the Remuneration Tribunal. If no determination of that remuneration by the Tribunal is in operation, a member of the Authority Selection Committee is to be paid the remuneration that is prescribed by the regulations.
- (2) A member of the Authority Selection Committee is to be paid the allowances that are prescribed by the regulations.
- (3) This section has effect subject to the *Remuneration Tribunal Act 1973*.

27P Disclosure of interests to the Minister

A member of the Authority Selection Committee must give written notice to the Minister of all interests, pecuniary or otherwise, that the member has or acquires and that conflict or could conflict with the proper performance of the member's functions.

27Q Disclosure of interests to the Authority Selection Committee

- (1) A member of the Authority Selection Committee who has an interest, pecuniary or otherwise, in a matter being considered or about to be considered by the Authority Selection Committee must disclose the nature of the interest to a meeting of the Authority Selection Committee.
- (2) The disclosure must be made as soon as possible after the relevant facts have come to the knowledge of the member of the Authority Selection Committee.
- (3) The disclosure must be recorded in the minutes of the meeting of the Authority Selection Committee.
- (4) Unless the Authority Selection Committee otherwise determines, the member of the Authority Selection Committee:

- (a) must not be present during any deliberation by the Authority Selection Committee on the matter; and
 - (b) must not take part in any decision of the Authority Selection Committee with respect to the matter.
- (5) For the purposes of making a determination under subsection (4), the member of the Authority Selection Committee:
 - (a) must not be present during any deliberation of the Authority Selection Committee for the purpose of making the determination; and
 - (b) must not take part in making the determination.
- (6) A determination under subsection (4) must be recorded in the minutes of the meeting of the Authority Selection Committee.
- (7) A member of the Authority Selection Committee who is a grape grower or a winemaker is taken not to have an interest (pecuniary or otherwise) in a matter being considered or about to be considered by the Authority Selection Committee by reason only of being a grape grower or a winemaker.

27R Outside employment

- (1) A member of the Authority Selection Committee must not engage in any paid employment that conflicts or may conflict with the proper performance of his or her duties.
- (2) For the purposes of this Division, paid employment as a grape grower or a winemaker is taken not to be paid employment that conflicts with the proper performance of duties.

27S Leave of absence

- (1) The Minister may grant leave of absence to the Presiding Member of the Authority Selection Committee on the terms and conditions that the Minister determines.
- (2) The Presiding Member of the Authority Selection Committee may grant leave of absence to a member of the Authority Selection Committee on the terms and conditions that the Presiding Member determines.

27T Resignation

- (1) A member of the Authority Selection Committee may resign his or her appointment by giving the Minister a written resignation.
- (2) The resignation takes effect on the day it is received by the Minister or, if a later day is specified in the resignation, on that later day.

27U Termination of appointment

- (1) The Minister may terminate the appointment of a member of the Authority Selection Committee if the member is unable to perform the duties of his or her office because of physical or mental incapacity.
- (2) The Minister may terminate the appointment of a member of the Authority Selection Committee if:
 - (a) the member:
 - (i) becomes bankrupt; or
 - (ii) applies to take the benefit of any law for the relief of bankrupt or insolvent debtors; or
 - (iii) compounds with his or her creditors; or
 - (iv) makes an assignment of his or her remuneration for the benefit of his or her creditors; or
 - (b) the member fails, without reasonable excuse, to comply with section 27P or 27Q; or
 - (c) the member engages in paid employment that conflicts or may conflict with the proper performance of his or her duties (see section 27R); or
 - (d) the member is absent, except on leave of absence, from 3 consecutive meetings of the Authority Selection Committee.

27V Other terms and conditions

A member of the Authority Selection Committee holds office on the terms and conditions (if any) in relation to matters not covered by this Act that are determined by the Minister.

Division 5—Decision-making by the Authority Selection Committee

27W Holding of meetings

- (1) The Authority Selection Committee is to hold such meetings as are necessary for the performance of its functions.
- (2) The Presiding Member of the Authority Selection Committee may convene a meeting at any time.

27X Presiding at meetings

- (1) The Presiding Member of the Authority Selection Committee presides at all meetings at which he or she is present.
- (2) If the Presiding Member of the Authority Selection Committee is not present at a meeting, the members of the Authority Selection Committee present must appoint one of themselves to preside.

27Y Quorum

At a meeting of the Authority Selection Committee, 2 members of the Authority Selection Committee constitute a quorum.

27Z Voting at meetings etc.

- (1) At a meeting of the Authority Selection Committee, a question is decided by a majority of the votes of members of the Authority Selection Committee present and voting.
- (2) The person presiding at a meeting has a deliberative vote and, in the event of an equality of votes, also has a casting vote.

27ZA Conduct of meetings

The Authority Selection Committee may, subject to this Division, regulate proceedings at its meetings as it considers appropriate.

Note: Section 33B of the *Acts Interpretation Act 1901* provides for participation in meetings by telephone etc.

27ZB Minutes

The Authority Selection Committee must keep minutes of its meetings.

Division 6—Other matters

27ZC Staff and consultants

- (1) The Presiding Member of the Authority Selection Committee may, on behalf of the Authority Selection Committee, engage persons to perform administrative and clerical services in connection with the performance of its functions.
- (2) The Presiding Member of the Authority Selection Committee may, on behalf of the Authority Selection Committee, engage persons having suitable qualifications and experience as consultants to the Authority Selection Committee.
- (3) The terms and conditions of engagement of persons engaged under subsection (1) or (2) are as determined by the Authority Selection Committee.

27ZD Annual report

- (1) The Authority Selection Committee must, as soon as practicable after 30 June in each year, prepare and give to the Minister a report of the operations of the Authority Selection Committee (if any) during the financial year that ended on that 30 June.
- (2) A report for a financial year may, subject to agreement between the Presiding Member of the Authority Selection Committee and the Chair, be included, as a discrete part, in the annual report for the Authority for that financial year.

Note: The annual reporting obligations for the Authority are contained in the *Commonwealth Authorities and Companies Act 1997*.
- (3) If subsection (2) does not apply to a report under this section, the Minister must cause a copy of the report to be tabled in each House of the Parliament within 15 sitting days of that House after the Minister has received the report.

27ZE Definitions

In this Part:

Chair means the Chair of the Authority.

director means a director of the Authority, and includes the Chair.

11 At the end of section 29TA

Add:

- (4) This section does not apply to a report for the financial year that began on 1 July 2013.

12 At the end of Part IVA

Add:

29TB Final report

- (1) The Committee must, as soon as practicable after the end of the final reporting period, prepare and give to the Minister, for presentation to the Parliament, a report on its operations (if any) during that period.

Note: See also section 34C of the *Acts Interpretation Act 1901*, which contains extra rules about annual reports.

- (2) For the purposes of this section, the *final reporting period* means the period:
 - (a) beginning at the start of 1 July 2013; and
 - (b) ending at the end of 30 April 2014.

13 Paragraph 35(1)(aa)

Omit “Selection Committee” (wherever occurring), substitute “Corporation Selection Committee”.

Part 2—Amendments commencing on 1 July 2014

Freedom of Information Act 1982

14 Part III of Schedule 2

Omit “*Wine Australia Corporation Act 1980*”, substitute “*Australian Grape and Wine Authority Act 2013*”.

Grape and Wine Research and Development Corporation Regulations 1991

15 The whole of the Regulations

Repeal the Regulations.

Wine Australia Corporation Act 1980

16 Title

Omit “**a Wine Australia Corporation**”, substitute “**the Australian Grape and Wine Authority**”.

17 Section 1

Omit “*Wine Australia Corporation Act 1980*”, substitute “*Australian Grape and Wine Authority Act 2013*”.

Note: This item amends the short title of the Act. If another amendment of the Act is described by reference to the Act’s previous short title, that other amendment has effect after the commencement of this item as an amendment of the Act under its amended short title (see section 10 of the *Acts Interpretation Act 1901*).

18 Section 3

Repeal the section, substitute:

3 Objects

The objects of this Act are:

- (a) to support grape or wine research and development activities;
- and

- (b) to control the export of grape products from Australia; and
- (c) to promote the consumption and sale of grape products, both in Australia and overseas; and
- (d) to enable Australia to fulfil its obligations under prescribed wine-trading agreements and other international agreements.

19 Subsection 4(1) (definition of *annual general meeting*)

Repeal the definition, substitute:

annual general meeting means a meeting that is convened under section 29W.

20 Subsection 4(1) (definition of *annual operational plan*)

Repeal the definition, substitute:

annual operational plan means an annual operational plan developed by the Authority under section 31F.

21 Subsection 4(1) (note at the end of the definition of *Authority*)

Repeal the note, substitute:

Note: See section 6.

22 Subsection 4(1)

Insert:

Chair means the Chair of the Authority.

23 Subsection 4(1) (definition of *Chairperson*)

Repeal the definition.

24 Subsection 4(1) (definition of *commencing date*)

Repeal the definition.

25 Subsection 4(1) (definition of *corporate plan*)

Repeal the definition, substitute:

corporate plan means a corporate plan prepared by the Authority under section 31 or 31A.

26 Subsection 4(1) (definition of *Corporation*)

Repeal the definition.

27 Subsection 4(1) (definition of *Corporation's component of wine grapes levy*)

Repeal the definition.

28 Subsection 4(1) (definition of *Corporation Selection Committee*)

Repeal the definition.

29 Subsection 4(1)

Insert:

Deputy Chair means the Deputy Chair of the Authority.

30 Subsection 4(1) (definition of *Deputy Chairperson*)

Repeal the definition.

31 Subsection 4(1)

Insert:

director means a director of the Authority, and includes the Chair.

32 Subsection 4(1)

Insert:

general component, in relation to wine grapes levy, means the part of the levy mentioned in paragraph 7(1)(a) of Schedule 26 to the *Primary Industries (Excise) Levies Act 1999*.

33 Subsection 4(1)

Insert:

grape industry means the industry in Australia concerned with the production of grapes for processing, other than processing by drying.

34 Subsection 4(1)

Insert:

grape or wine research and development means systematic experimentation and analysis in any field of science, technology or economics (including the study of the social or environmental consequences of the adoption of new technology) carried out with the object of:

- (a) acquiring knowledge that may be of use in obtaining or furthering an objective of the grape industry or the wine industry; or
- (b) applying such knowledge for the purpose of attaining or furthering such an objective.

For this purpose, ***knowledge*** includes knowledge that may be of use for the purpose of improving any aspect of the production, processing, storage, transport or marketing of goods that are the produce, or that are derived from the produce, of the grape industry or the wine industry.

35 Subsection 4(1)

Insert:

grape or wine research and development activity means:

- (a) a grape or wine research and development project; or
- (b) the training of persons to carry out grape or wine research and development; or
- (c) the dissemination of information, or the provision of advice or assistance, to persons or organisations engaged in any aspect of:
 - (i) the grape industry or the wine industry; or
 - (ii) the production, processing, storage, transport or marketing of goods that are the produce, or that are derived from the produce, of the grape industry or the wine industry;

for the purpose of encouraging those persons or organisations to adopt technical developments designed or adapted to improve:

- (iii) that aspect of the grape industry or the wine industry; or

- (iv) that production, processing, storage, transport or marketing; or
- (d) the publication of reports, periodicals, books or papers containing information that is related to grape or wine research and development; or
- (e) an activity incidental to an activity referred to in paragraph (a), (b), (c) or (d).

36 Subsection 4(1)

Insert:

grapes research levy means levy imposed by Schedule 13 to the *Primary Industries (Excise) Levies Act 1999*.

37 Subsection 4(1) (definition of *industry*)

Repeal the definition.

38 Subsection 4(1) (definition of *member*)

Repeal the definition.

39 Subsection 4(1) (definition of *principal employee*)

Omit “Corporation”, substitute “Authority”.

40 Subsection 4(1)

Insert:

research component, in relation to wine grapes levy, means the part of the levy mentioned in paragraph 7(1)(b) of Schedule 26 to the *Primary Industries (Excise) Levies Act 1999*.

41 Subsection 4(1)

Insert:

vacancy, in relation to the office of a director of the Authority, has a meaning affected by section 5E.

42 Subsection 4(1)

Insert:

wine industry means the industry in Australia concerned with:

- (a) the storage, distribution, marketing and sale of grape products; or
- (b) the making of wine.

43 Subsection 4(3) (note)

Repeal the note.

44 Section 4B

Repeal the section.

45 At the end of Part I

Add:

5E Vacancy in the office of a director of the Authority

For the purposes of a reference in:

- (a) this Act to a vacancy in the office of a director of the Authority; or
- (b) the *Acts Interpretation Act 1901* to a vacancy in the membership of a body;

there are taken to be 7 offices of directors of the Authority in addition to the Chair of the Authority.

46 Part II (heading)

Omit “**Wine Australia Corporation**”, substitute “**Australian Grape and Wine Authority**”.

47 Sections 6 and 7

Repeal the sections, substitute:

Division 1—Establishment, functions and powers of the Authority

6 Australian Grape and Wine Authority

The Australian Grape and Wine Authority is established by this section.

Schedule 1 Amendments

Part 2 Amendments commencing on 1 July 2014

Note: In this Act, **Authority** means the Australian Grape and Wine Authority—see section 4.

7 Functions of the Authority

The Authority has the following functions:

- (a) to investigate and evaluate the requirements for grape or wine research and development;
- (b) to coordinate or fund the carrying out of grape or wine research and development activities;
- (c) to:
 - (i) monitor; and
 - (ii) evaluate; and
 - (iii) report to the Parliament, the Minister and the representative organisations on;
grape or wine research and development activities that are coordinated or funded, wholly or partly, by the Authority;
- (d) to:
 - (i) assess; and
 - (ii) report to the Parliament, the Minister and the representative organisations on;
the impact, on the grape industry or wine industry, of grape or wine research and development activities that are coordinated or funded, wholly or partly, by the Authority;
- (e) to facilitate the dissemination, adoption and commercialisation of the results of grape or wine research and development;
- (f) to control the export of grape products from Australia;
- (g) to promote the consumption and sale of grape products, both in Australia and overseas;
- (h) such other functions as are conferred on the Authority by:
 - (i) this Act; or
 - (ii) the regulations; or
 - (iii) any other law;
- (i) to do anything incidental to, or conducive to, the performance of any of the above functions.

7A Constitutional limits

The Authority may perform its functions only:

- (a) for purposes relating to trade or commerce:
 - (i) between Australia and places outside Australia; or
 - (ii) among the States; or
 - (iii) within a Territory, between a State and a Territory or between 2 Territories; or
- (b) for purposes related to external affairs, including any of the following:
 - (i) enabling Australia to fulfil its obligations under prescribed wine-trading agreements;
 - (ii) enabling Australia to fulfil its obligations under other international agreements to which Australia is a party;
 - (iii) addressing matters of international concern;
 - (iv) by way of the performance of its functions in a place outside Australia; or
- (c) for purposes relating to a corporation to which paragraph 51(xx) of the Constitution applies; or
- (d) for purposes relating to the collection of statistics; or
- (e) by way of the use of a postal, telegraphic, telephonic or other like service within the meaning of paragraph 51(v) of the Constitution; or
- (f) by way of the making of a grant of financial assistance to a State or Territory; or
- (g) for purposes relating to a Territory; or
- (h) with respect to a Commonwealth place (within the meaning of the *Commonwealth Places (Application of Laws) Act 1970*); or
- (i) for purposes relating to the implied power of the Parliament to make laws with respect to nationhood; or
- (j) for purposes relating to the executive power of the Commonwealth; or
- (k) for purposes relating to matters incidental to the execution of any of the legislative powers of the Parliament or the executive power of the Commonwealth.

48 Section 8 (heading)

Omit “Corporation”, substitute “**the Authority**”.

49 Subsection 8(1)

Omit “Corporation”, substitute “Authority”.

50 Subsection 8(2)

Omit “Corporation” (first occurring), substitute “Authority”.

51 Paragraph 8(2)(a)

Omit “Corporation”, substitute “Authority”.

52 Paragraph 8(2)(d)

Omit “the export of grape products from Australia, or the sale of grape products overseas, by persons other than the Corporation”, substitute “the consumption and sale of grape products in Australia or overseas”.

53 Paragraphs 8(2)(e) and (f)

Omit “Corporation” (wherever occurring), substitute “Authority”.

54 Paragraph 8(2)(g)

After “provision of”, insert “goods or”.

55 Paragraphs 8(2)(g), (ga) and (h)

Omit “Corporation”, substitute “Authority”.

56 At the end of subsection 8(2)

Add:

- ; and (i) to enter into agreements under section 10A for the carrying out of grape or wine research and development activities by other persons; and
- (j) to enter into agreements under section 10B for the carrying out of grape or wine research and development activities by the Authority and other persons; and
- (k) to make applications, including joint applications, for patents; and

- (l) to deal with patents vested in the Authority or in the Authority and other persons; and
- (m) to accept gifts, grants, bequests and devises made to the Authority, and act as trustee of money and other property vested in the Authority on trust; and
- (n) to join in the formation of a company.

57 Subsection 8(2A) (heading)

Omit “Corporation”, substitute “Authority”.

58 Subsection 8(2A)

Omit “Corporation’s common”, substitute “Authority’s”.

59 Subsection 8(2B)

Omit “Corporation” (first occurring), substitute “Authority”.

60 Subsection 8(2B)

Omit “Chairperson”, substitute “Chair”.

61 Subsection 8(2B)

Omit “Corporation” (last occurring), substitute “Authority”.

62 Subsection 8(2F)

Omit “*Wine Australia Corporation Act 1980*” (wherever occurring), substitute “*Australian Grape and Wine Authority Act 2013*”.

63 Subsection 8(2G)

Omit “Chairperson”, substitute “Chair”.

64 Subsection 8(3)

Omit “Corporation”, substitute “Authority”.

65 Section 10

Omit “Corporation” (wherever occurring), substitute “Authority”.

66 After section 10

Insert:

10A Agreements for carrying out grape or wine research and development activities by other persons

- (1) The Authority may enter into an agreement with a person for the carrying out of grape or wine research and development activities by the person.
- (2) The agreement may:
 - (a) provide for:
 - (i) the money provided under the agreement; and
 - (ii) any property acquired or goods produced with that money, or with money that includes that money; to be used for the purposes specified in the agreement; and
 - (b) provide for the payment by the person to the Authority of an amount equal to the whole, or such part as the Authority determines, of the money provided under the agreement if any of the money, property or goods referred to in paragraph (a) is or are used for a purpose not specified in the agreement; and
 - (c) make provision with respect to:
 - (i) assigning inventions and interests in inventions; and
 - (ii) applying for patents for inventions; and
 - (iii) commercially exploiting patented inventions; and
 - (iv) granting licences under patented inventions; where the inventions are made in the course of undertaking grape or wine research and development activities or doing anything else with that money or with money that includes that money; and
 - (d) provide for the payment by the person to the Authority of an amount equal to the whole, or such part as the Authority determines, of any net income derived by the person from:
 - (i) the money, property or goods referred to in paragraph (a); or
 - (ii) patents or interests referred to in paragraph (c); and
 - (e) provide for the assignment by the person to the Authority of any money, property, goods, patents or interests referred to in paragraph (d); and

- (f) provide for the payment by the person to the Authority of an amount of money determined by the Authority in accordance with the agreement in the event of the disposal (otherwise than to the Authority) of any property, goods, patents or interests referred to in paragraph (d).
- (3) Subsection (2) does not limit the matters that may be included in the agreement.
- (4) This section does not limit section 8.

10B Agreements for carrying out grape or wine research and development activities with other persons

- (1) The Authority may enter into an agreement (including a joint venture agreement or a partnership agreement) with a person for grape or wine research and development activities to be carried out by the Authority and the person.
- (2) The agreement must specify:
 - (a) the objectives of the grape or wine research and development activities; and
 - (b) the expected duration of the grape or wine research and development activities; and
 - (c) the nature and extent of the contribution to be made by the Authority towards the grape or wine research and development activities; and
 - (d) the basis for the distribution of profits and other benefits derived from the grape or wine research and development activities.
- (3) Subsection (2) does not limit the matters that may be included in the agreement.
- (4) This section does not limit section 8.

10C Grants relating to grape or wine research and development activities

- (1) The Authority may make a grant of financial assistance to a State if the grant relates to grape or wine research and development activities.
- (2) The terms and conditions on which that financial assistance is granted are to be set out in a written agreement between the Authority and the State.
- (3) For the purposes of this section, *State* includes:
 - (a) the Australian Capital Territory; and
 - (b) the Northern Territory.

10D Consultations with persons and organisations

- (1) The Authority may make arrangements for consulting:
 - (a) persons and bodies representative of the grape industry or the wine industry (including any of the representative organisations); and
 - (b) Commonwealth, State and Territory authorities concerned with the grape industry or the wine industry.
- (2) Arrangements made by the Authority under subsection (1) may provide for:
 - (a) the Authority agreeing to meet travel expenses reasonably incurred by a person in connection with consultations with the Authority; and
 - (b) subject to written guidelines given to the Authority by the Minister, the Authority agreeing to meet expenses (other than travel expenses) reasonably incurred by a representative organisation, or a member of a representative organisation, in connection with consultations with the Authority.
- (3) Subsection (2) does not limit subsection (1).
- (4) This section does not limit section 8.

67 Subsections 11(1) and (1A)

Omit “Corporation” (wherever occurring), substitute “Authority”.

68 Subsection 11(2)

Omit “member of the Corporation, as the Corporation”, substitute “director of the Authority, as the Authority”.

69 At the end of Part II

Add:

11A Authority does not have privileges and immunities of the Crown

The Authority does not have the privileges and immunities of the Crown in right of the Commonwealth.

70 Part III (heading)

Repeal the heading.

71 Sections 12 to 22

Repeal the sections, substitute:

Division 2—Constitution and membership of the Authority

12 Constitution of the Authority

- (1) The Authority:
 - (a) is a body corporate with perpetual succession; and
 - (b) must have a seal; and
 - (c) may acquire, hold and dispose of real and personal property; and
 - (d) may sue and be sued in its corporate name.

Note: The *Commonwealth Authorities and Companies Act 1997* applies to the Authority. That Act deals with matters relating to Commonwealth authorities, including reporting and accountability, banking and investment, and conduct of officers.

- (2) The seal of the Authority is to be kept in such custody as the Authority directs and must not be used except as authorised by the Authority.
- (3) All courts, judges and persons acting judicially must:

- (a) take judicial notice of the imprint of the seal of the Authority appearing on a document; and
- (b) presume that the document was duly sealed.

13 Membership of the Authority

The Authority consists of the following directors:

- (a) a Chair;
- (b) at least 5, and not more than 7, other directors.

14 Appointment of directors of the Authority

- (1) Each director of the Authority is to be appointed by the Minister by written instrument.

Note: The director of the Authority is eligible for reappointment: see the *Acts Interpretation Act 1901*.

- (2) A person is not eligible for appointment as a director of the Authority unless the Minister is satisfied that the person is suitably qualified for appointment because of expertise in one or more of the following fields:
 - (a) grape growing;
 - (b) winemaking;
 - (c) marketing;
 - (d) finance;
 - (e) business management and administration;
 - (f) government policy processes and public administration;
 - (g) strategic management;
 - (h) administration of research and development;
 - (i) technology;
 - (j) law;
 - (k) human resource management;
 - (l) communications.
- (3) A person is not eligible for appointment as a director of the Authority if the person is a member of the executive of a representative organisation.

- (4) The directors of the Authority (other than the Chair) are to be appointed from persons nominated by the Authority Selection Committee in accordance with section 27F.
- (5) Before appointing the Chair of the Authority, the Minister must consult:
 - (a) if there are already one or more directors of the Authority (other than the Chair)—those directors; and
 - (b) in any case—each representative organisation.
- (6) In appointing directors of the Authority, the Minister must have regard to whether the directors of the Authority will collectively possess:
 - (a) an appropriate balance of expertise in as many as possible of the fields referred to in subsection (2); and
 - (b) experience in board affairs.
- (7) A director of the Authority holds office on a part-time basis.

15 Period of appointment for directors of the Authority

- (1) A director of the Authority holds office for the period specified in the instrument of appointment. The period must not exceed 3 years.

Note: For reappointment, see the *Acts Interpretation Act 1901*.
- (2) A director of the Authority must not be reappointed on more than one occasion.

16 Acting directors of the Authority

Acting Chair of the Authority

- (1) The Minister may appoint a person to act as the Chair of the Authority:
 - (a) during a vacancy in the office of the Chair of the Authority (whether or not an appointment has previously been made to the office); or
 - (b) during any period, or during all periods, when the Chair of the Authority:
 - (i) is absent from duty or Australia; or

- (ii) is, for any reason, unable to perform the duties of the office.

Acting director of the Authority (other than the Chair of the Authority)

- (2) The Minister may appoint a person to act as a director of the Authority (other than the Chair of the Authority):
 - (a) during a vacancy in the office of a director of the Authority (other than the Chair of the Authority), whether or not an appointment has previously been made to the office; or
 - (b) during any period, or during all periods, when a director of the Authority (other than the Chair of the Authority):
 - (i) is absent from duty or Australia; or
 - (ii) is, for any reason, unable to perform the duties of the office.

Eligibility

- (3) A person is not eligible for appointment to act as:
 - (a) the Chair of the Authority; or
 - (b) a director of the Authority (other than the Chair of the Authority);unless the person is eligible for appointment as a director of the Authority.

Note 1: See subsections 14(2) and (3).

Note 2: For rules that apply to acting appointments, see sections 33AB and 33A of the *Acts Interpretation Act 1901*.

17 Deputy Chair

- (1) The Authority may, in writing, appoint a director (other than the Chair) to be the Deputy Chair of the Authority for such period as is specified in the instrument of appointment.
- (2) The Deputy Chair holds office until:
 - (a) his or her term of office as Deputy Chair expires; or
 - (b) he or she ceases to be a director of the Authority; or
 - (c) the Authority terminates the appointment;

whichever first happens.

Resignation

- (3) A director of the Authority may resign an appointment as Deputy Chair by giving the Chair a written notice of resignation.
- (4) The resignation takes effect on the day it is received by the Chair or, if a later day is specified in the resignation, on that later day.

Division 3—Terms and conditions for directors of the Authority

18 Remuneration

- (1) A director of the Authority is to be paid the remuneration that is determined by the Remuneration Tribunal. If no determination of that remuneration by the Tribunal is in operation, a director of the Authority is to be paid the remuneration that is prescribed by the regulations.
- (2) A director of the Authority is to be paid the allowances that are prescribed by the regulations.
- (3) This section has effect subject to the *Remuneration Tribunal Act 1973*.

19 Disclosure of interests

For the purposes of sections 27F and 27J of the *Commonwealth Authorities and Companies Act 1997*, a director who is a grape grower or a winemaker is not taken to have a material personal interest in a matter being considered or about to be considered by the Authority by reason only of being a grape grower or a winemaker.

20 Outside employment

- (1) A director of the Authority must not engage in any paid employment that conflicts or may conflict with the proper performance of his or her duties.

- (2) For the purposes of this Division, paid employment as a grape grower or a winemaker is taken not to be paid employment that conflicts with the proper performance of duties.

21 Leave of absence

The Chair of the Authority may grant leave of absence to a director of the Authority on the terms and conditions that the Chair determines.

22 Resignation

- (1) A director of the Authority may resign his or her appointment by giving the Minister a written resignation.
- (2) The resignation takes effect on the day it is received by the Minister or, if a later day is specified in the resignation, on that later day.

23 Termination of appointment

- (1) The Minister may terminate the appointment of a director of the Authority if the director is unable to perform the duties of his or her office because of physical or mental incapacity.
- (2) The Minister may terminate the appointment of a director of the Authority if:
- (a) the director:
 - (i) becomes bankrupt; or
 - (ii) applies to take the benefit of any law for the relief of bankrupt or insolvent debtors; or
 - (iii) compounds with his or her creditors; or
 - (iv) makes an assignment of his or her remuneration for the benefit of his or her creditors; or
 - (b) the director fails, without reasonable excuse, to comply with an obligation imposed on him or her by section 27F or 27J of the *Commonwealth Authorities and Companies Act 1997*; or
 - (c) the director engages in paid employment that conflicts or may conflict with the proper performance of his or her duties (see section 20); or
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- (d) the Minister is satisfied that the performance of the director has been unsatisfactory for a significant period; or
 - (e) the director is absent, except on leave of absence, from 3 consecutive meetings of the Authority.
- (3) The Minister must terminate the appointment of a director of the Authority if the director becomes a member of the executive of a representative organisation.

24 Other terms and conditions

A director of the Authority holds office on the terms and conditions (if any) in relation to matters not covered by this Act that are determined by the Minister.

Division 4—Decision-making by the Authority

25 Holding of meetings

- (1) The Authority is to hold such meetings as are necessary for the performance of its functions.
- (2) The Chair of the Authority may convene a meeting at any time.

26 Presiding at meetings

- (1) The Chair of the Authority presides at all meetings at which he or she is present.
- (2) If the Chair of the Authority is not present at a meeting:
 - (a) the Deputy Chair must preside; or
 - (b) if the Deputy Chair is not present—the directors of the Authority present must appoint one of themselves to preside.

26A Quorum

- (1) At a meeting of the Authority, a quorum is constituted by a majority of directors.
- (2) However, if:

- (a) a director of the Authority is required by section 27J of the *Commonwealth Authorities and Companies Act 1997* not to be present during the deliberations, or to take part in any decision, of the Authority with respect to a particular matter; and
 - (b) when the director leaves the meeting concerned there is no longer a quorum present;
- the remaining directors at the meeting constitute a quorum for the purpose of any deliberation or decision at that meeting with respect to that matter.

26B Voting at meetings etc.

- (1) At a meeting of the Authority, a question is decided by a majority of the votes of directors of the Authority present and voting.
- (2) The person presiding at a meeting has a deliberative vote and, in the event of an equality of votes, also has a casting vote.

26C Conduct of meetings

- (1) The Authority may, subject to this Division, regulate proceedings at its meetings as it considers appropriate.

Note: Section 33B of the *Acts Interpretation Act 1901* provides for participation in meetings by telephone etc.

- (2) The Authority may invite a person to attend a meeting of the Authority for the purpose of advising or informing the Authority on any matter.
- (3) A person referred to in subsection (2) is to be paid such fees, allowances and expenses (if any) as the Authority determines in respect of the person's attendance at a meeting of the Authority.

26D Minutes

The Authority must keep minutes of its meetings.

72 Section 27ZD

Repeal the section.

73 Part IVA

Repeal the Part.

74 Part IVB (heading)

Omit “the industry”, substitute “the grape industry and the wine industry”.

75 Subsection 29U(1) (definition of *old Charge Act*)

Repeal the definition.

76 Subsection 29U(1) (definition of *old Levy Act*)

Repeal the definition.

77 Subsection 29U(2)

Omit “wine grapes levy, wine export charge or levy imposed under the old Levy Act”, substitute “wine grapes levy or wine export charge”.

78 Subsection 29V(1)

Omit “Corporation”, substitute “Authority”.

79 Paragraphs 29V(1)(aa), (ab), (a) and (b)

Repeal the paragraphs, substitute:

- (a) wine grapes levy; or
- (b) wine export charge;

80 Subsection 29V(2)

Omit “Corporation”, substitute “Authority”.

81 Section 29W

Repeal the section, substitute:

29W Authority to convene annual general meeting

- (1) The Authority may cause an annual general meeting of the grape industry and the wine industry to be convened at a time and place determined by the Authority.

- (2) The Authority must convene an annual general meeting under subsection (1) if requested to do so by a representative organisation.
- (3) If, during a year, 10 or more eligible producers for the year jointly request the Authority to convene an annual general meeting under subsection (1), the Authority must comply with that request.
- (4) A request under subsection (2) or (3) must be in writing.

82 Paragraph 29X(a)

Omit “Corporation”, substitute “Authority”.

83 At the end of paragraph 29X(a)

Add “and”.

84 Paragraphs 29X(b) and (c)

Repeal the paragraphs, substitute:

- (b) to receive an address by the Chair with respect to:
 - (i) the performance of the Authority in the year to which the annual report relates; and
 - (ii) the economic outlook for the grape industry and the wine industry, and the intended activities of the Authority, in the year next following that year; and
- (c) to question the directors of the Authority concerning any aspect of:
 - (i) the Authority’s activities during the year to which the annual report relates; or
 - (ii) the intended activities of the Authority; and

85 Paragraph 29X(d)

Omit “Corporation”, substitute “Authority”.

86 Paragraph 29Y(1)(a)

Omit “members of the Corporation”, substitute “directors of the Authority”.

87 Paragraphs 29Y(1)(c) and (d)

Omit “Corporation”, substitute “Authority”.

88 Paragraph 29Y(1)(d)

Omit “Chairperson”, substitute “Chair”.

89 Subsection 29Y(2)

Omit “Chairperson”, substitute “Chair”.

90 Subsection 29Y(3)

Omit “Corporation”, substitute “Authority”.

91 Subsection 29Y(3)

Omit “the industry”, substitute “the grape industry and the wine industry”.

92 Section 29ZA

Repeal the section.

93 Part V (at the end of the heading)

Add “and consultants”.

94 Section 30

Omit “Corporation” (wherever occurring), substitute “Authority”.

95 At the end of Part V

Add:

30A Consultants

- (1) The Authority may engage persons having suitable qualifications and experience as consultants to the Authority.
- (2) The consultants are to be engaged on the terms and conditions that the Authority determines in writing.

96 Part VA (heading)

Omit “Corporation”, substitute “Authority”.

97 Sections 31 to 31E

Repeal the sections, substitute:

31 Corporate plans—5-year periods

- (1) The Authority must:
 - (a) prepare a corporate plan for each designated 5-year period;
and
 - (b) give it to the Minister.

Note: For *designated 5-year period*, see subsection (11).

- (2) The plan must include details of the following matters:
 - (a) the principal objectives of the Authority;
 - (b) the strategies and policies that are to be followed by the Authority in order to achieve those objectives;
 - (c) the objectives and priorities of the Authority relating to grape or wine research and development;
 - (d) the strategies and policies that are to be followed by the Authority in order to achieve those objectives and priorities;
 - (e) such other matters (if any) as the Minister requires.
- (3) The plan must set out the Authority's assessment, for the period to which the plan relates, of the market outlook and the economic outlook for the grape industry and the wine industry.
- (4) A corporate plan prepared under this section is of no effect unless the plan has been approved in writing by the Minister.

Varying a corporate plan

- (5) The Authority may vary a corporate plan that was prepared under this section.
- (6) A variation of such a corporate plan is of no effect unless the variation has been approved in writing by the Minister.

Other matters

- (7) The Chair must keep the Minister informed about matters that might significantly affect the achievement of the objectives or
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priorities set out in a corporate plan that was prepared under this section.

- (8) The Minister may give the Chair written guidelines that are to be used by the Chair in deciding whether a matter is covered by paragraph (2)(e) or subsection (7).
- (9) Before preparing or varying a corporate plan under this section, the Authority must consult each representative organisation.
- (10) None of the following is a legislative instrument:
 - (a) a requirement under paragraph (2)(e) that is in writing;
 - (b) an approval under subsection (4);
 - (c) an approval under subsection (6);
 - (d) a guideline given under subsection (8).
- (11) For the purposes of this section, each of the following is a **designated 5-year period**:
 - (a) the 5-year period beginning on 1 July 2015;
 - (b) each succeeding 5-year period.
- (12) The Authority must ensure that the first corporate plan it prepares under this section is given to the Minister before 1 May 2015.

31A Corporate plan—initial period

- (1) The Authority must:
 - (a) prepare a corporate plan within 3 months after the commencement of this subsection; and
 - (b) give it to the Minister.
- (2) The plan must cover the period:
 - (a) beginning when the plan takes effect; and
 - (b) ending at the end of 30 June 2015.
- (3) The plan must include details of the following matters:
 - (a) the principal objectives of the Authority;
 - (b) the strategies and policies that are to be followed by the Authority in order to achieve those objectives;
 - (c) the objectives and priorities of the Authority relating to grape or wine research and development;

- (d) the strategies and policies that are to be followed by the Authority in order to achieve those objectives and priorities;
 - (e) such other matters (if any) as the Minister requires.
- (4) The plan must set out the Authority's assessment, for the period to which the plan relates, of the market outlook and the economic outlook for the grape industry and the wine industry.
- (5) The plan is of no effect unless it has been approved in writing by the Minister.

Varying the corporate plan

- (6) The Authority may vary the plan.
- (7) A variation of the plan is of no effect unless the variation has been approved in writing by the Minister.

Other matters

- (8) The Chair must keep the Minister informed about matters that might significantly affect the achievement of the objectives or priorities set out in the plan.
- (9) The Minister may give the Chair written guidelines that are to be used by the Chair in deciding whether a matter is covered by paragraph (3)(e) or subsection (8).
- (10) None of the following is a legislative instrument:
- (a) a requirement under paragraph (3)(e) that is in writing;
 - (b) an approval under subsection (5);
 - (c) an approval under subsection (7);
 - (d) a guideline given under subsection (9).

98 Section 31F (heading)

Omit "Corporation", substitute "Authority".

99 Subsection 31F(1)

Omit "Corporation" (wherever occurring), substitute "Authority".

100 After subsection 31F(1)

Insert:

- (1A) The Authority must ensure that the first annual operational plan is developed within 3 months after the commencement of this subsection.

101 Sections 31G to 31J

Repeal the sections.

102 Section 31K (heading)

Omit “Corporation”, substitute “Authority”.

103 Subsections 31K(1) and (2)

Omit “Corporation” (wherever occurring), substitute “Authority”.

104 Subsection 31K(3)

Omit “Chairperson”, substitute “Chair”.

105 Subsections 31K(4), (5), (6) and (7)

Omit “Corporation” (wherever occurring), substitute “Authority”.

106 Paragraph 31K(7)(b)

Omit “Chairperson”, substitute “Chair”.

107 Section 31L

Repeal the section.

108 Section 32 (heading)

Omit “Corporation”, substitute “the Authority”.

109 Section 32

Omit “Corporation”, substitute “Authority”.

110 Paragraphs 32(aa) and (ab)

Omit “Corporation’s”, substitute “general”.

111 Paragraphs 32(a), (b), (c) and (d)

Repeal the paragraphs, substitute:

- (ae) amounts received by the Commonwealth as the research component of wine grapes levy; and
- (af) so much of the amounts (if any) received by the Commonwealth under section 15 of the *Primary Industries Levies and Charges Collection Act 1991* as is attributable to non-payment of the research component of wine grapes levy; and
- (ag) amounts received by the Commonwealth as grapes research levy; and
- (ah) so much of the amounts (if any) received by the Commonwealth under section 15 of the *Primary Industries Levies and Charges Collection Act 1991* as is attributable to non-payment of grapes research levy; and
- (ai) subject to sections 32A and 32B, amounts equal to one-half of the amounts spent by the Authority as mentioned in paragraph 35(1)(ac).

112 After section 32

Insert:

32A Limit on Commonwealth's matching payments

- (1) The sum of:
 - (a) the amounts paid to the Authority under paragraph 32(ai) of this Act; and
 - (b) the amounts paid to the Grape and Wine Research and Development Corporation before the commencement of this section under paragraph 30(1)(b) of the *Primary Industries and Energy Research and Development Act 1989*;must not exceed the total of:
 - (c) the sum of the amounts paid to the Authority under paragraphs 32(ae) and (ag) of this Act, less the sum of:
 - (i) any refunds required to be paid by the Commonwealth in respect of amounts that have been paid or overpaid to the Commonwealth by way of the research component of wine grapes levy; and

- (ii) any refunds required to be paid by the Commonwealth in respect of amounts that have been paid or overpaid to the Commonwealth by way of grapes research levy; and
 - (d) the sum of the amounts paid to the Grape and Wine Research and Development Corporation before the commencement of this section under subparagraphs 30(1)(a)(i) and (ii) of the *Primary Industries and Energy Research and Development Act 1989*, less the sum of any refunds in relation to research components of levies attached to the Grape and Wine Research and Development Corporation.
- (2) An expression used in paragraph (1)(d) of this section has the same meaning as it had in the *Primary Industries and Energy Research and Development Act 1989* as in force immediately before the commencement of this section.

32B Retention limit for Commonwealth's matching payments

- (1) For the purposes of this section, ***gross value of production***, in relation to a financial year, means the gross value of production, for that financial year, of the goods that are produce of the grape industry and the wine industry.
- (2) If:
- (a) before the end of 31 October next following a financial year, the Minister determines the amount of the gross value of production in relation to the financial year; and
 - (b) as at the end of 31 October next following the financial year, the sum of the amounts that were paid to the Authority during the financial year under paragraph 32(ai) exceeds 0.5% of the amount of the gross value of production in relation to the financial year as determined by the Minister;
- the Authority must pay to the Commonwealth an amount equal to the excess.
- (3) If:
- (a) before the end of 31 October next following a financial year, the Minister has not determined under subsection (2) the amount of the gross value of production in relation to a financial year; and

- (b) the Minister has determined under subsection (2) the amount of the gross value of production in relation to the previous financial year;
the Minister is taken to have made, immediately before the end of that 31 October, a determination under subsection (2) that the amount of the gross value of production in relation to the financial year is equal to the amount of the gross value of production determined under subsection (2) for the previous financial year.
- (4) The Minister may, on behalf of the Commonwealth, set off an amount payable by the Authority under subsection (2) against an amount that is payable to the Authority under paragraph 32(ai).
- (5) A determination made under subsection (2) is not a legislative instrument.
- (6) The regulations may provide for the manner in which the Minister is to determine the amount of the gross value of production for a financial year.

113 Section 33 (heading)

Omit “Corporation”, substitute “the Authority”.

114 Subsections 33(1) and (2)

Repeal the subsections.

115 Subsection 33(3)

Omit “Corporation”, substitute “Authority”.

116 Paragraph 33(4)(b)

Omit “Corporation’s”, substitute “general”.

117 Subsection 33(4)

Omit “Corporation”, substitute “Authority”.

118 At the end of section 33

Add:

- (5) If:
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- (a) a refund is made by the Commonwealth under section 18 of the *Primary Industries Levies and Charges Collection Act 1991* in respect of an amount; and
 - (b) the amount has been paid or overpaid to the Commonwealth by way of the research component of wine grapes levy;
- the Authority must pay to the Commonwealth an amount equal to the amount of the refund.

(6) If:

- (a) a refund is made by the Commonwealth under section 18 of the *Primary Industries Levies and Charges Collection Act 1991* in respect of an amount; and
 - (b) the amount has been paid or overpaid to the Commonwealth by way of grapes research levy;
- the Authority must pay to the Commonwealth an amount equal to the amount of the refund.

119 Section 34

Omit “Corporation” (wherever occurring), substitute “Authority”.

120 Section 34A (heading)

Omit “Corporation”, substitute “Authority”.

121 Section 34A

Omit “Corporation” (wherever occurring), substitute “Authority”.

122 Section 34B

Omit “Corporation”, substitute “Authority”.

123 Section 35 (heading)

Omit “Corporation”, substitute “the Authority”.

124 Section 35

Omit “Corporation” (first and second occurring), substitute “Authority”.

125 Paragraph 35(1)(a)

Omit “under this Act;”, substitute “under this Act, the regulations or any other law; and”.

126 Paragraph 35(1)(aa)

Omit “Corporation Selection Committee” (wherever occurring), substitute “Authority Selection Committee”.

127 At the end of paragraph 35(1)(aa)

Add “and”.

128 Paragraph 35(1)(ab)

Repeal the paragraph, substitute:

- (ab) in payment to the Commonwealth of amounts payable under subsection 32B(2); and
- (ac) for the purposes of funding grape or wine research and development activities included in the broad groupings of grape or wine research and development activities specified in an annual operational plan in force when the relevant payments are made; and
- (ad) in payment to the Commonwealth of amounts payable under section 36; and

129 Paragraph 35(1)(c)

Omit “Corporation”, substitute “Authority”.

130 At the end of paragraph 35(1)(c)

Add “, the regulations or any other law”.

131 After subsection 35(1)

Insert:

- (1A) Money paid to the Authority under paragraph 32(ae) or (ag) may be applied only for the following purposes:
 - (a) funding grape or wine research and development activities included in the broad groupings of grape or wine research and development activities specified in an annual operational plan in force when the relevant payments are made;
 - (b) paying or discharging so much of the expenses, charges, obligations and liabilities incurred or undertaken by the Authority as are attributable to:

- (i) the performance of its functions relating to grape or wine research and development; or
- (ii) the exercise of its powers relating to grape or wine research and development;
- (c) paying to the Commonwealth amounts payable under subsection 32B(2);
- (d) paying to the Commonwealth amounts payable under subsection 33(5) or (6);
- (e) paying to the Commonwealth amounts payable under section 36, where the amounts are in respect of the collection or recovery of amounts referred to in paragraph 32(ae) or (ag).

132 Subsection 35(2)

Omit “Subsection (1) does not”, substitute “Subsections (1) and (1A) do not”.

133 Subsection 35(2)

Omit “Corporation”, substitute “Authority”.

134 After section 35

Insert:

36 Commonwealth to be paid levy expenses etc.

The Authority must pay to the Commonwealth amounts equal to the expenses incurred by the Commonwealth in relation to:

- (a) the collection or recovery of amounts referred to in paragraph 32(aa), (ab), (ac), (ad), (ae), (af), (ag) or (ah); and
- (b) the administration of section 32.

135 Section 38

Before “The report”, insert “(1)”.

136 Section 38

Omit “members”, substitute “directors”.

137 Section 38

Omit “Corporation”, substitute “Authority”.

138 At the end of section 38

Add:

- (2) The report prepared by the directors under section 9 of the *Commonwealth Authorities and Companies Act 1997* on the operations of the Authority for a period must include:
- (a) particulars of:
- (i) the grape or wine research and development activities that the Authority coordinated or funded, wholly or partly, during the period; and
 - (ii) the amount that the Authority spent during the period in relation to each of those activities; and
 - (iii) which (if any) of those activities related to ecologically sustainable development; and
 - (iv) the impact of those activities on the grape industry and the wine industry; and
 - (v) the entering into of agreements under section 10A during the period, and the Authority’s activities during the period in relation to agreements entered into under that section during or before the period; and
 - (vi) the entering into of agreements under section 10B during the period, and the Authority’s activities during the period in relation to agreements entered into under that section during or before the period; and
 - (vii) the making of grants under section 10C during the period; and
 - (viii) the Authority’s activities during the period in relation to applying for patents for inventions, commercially exploiting patented inventions and granting licences under patented inventions; and
 - (ix) the activities of any companies in which the Authority has an interest; and
 - (x) any activities relating to the formation of a company; and

- (xi) significant acquisitions and dispositions of real property by the Authority during the period; and
 - (b) an assessment of the extent to which the Authority's operations during the period have:
 - (i) achieved the Authority's objectives as stated in its corporate plan; and
 - (ii) implemented the annual operational plan applicable to the period; and
 - (c) an assessment of the extent to which the Authority has, during the period, contributed to the attainment of the objects of this Act as set out in section 3.
- (3) The report prepared by the directors under section 9 of the *Commonwealth Authorities and Companies Act 1997* on the operations of the Authority for a period must be published on the Authority's website as soon as practicable after the report is tabled in the House of Representatives.

139 After section 38

Insert:

38A Accountability to representative organisations

- (1) As soon as practicable after the report prepared by the directors under section 9 of the *Commonwealth Authorities and Companies Act 1997* on the operations of the Authority for a period has been given to the responsible Minister (within the meaning of that section), the Chair of the Authority must:
- (a) provide copies of the report to each representative organisation; and
 - (b) make arrangements with each of those organisations to attend:
 - (i) the organisation's annual conference; or
 - (ii) a meeting of the organisation's executive;for the purposes set out in subsection (2).
- (2) The purposes mentioned in paragraph (1)(b) are as follows:
- (a) to enable the report to be considered;
 - (b) to enable the Chair to deliver an address in relation to:

- (i) the Authority's activities in the period to which the report relates; and
- (ii) the Authority's intended activities in the financial year next following the end of that period;
- (c) to enable the Chair to be questioned about those activities.

140 Section 39

Omit "Corporation" (wherever occurring), substitute "Authority".

141 Section 39ZAA (heading)

Omit "Corporation", substitute "Authority".

142 Subsection 39ZAA(1)

Omit "Corporation" (wherever occurring), substitute "Authority".

143 Section 39ZAC (heading)

Omit "Corporation", substitute "Authority".

144 Section 39ZAC

Omit "Corporation" (wherever occurring), substitute "Authority".

145 Subparagraph 39ZAC(c)(i)

Omit "Corporation's", substitute "Authority's".

146 Section 39ZA

Omit "Corporation" (wherever occurring), substitute "Authority".

147 Section 39ZB

Omit "Corporation" (wherever occurring), substitute "Authority".

148 Section 39ZJ (heading)

Omit "Corporation", substitute "Authority".

149 Section 39ZJ

Omit "Corporation" (wherever occurring), substitute "Authority".

150 Section 39ZK (heading)

Omit “Corporation”, substitute “Authority”.

151 Paragraph 39ZK(a)

Omit “Corporation”, substitute “Authority”.

152 Paragraph 39ZK(b)

Omit “member of the Corporation”, substitute “director of the Authority”.

153 Paragraph 39ZK(c)

Omit “Corporation”, substitute “Authority”.

154 Section 39ZL (heading)

Omit “Corporation”, substitute “Authority”.

155 Paragraphs 39ZL(1)(c), (d) and (e)

Repeal the paragraphs, substitute:

(c) grapes research levy.

156 Subsection 39ZL(2)

Omit “Corporation” (wherever occurring), substitute “Authority”.

157 Paragraph 40K(1)(a)

Omit “Corporation”, substitute “Authority”.

158 Subsection 40Y(2)

Omit “*Wine Australia Corporation Act 1980*” (wherever occurring), substitute “*Australian Grape and Wine Authority Act 2013*”.

159 Subsection 40Z(2)

Omit “Chairperson of the Corporation”, substitute “Chair of the Authority”.

160 Section 40ZAC

Omit “Corporation” (wherever occurring), substitute “Authority”.

161 Subsection 40ZAI(2)

Omit “Chairperson of the Corporation”, substitute “Chair of the Authority”.

162 Section 40ZAJ

Omit “Corporation” (wherever occurring), substitute “Authority”.

163 Subsection 40ZAP(2)

Omit “Chairperson of the Corporation”, substitute “Chair of the Authority”.

164 Section 40ZA

Omit “Corporation” (wherever occurring), substitute “Authority”.

165 Paragraph 40ZB(e)

Omit “Corporation”, substitute “Authority”.

166 Section 40ZD

Omit “Corporation” (wherever occurring), substitute “Authority”.

167 Section 41A (heading)

Omit “Corporation etc.”, substitute “Geographical Indications Committee etc.”.

168 Paragraph 41A(1)(a)

Repeal the paragraph.

169 Paragraph 41A(1)(c)

Omit “member of the Corporation”, substitute “director of the Authority”.

170 Subsection 41A(5)

Omit “Corporation”, substitute “Authority”.

171 Subsection 43(1)

Omit “Corporation”, substitute “Authority”.

172 Subsection 43(1)

Omit “common”.

173 Subsections 43(2) and (3)

Omit “Corporation”, substitute “Authority”.

174 Paragraph 44AB(3)(a)

Omit “Corporation”, substitute “Authority”.

175 Section 46

Omit “Corporation” (wherever occurring), substitute “Authority”.

176 Part VIII

Repeal the Part.

177 Paragraph 2(1)(a) of the Schedule

Omit “Chairperson of the Corporation in accordance with a resolution of the Corporation”, substitute “Chair of the Authority in accordance with a resolution of the Authority”.

178 Paragraphs 2(1)(b) and (c) of the Schedule

Omit “Chairperson of the Corporation”, substitute “Chair of the Authority”.

179 Clauses 3, 4 and 6 of the Schedule

Omit “Chairperson of the Corporation” (wherever occurring), substitute “Chair of the Authority”.

180 Clause 7 of the Schedule

Omit “Corporation” (wherever occurring), substitute “Authority”.

181 Subclause 8(1) of the Schedule

Omit “Chairperson of the Corporation”, substitute “Chair of the Authority”.

182 Clauses 9 and 11 of the Schedule

Omit “Corporation” (wherever occurring), substitute “Authority”.

Schedule 1 Amendments

Part 2 Amendments commencing on 1 July 2014

183 Clause 12 of the Schedule (heading)

Omit “Corporation’s”, substitute “Authority’s”.

184 Clause 12 of the Schedule

Omit “Corporation” (wherever occurring), substitute “Authority”.

185 Clause 12 of the Schedule

Omit “section 63H of the *Audit Act 1901*”, substitute “section 9 of the *Commonwealth Authorities and Companies Act 1997*”.

Schedule 2—Transitional provisions

Part 1—Introduction

1 Definitions

In this Schedule:

asset means:

- (a) any legal or equitable estate or interest in real or personal property, whether actual, contingent or prospective; and
- (b) any right, power, privilege or immunity, whether actual, contingent or prospective.

assets official, in relation to an asset other than land, means the person or authority who:

- (a) under a law of the Commonwealth, a State or a Territory; or
- (b) under a trust instrument; or
- (c) otherwise;

has responsibility for keeping a register in relation to assets of the kind concerned.

final reporting period means the financial year ending immediately before the transition time.

land means any legal or equitable estate or interest in real property, whether actual, contingent or prospective.

land registration official, in relation to land, means the Registrar of Titles or other proper officer of the State or Territory in which the land is situated.

liability means any liability, duty or obligation, whether actual, contingent or prospective.

transition time means the commencement of Part 2 of Schedule 1.

Part 2—Establishment of the Australian Grape and Wine Authority etc.

2 Consultants to assist with preparations

Eligible director

- (1) For the purposes of this item, a person is an *eligible director* if the person is appointed as a director of the Australian Grape and Wine Authority before the transition time in accordance with section 4 of the *Acts Interpretation Act 1901*.

Consultants

- (2) The Minister may, on behalf of the Commonwealth, engage eligible directors as consultants to assist with preparations for the establishment of the Australian Grape and Wine Authority.
- (3) The Minister may, on behalf of the Commonwealth, engage persons having suitable qualifications and experience as consultants to assist with preparations for the engagement by the Australian Grape and Wine Authority of a person to be its principal employee (however described).
- (4) The Minister must not engage a consultant under subitem (3) unless the Minister does so at the request of the consultants mentioned in subitem (2).
- (5) The consultants mentioned in subitems (2) and (3) are to be engaged on the terms and conditions that the Minister determines in writing.
- (6) The daily rate of remuneration payable to a consultant engaged under this item must not exceed the maximum daily rate of remuneration payable to a member of the Wine Australia Corporation Selection Committee.
- (7) The travel allowances payable to a consultant engaged under this item must not exceed the maximum travel allowances payable to a member of the Wine Australia Corporation Selection Committee.

3 Reimbursement of consultant expenses

After the transition time, the Australian Grape and Wine Authority must pay to the Commonwealth amounts equal to the expenses incurred by the Commonwealth (whether before or after the transition time) in relation to the engagement of consultants under item 2.

4 Wine Australia Corporation to assist with preparations

- (1) The functions of the Wine Australia Corporation include the function of assisting with preparations for the establishment of the Australian Grape and Wine Authority.
- (2) Despite anything in the *Wine Australia Corporation Act 1980*, money of the Wine Australia Corporation may be applied in payment or discharge of the expenses, charges, obligations and liabilities incurred or undertaken by the Wine Australia Corporation in, or in connection with, the performance of the function conferred by subitem (1).
- (3) Subsection 3(2) of the *Wine Australia Corporation Act 1980* does not apply in relation to the performance of the function conferred by subitem (1).

5 Grape and Wine Research and Development Corporation to assist with preparations

The functions of the Grape and Wine Research and Development Corporation include assisting with preparations for the establishment of the Australian Grape and Wine Authority.

Note: Paragraph 33(1)(b) of the *Primary Industries and Energy Research and Development Act 1989* allows the Grape and Wine Research and Development Corporation to spend its money in the performance of its functions.

6 Wine Australia Corporation to pay 50% of the expenses of the Authority Selection Committee

- (1) The Wine Australia Corporation must pay 50% of the expenses, charges, obligations and liabilities incurred or undertaken before the transition time by:
 - (a) the Presiding Member of the Australian Grape and Wine Authority Selection Committee; or
 - (b) the Australian Grape and Wine Authority Selection Committee;

in or in connection with the performance of the functions, or the exercise of the powers, of the Australian Grape and Wine Authority Selection Committee under the *Wine Australia Corporation Act 1980*.

- (2) Despite anything in the *Wine Australia Corporation Act 1980*, money of the Wine Australia Corporation may be applied in making payments that the Wine Australia Corporation is required to make under subitem (1).

7 Grape and Wine Research and Development Corporation to pay 50% of the expenses of the Authority Selection Committee

- (1) The Grape and Wine Research and Development Corporation must pay 50% of the expenses, charges, obligations and liabilities incurred or undertaken before the transition time by:
- (a) the Presiding Member of the Australian Grape and Wine Authority Selection Committee; or
 - (b) the Australian Grape and Wine Authority Selection Committee;

in or in connection with the performance of the functions, or the exercise of the powers, of the Australian Grape and Wine Authority Selection Committee under the *Wine Australia Corporation Act 1980*.

- (2) Despite anything in the *Primary Industries and Energy Research and Development Act 1989*, money of the Grape and Wine Research and Development Corporation may be applied in making payments that the Grape and Wine Research and Development Corporation is required to make under subitem (1).

8 Appointment process for the first directors of the Australian Grape and Wine Authority

Scope

- (1) This item applies to the appointments of persons as directors (other than the Chair) of the Australian Grape and Wine Authority if the appointments are to be made before the transition time in accordance with section 4 of the *Acts Interpretation Act 1901*.
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Modifications to appointment process—nominations by Authority Selection Committee not required

- (2) The Minister may, by writing, determine that subsection 14(4) of the *Australian Grape and Wine Authority Act 2013* (as amended by Schedule 1 to this Act) does not apply to those appointments.

Note: Subsection 14(4) of that Act requires appointments of directors (other than the Chair) to be made from persons nominated by the Australian Grape and Wine Authority Selection Committee.

- (3) If the Minister makes a determination under subitem (2), the Minister must, before making such an appointment, consult each representative organisation.
- (4) A determination under subitem (2) is not a legislative instrument.

9 Appointments of members of the Australian Grape and Wine Authority Selection Committee

If the Minister makes a determination under subitem 8(2), the Minister is not required to appoint members of the Australian Grape and Wine Authority Selection Committee before the transition time.

10 Number of directors of the Australian Grape and Wine Authority during its first 12 months of operation

Before 1 July 2015, paragraph 13(b) of the *Australian Grape and Wine Authority Act 2013* (as amended by Schedule 1 to this Act) has effect as if:

- (a) “at least 5, and not more than 7,” were omitted; and
(b) “7” were substituted.

11 Initial appointments of directors of the Australian Grape and Wine Authority must end before 1 July 2015

Scope

- (1) This item applies to the appointment of a person as a director of the Australian Grape and Wine Authority if the period specified in the instrument of appointment begins before 1 July 2015.

Period of appointment

- (2) The period specified in the instrument of appointment must end before 1 July 2015.

12 Continuity of initial appointments of directors of the Australian Grape and Wine Authority

Scope

- (1) This item applies to the appointment of a person as a director of the Australian Grape and Wine Authority if the period specified in the instrument of appointment begins before 1 July 2015.

Continuity

- (2) If the appointment is to be made before the transition time in accordance with section 4 of the *Acts Interpretation Act 1901*:
- (a) the Minister; and
 - (b) if subsection 14(4) of the *Australian Grape and Wine Authority Act 2013* (as amended by Schedule 1 to this Act) applies to the appointment—the Australian Grape and Wine Authority Selection Committee;

must have regard to the desirability of ensuring that:

- (c) the person is a member of the Wine Australia Corporation when the appointment is made; or
 - (d) the person is a director of the Grape and Wine Research and Development Corporation when the appointment is made.
- (3) If the appointment is to be made after the transition time:
- (a) the Minister; and
 - (b) if subsection 14(4) of the *Australian Grape and Wine Authority Act 2013* (as amended by Schedule 1 to this Act) applies to the appointment—the Australian Grape and Wine Authority Selection Committee;

must have regard to the desirability of ensuring that:

- (c) the person was a member of the Wine Australia Corporation immediately before the transition time; or
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- (d) the person was a director of the Grape and Wine Research and Development Corporation immediately before the transition time.

Part 3—Transfer of assets and liabilities

13 Vesting of assets of the Wine Australia Corporation or the Grape and Wine Research and Development Corporation

- (1) This item applies to the assets of the Wine Australia Corporation or the Grape and Wine Research and Development Corporation immediately before the transition time.
- (2) At the transition time, the assets cease to be assets of the Wine Australia Corporation or the Grape and Wine Research and Development Corporation and become assets of the Australian Grape and Wine Authority without any conveyance, transfer or assignment. The Australian Grape and Wine Authority becomes the successor in law in relation to the assets.

14 Vesting of liabilities of the Wine Australia Corporation or the Grape and Wine Research and Development Corporation

- (1) This item applies to the liabilities of the Wine Australia Corporation or the Grape and Wine Research and Development Corporation immediately before the transition time.
- (2) At the transition time, the liabilities cease to be liabilities of the Wine Australia Corporation or the Grape and Wine Research and Development Corporation and become liabilities of the Australian Grape and Wine Authority without any conveyance, transfer or assignment. The Australian Grape and Wine Authority becomes the successor in law in relation to the liabilities.

15 Transfers of land may be registered

- (1) This item applies if:
 - (a) any land vests in the Australian Grape and Wine Authority under this Part; and
 - (b) there is lodged with a land registration official a certificate that:
 - (i) is signed by the Minister; and
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- (ii) identifies the land, whether by reference to a map or otherwise; and
 - (iii) states that the land has become vested in the Australian Grape and Wine Authority under this Part.
- (2) The land registration official may:
 - (a) register the matter in a way that is the same as, or similar to, the way in which dealings in land of that kind are registered; and
 - (b) deal with, and give effect to, the certificate.
- (3) A certificate under paragraph (1)(b) is not a legislative instrument.

16 Certificates relating to vesting of assets other than land

- (1) This item applies if:
 - (a) any asset other than land vests in the Australian Grape and Wine Authority under this Part; and
 - (b) there is lodged with an assets official a certificate that:
 - (i) is signed by the Minister; and
 - (ii) identifies the asset; and
 - (iii) states that the asset has become vested in the Australian Grape and Wine Authority under this Part.
- (2) The assets official may:
 - (a) deal with, and give effect to, the certificate as if it were a proper and appropriate instrument for transactions in relation to assets of that kind; and
 - (b) make such entries in the register as are necessary having regard to the effect of this Part.
- (3) A certificate under paragraph (1)(b) is not a legislative instrument.

Part 4—Transfer of other matters

17 Transitional—acts of the Wine Australia Corporation or the Grape and Wine Research and Development Corporation to be attributed to the Australian Grape and Wine Authority

- (1) This item applies to anything done by, or in relation to, the Wine Australia Corporation or the Grape and Wine Research and Development Corporation before the transition time.
- (2) After the transition time, the thing has effect as if it had been done by, or in relation to, the Australian Grape and Wine Authority.

18 Substitution of the Australian Grape and Wine Authority as a party to certain pending proceedings

- (1) This item applies if any proceedings to which the Wine Australia Corporation or the Grape and Wine Research and Development Corporation was a party were pending in any court or tribunal immediately before the transition time.
- (2) The Australian Grape and Wine Authority is substituted for the Wine Australia Corporation or the Grape and Wine Research and Development Corporation, from the transition time, as a party to the proceedings.

19 Transitional—transfer of records to the Australian Grape and Wine Authority

- (1) This item applies to any records or documents that were in possession of the Wine Australia Corporation or the Grape and Wine Research and Development Corporation immediately before the transition time.
- (2) The records and documents are to be transferred to the Australian Grape and Wine Authority after the transition time.

Note: The records and documents are Commonwealth records for the purposes of the *Archives Act 1983*.

20 Transitional—transfer of Ombudsman investigations

If:

- (a) before the transition time, a complaint was made to the Ombudsman, or the Ombudsman began an investigation, under the *Ombudsman Act 1976* in relation to an action taken by the Wine Australia Corporation or the Grape and Wine Research and Development Corporation; and
- (b) immediately before the transition time, the Ombudsman had not finally disposed of the matter in accordance with the *Ombudsman Act 1976*;

the *Ombudsman Act 1976* applies after the transition time as if that action had been taken by the Australian Grape and Wine Authority.

21 References in certain instruments to the Wine Australia Corporation or the Grape and Wine Research and Development Corporation

(1) If:

- (a) an instrument was in force immediately before the transition time; and
- (b) a reference is made in the instrument to the Wine Australia Corporation or the Grape and Wine Research and Development Corporation; and
- (c) the instrument is an instrument covered by one or more of the following subparagraphs:
 - (i) an instrument that was made by the Wine Australia Corporation or the Grape and Wine Research and Development Corporation;
 - (ii) an instrument to which the Wine Australia Corporation or the Grape and Wine Research and Development Corporation was a party;
 - (iii) an instrument that was given to, or in favour of, the Wine Australia Corporation or the Grape and Wine Research and Development Corporation;
 - (iv) an instrument under which any right or liability accrues or may accrue to the Wine Australia Corporation or the Grape and Wine Research and Development Corporation;

- (v) any other instrument in which a reference is made to the Wine Australia Corporation or the Grape and Wine Research and Development Corporation;

the reference has effect after the transition time as if it were a reference to the Australian Grape and Wine Authority.

- (2) In this item:

exempt instrument means:

- (a) an Act; or
- (b) an instrument made under this Act; or
- (c) the *Long Service Leave (Commonwealth Employees) Regulations 1957*.

instrument:

- (a) includes:
 - (i) a contract, deed, undertaking or agreement; and
 - (ii) a notice, authority, order or instruction; and
 - (iii) an instrument made under an Act or under regulations; but
- (b) does not include an exempt instrument.

22 Research and development agreements

- (1) If:

- (a) an agreement was entered into by the Grape and Wine Research and Development Corporation under section 13 of the *Primary Industries and Energy Research and Development Act 1989*; and
- (b) the agreement was in force immediately before the transition time;

then, after the transition time, the agreement has effect as if it had been entered into by the Australian Grape and Wine Authority under section 10A of the *Australian Grape and Wine Authority Act 2013* (as amended by Schedule 1 to this Act).

- (2) If:

- (a) an agreement was entered into by the Grape and Wine Research and Development Corporation under section 14 of
-

the *Primary Industries and Energy Research and Development Act 1989*; and

- (b) the agreement was in force immediately before the transition time;

then, after the transition time, the agreement has effect as if it had been entered into by the Australian Grape and Wine Authority under section 10B of the *Australian Grape and Wine Authority Act 2013* (as amended by Schedule 1 to this Act).

- (3) This item does not limit item 17 or 21.

23 Transfer of appropriated money

- (1) For the purposes of the operation of an Appropriation Act after the transition time, references to the Wine Australia Corporation or the Grape and Wine Research and Development Corporation are to be read as references to the Australian Grape and Wine Authority.

- (2) In this item:

Appropriation Act means an Act appropriating money for expenditure out of the Consolidated Revenue Fund.

Part 5—Reporting obligations

24 Final annual report of the Wine Australia Corporation

- (1) The directors of the Australian Grape and Wine Authority must prepare a report in accordance with Schedule 1 to the *Commonwealth Authorities and Companies Act 1997* for the Wine Australia Corporation for the final reporting period.
- (2) The report must include the material described in section 38 of the *Wine Australia Corporation Act 1980* as in force immediately before the transition time.
- (3) Schedule 1 to the *Commonwealth Authorities and Companies Act 1997*, and the Finance Minister's Orders referred to in that Schedule, apply in relation to the report as if:
 - (a) references in that Schedule, or those Orders, to the directors were references to the directors of the Australian Grape and Wine Authority; and
 - (b) references in that Schedule, or those Orders, to an annual report were references to the report; and
 - (c) references in that Schedule, or those Orders, to a financial year were references to the final reporting period.
- (4) The directors of the Australian Grape and Wine Authority must give the report to the Minister by the 15th day of the fourth month after the end of the final reporting period. The Minister may grant an extension of time in special circumstances.
- (5) The Minister must table the report in each House of the Parliament as soon as practicable.
- (6) The Australian Grape and Wine Authority must publish the report on the Authority's website as soon as practicable after the report is tabled in the House of Representatives.

25 Final annual report of the Grape and Wine Research and Development Corporation

- (1) The directors of the Australian Grape and Wine Authority must prepare a report in accordance with Schedule 1 to the *Commonwealth*
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Authorities and Companies Act 1997 for the Grape and Wine Research and Development Corporation for the final reporting period.

- (2) The report must include the material described in section 28 of the *Primary Industries and Energy Research and Development Act 1989* as in force immediately before the transition time.
- (3) Schedule 1 to the *Commonwealth Authorities and Companies Act 1997*, and the Finance Minister's Orders referred to in that Schedule, apply in relation to the report as if:
 - (a) references in that Schedule, or those Orders, to the directors were references to the directors of the Australian Grape and Wine Authority; and
 - (b) references in that Schedule, or those Orders, to an annual report were references to the report; and
 - (c) references in that Schedule, or those Orders, to a financial year were references to the final reporting period.
- (4) The directors of the Australian Grape and Wine Authority must give the report to the Minister by the 15th day of the fourth month after the end of the final reporting period. The Minister may grant an extension of time in special circumstances.
- (5) The Minister must table the report in each House of the Parliament as soon as practicable.
- (6) The Australian Grape and Wine Authority must publish the report on the Authority's website as soon as practicable after the report is tabled in the House of Representatives.

26 Contravention of final annual reporting requirement

- (1) If a final annual reporting requirement is contravened, each director of the Australian Grape and Wine Authority who:
 - (a) caused the contravention; or
 - (b) failed to take all reasonable steps to comply with the requirement, or secure compliance with the requirement;contravenes this subitem.
- (2) Schedule 2 to the *Commonwealth Authorities and Companies Act 1997* applies in relation to a contravention of subitem (1) of this item as if:

- (a) subitem (1) of this item were a civil penalty provision specified in clause 1 of that Schedule; and
 - (b) subparagraphs 3(1)(b)(i) and (ii), clauses 4 and 5, subclause 6(2) and paragraph 11(c) of that Schedule were omitted; and
 - (c) the reference to “or a compensation order” in subclause 6(1) were omitted.
- (3) If a contravention of a final annual reporting requirement consists of an omission from the financial statements, it is a defence if the defendant proves that the information omitted was immaterial and did not affect the giving of a true and fair view of the matters required by the Finance Minister’s Orders to be included in the statements.
- (4) In this item:
final annual reporting requirement means subitem 24(1), (2) or (4) or 25(1), (2) or (4) of this Schedule.

Part 6—Employees

27 Terms and conditions of employment

- (1) For the purposes of this item, a person is a *transferring employee* if the person was employed by the Wine Australia Corporation or the Grape and Wine Research and Development Corporation immediately before the transition time.
- (2) At the transition time, a transferring employee:
 - (a) ceases to be an employee of the Wine Australia Corporation or the Grape and Wine Research and Development Corporation; and
 - (b) becomes an employee of the Australian Grape and Wine Authority.
- (3) A transferring employee is taken to have been engaged by the Australian Grape and Wine Authority on the same terms and conditions as those that applied to the transferring employee, immediately before the transition time, as an employee of the Wine Australia Corporation or the Grape and Wine Research and Development Corporation.
- (4) This item does not prevent the terms and conditions of a transferring employee's employment after the transition time from being varied:
 - (a) in accordance with those terms and conditions; or
 - (b) by or under a law, award, determination or agreement.
- (5) A transferring employee is not entitled to receive any payment or other benefit merely because he or she stopped being an employee of the Wine Australia Corporation or the Grape and Wine Research and Development Corporation as a result of this item.
- (6) In this item:

terms and conditions means terms and conditions that are set out in:

 - (a) a contract of employment; or
 - (b) a workplace instrument (within the meaning of the *Fair Work Act 2009*).

vary, in relation to terms and conditions, includes:

 - (a) omit any of those terms and conditions; or

- (b) add to those terms and conditions; or
- (c) substitute new terms or conditions for any of those terms and conditions.

28 Accrued entitlements

- (1) This item applies to a person if:
 - (a) the person was employed by the Wine Australia Corporation or the Grape and Wine Research and Development Corporation immediately before the transition time; and
 - (b) at the transition time, the person becomes an employee of the Australian Grape and Wine Authority.
- (2) The person is taken to have accrued an entitlement to benefits, in connection with the person's employment with the Australian Grape and Wine Authority, that is equivalent to the entitlement that the person had as an employee of the Wine Australia Corporation or the Grape and Wine Research and Development Corporation immediately before the transition time.
- (3) The service of the person as an employee of the Wine Australia Corporation or the Grape and Wine Research and Development Corporation is taken, for all purposes, to have been continuous with his or her service as an employee of the Australian Grape and Wine Authority.

29 *Safety, Rehabilitation and Compensation Act 1988*— rehabilitation provisions

- (1) This item applies if, before the transition time, an employee of the Wine Australia Corporation or the Grape and Wine Research and Development Corporation suffered an injury resulting in an incapacity for work or an impairment.
- (2) Sections 36, 37, 38, 39, 41 and 41A of the *Safety, Rehabilitation and Compensation Act 1988* apply after the transition time, in relation to the injury, as if the employee were employed by the Australian Grape and Wine Authority.

Note: The main effect of subitem (2) is that sections 36, 37, 38, 39, 41 and 41A of the *Safety, Rehabilitation and Compensation Act 1988* apply in relation to the employee's injury as if the principal officer of the Australian Grape and Wine Authority were the rehabilitation authority.

- (3) After the transition time, the Australian Grape and Wine Authority is, for the purposes of section 40 of the *Safety, Rehabilitation and Compensation Act 1988*, taken to be the relevant employer of the employee.

Part 7—Finance

30 Payments to the Authority

Paragraphs 32(aa) to (ah) of the *Australian Grape and Wine Authority Act 2013* (as amended by Schedule 1 to this Act) apply to:

- (a) an amount received by the Commonwealth after the transition time; and
- (b) an amount received by the Commonwealth before the transition time, where no payment was made by the Commonwealth in respect of that amount before the transition time to:
 - (i) the Wine Australia Corporation; or
 - (ii) the Grape and Wine Research and Development Corporation.

31 Payments by the Authority to the Commonwealth

(1) Subsections 33(3) and (4) of the *Australian Grape and Wine Authority Act 2013* (as amended by Schedule 1 to this Act) apply to:

- (a) a refund made after the transition time; and
- (b) a refund made before the transition time, where the amount so refunded was not recovered by the Commonwealth from the Wine Australia Corporation before the transition time.

(2) Subsections 33(5) and (6) of the *Australian Grape and Wine Authority Act 2013* (as amended by Schedule 1 to this Act) apply to:

- (a) a refund made after the transition time; and
- (b) a refund made before the transition time, where the amount so refunded was not recovered by the Commonwealth from the Grape and Wine Research and Development Corporation before the transition time.

32 Commonwealth to be paid levy expenses

Section 36 of the *Australian Grape and Wine Authority Act 2013* (as amended by Schedule 1 to this Act) applies to:

- (a) an expense incurred after the transition time; and
 - (b) an expense incurred before the transition time, where the expense was not reimbursed by:
-

- (i) the Wine Australia Corporation; or
 - (ii) the Grape and Wine Research and Development Corporation;
- before the transition time.

33 Application of money transferred from Grape and Wine Research and Development Corporation etc.

Protected money and protected investments

- (1) For the purposes of this item:
 - (a) if, at the transition time, money of the Grape and Wine Research and Development Corporation becomes money of the Australian Grape and Wine Authority, the money is ***protected money***; and
 - (b) if, at the transition time, an investment of the Grape and Wine Research and Development Corporation becomes an investment of the Australian Grape and Wine Authority, the investment is a ***protected investment***.

Note: See item 13 in relation to transfer of assets.

Application of protected money and protected investments etc.

- (2) After the transition time, the Australian Grape and Wine Authority may apply:
 - (a) protected money; or
 - (b) money that is derived from a protected investment; or
 - (c) money that represents the proceeds of the realisation of a protected investment; or
 - (d) money that is attributable, directly or indirectly, to money covered by paragraph (a), (b) or (c);only for the purposes mentioned in subsection 35(1A) of the *Australian Grape and Wine Authority Act 2013* (as amended by Schedule 1 to this Act).
- (3) Subitem (2) does not prevent:
 - (a) the investment of surplus money of the Australian Grape and Wine Authority under section 19 of the *Commonwealth Authorities and Companies Act 1997*; or

(b) the reinvestment of the proceeds of an investment.

34 Funding of grape or wine research and development activities before first annual operational plan is developed

Until the first annual operational plan is developed by the Australian Grape and Wine Authority, paragraphs 35(1)(ac) and 35(1A)(a) of the *Australian Grape and Wine Authority Act 2013* (as amended by Schedule 1 to this Act) have effect as if the words “included in the broad groupings of grape or wine research and development activities specified in an annual operational plan in force when the relevant payments are made” were omitted.

Part 8—Annual general meetings and accountability

35 Annual general meeting in the first financial year

- (1) Section 29X of the *Australian Grape and Wine Authority Act 2013* (as amended by Schedule 1 to this Act) does not apply to an annual general meeting convened in the financial year beginning on 1 July 2014.
- (2) The purpose of an annual general meeting convened in the financial year beginning on 1 July 2014 is to provide an opportunity for eligible producers:
 - (a) to consider:
 - (i) the report for the Wine Australia Corporation for the final reporting period prepared under item 24; and
 - (ii) the report for the Grape and Wine Research and Development Corporation for the final reporting period prepared under item 25; and
 - (b) to receive an address by the Chair of the Australian Grape and Wine Authority with respect to:
 - (i) the performance of the Wine Australia Corporation in the final reporting period; and
 - (ii) the performance of the Grape and Wine Research and Development Corporation in the final reporting period; and
 - (iii) the economic outlook for the grape industry and the wine industry, and the intended activities of the Australian Grape and Wine Authority, in the year next following the final reporting period; and
 - (c) to question the directors of the Australian Grape and Wine Authority concerning any aspect of:
 - (i) the activities of the Wine Australia Corporation during the final reporting period; and
 - (ii) the activities of the Grape and Wine Research and Development Corporation during the final reporting period; and
 - (iii) the intended activities of the Australian Grape and Wine Authority; and

- (d) to debate, and vote upon, any motion relating to a matter within the responsibilities of the Australian Grape and Wine Authority.

36 Initial accountability to representative organisations to relate to the final annual report of the Grape and Wine Research and Development Corporation

- (1) As soon as practicable after the report for the Grape and Wine Research and Development Corporation for the final reporting period prepared under item 25 has been given to the Minister, the Chair of the Australian Grape and Wine Authority must:
 - (a) provide copies of the report to each representative organisation; and
 - (b) make arrangements with each of those organisations to attend:
 - (i) the organisation's annual conference; or
 - (ii) a meeting of the organisation's executive; for the purposes set out in subitem (2).
- (2) The purposes mentioned in paragraph (1)(b) are as follows:
 - (a) to enable the report to be considered;
 - (b) to enable the Chair of the Australian Grape and Wine Authority to deliver an address in relation to:
 - (i) the activities of the Grape and Wine Research and Development Corporation during the final reporting period; and
 - (ii) the Authority's intended activities in the financial year next following the final reporting period;
 - (c) to enable the Chair of the Australian Grape and Wine Authority to be questioned about those activities.

Part 9—Miscellaneous

37 Exemption from stamp duty and other State or Territory taxes

- (1) No stamp duty or other tax is payable under a law of a State or a Territory in respect of an exempt matter, or anything connected with an exempt matter.
- (2) For the purposes of this item, an *exempt matter* is:
 - (a) the vesting of an asset or liability under this Schedule; or
 - (b) the operation of this Schedule in any other respect.
- (3) The Minister may certify in writing:
 - (a) that a specified matter is an exempt matter; or
 - (b) that a specified thing was connected with a specified exempt matter.
- (4) In all courts, and for all purposes (other than for the purposes of criminal proceedings), a certificate under subitem (3) is prima facie evidence of the matters stated in the certificate.

38 Constitutional safety net

- (1) If the operation of this Schedule would result in an acquisition of property (within the meaning of paragraph 51(xxxi) of the Constitution) from a person otherwise than on just terms (within the meaning of that paragraph), the Commonwealth is liable to pay a reasonable amount of compensation to the person.
- (2) If the Commonwealth and the person do not agree on the amount of the compensation, the person may institute proceedings in a court of competent jurisdiction for the recovery from the Commonwealth of such reasonable amount of compensation as the court determines.

39 Certificates taken to be authentic

A document that appears to be a certificate made or issued under a particular provision of this Schedule:

- (a) is taken to be such a certificate; and
- (b) is taken to have been properly given;

unless the contrary is established.

40 Delegation by Minister

- (1) The Minister may, by writing, delegate all or any of his or her powers and functions under this Schedule to a person.
- (2) The delegate must be:
 - (a) the Secretary of the Department; or
 - (b) an SES employee, or acting SES employee, in the Department.

Note: *SES employee* and *acting SES employee* are defined in the *Acts Interpretation Act 1901*.

- (3) In exercising powers or functions under a delegation, the delegate must comply with any directions of the Minister.
- (4) Subitem (1) does not apply to a power to make, vary or revoke a legislative instrument.

41 Transitional rules

The Minister may, by legislative instrument, make rules in relation to transitional matters arising out of the amendments and repeals made by Schedule 1.

[*Minister's second reading speech made in—
House of Representatives on 14 November 2013
Senate on 3 December 2013*]

(205/13)
