

STATUTORY CORPORATIONS, ETC. (SPECIAL PROVISIONS) ACT

ARRANGEMENT OF SECTIONS

SECTION

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An Act to make special provisions for certain statutory corporations listed therein.

[1969 No. 34.]

[1st April, 1969]

[Commencement.]

1. **Statutory corporations, etc., affected**

(1) The statutory corporations and companies controlled by the Federal Government mentioned in subsection (2) of this section (in this Act individually referred to as "corporation affected") shall operate and have effect subject to this Act; and where constituted under any special enactment, that enactment shall be affected by this Act and be deemed to have been amended to any extent necessary to give effect hereto.

(2) The following are the statutory corporations and companies referred to in subsection (1) of this section, that is to say-

- (a) Federal Radio Corporation of Nigeria;
- (b) Nigerian Coal Corporation;
- (c) Nigerian National Shipping Line Limited;
- (d) Nigerian Ports Authority;

- (e) Nigerian Railway Corporation;
- (f) Tourist Company of Nigeria Limited;
- (g) Nigeria Airways Limited;
- (h) National Freight Company Limited;
- (i) Central Water Transportation Company Limited;
- (j) National Cargo-Handling Company Limited.

(3) The President may, if he thinks fit, from time to time by notice published in the *Federal Gazette*, extend the operation of this Act to other statutory corporations and companies controlled by the Federal Government by the inclusion of their names in subsection (2) of this section.

2. Powers of and appointments to boards of corporations affected

(1) The board of any corporation affected shall be responsible for the determination of the overall policy of the corporation, and in particular with regard to the financial, economic and operational programmes of the corporation affected, and for ensuring the implementation of such policy.

(2) The chief executive of a corporation affected, by whatever name called or known, shall be responsible for the implementation of the policy decisions of the board and for the day-to-day running of the corporation affected; and if by virtue of his office he is a member of the board, he shall continue to be a member thereof but without vote.

(3) The Minister charged with responsibility for a corporation affected (in this Act referred to as "the appropriate Minister") may give to the board of a corporation affected, directives of a general or a special nature with regard to the exercise by the corporation affected of its functions; and as the case may require, it shall be the duty of the chairman of the board and the chief executive, to comply with the directives unless matters of policy are in dispute and subsection (4) of this section applies.

(4) In the application of subsection (3) of this section, where the appropriate Minister intends to initiate a policy in so far as it relates to a corporation affected, he must consult with the chairman of the board of that corporation, and in the event of disagreement, the policy and any directive issued shall stand suspended, so however that if any part in dispute is severable from any other aspects of policy not in dispute, the policy or the directive issued shall be suspended only in respect of the part in dispute; and thereafter the policy, or the part in dispute, as the case may be, so suspended shall, after reference to it

by the appropriate Minister, be affirmed, modified, or rejected by the President as he may think fit and so direct.

(5) Appointments of members to the board of a corporation affected shall be made by the appropriate Minister only after first satisfying the President in respect thereof that the persons concerned are persons of integrity and of good standing in the community from which they are to be drawn. In addition, the President must be satisfied that such persons have the necessary ability, experience or specialised knowledge of the working of the particular corporation in respect of which appointments as aforesaid are contemplated, so as to discharge their functions of office in a manner satisfactory to the appropriate Minister.

(6) Persons, when appointed pursuant to subsection (5) of this section, shall thereafter be removable only on the grounds of misbehaviour, or inability from any cause to discharge their functions as aforesaid.

3. Composition of boards of corporations affected

(1) The board of any corporation affected-

(a) shall consist of a chairman and not more than eight other members, so however that without derogating from that number there may be *ex-officio* members (co-opted or otherwise) not exceeding at anyone time five in number; and

(b) the chairman and every member (not being an *ex-officio* member), in either case eligible for re-appointment, shall hold office for an initial period of three years (any re-appointment being for the like period) and the appointment or re-appointment, as the case may be, shall be part-time only upon and subject to other conditions of service (including remuneration) as the President through the appropriate Minister may approve or direct.

(2) The voting by *ex-officio* members shall not in any event influence decisions taken at any meeting of the board of a corporation affected.

1. Provisions as to registered companies

(1) If there is lodged with the Corporate Affairs Commission a copy of this Act together with a certificate as to any company controlled by the Federal Government that it is a corporation affected, the Commission shall file the copy and certificate without fee and when so filed the memorandum and articles of association of the company shall be deemed to be amended to the extent necessary to give effect to this Act.

(2) A certificate for the purposes of this section may be signed by the Secretary to the Government of the Federation and when purporting to be so signed shall be accepted by

all courts and persons without proof of signature, unless the contrary appears.

1. Extended meaning of “Minister”

For the avoidance of doubt, it is declared that where a function is conferred by this Act on a Minister in respect of any other enactment the reference to “Minister” where used herein shall, in proper case, include the President.

6. Short title

This Act may be cited as the Statutory Corporations, etc. (Special Provisions) Act.

SUBSIDIARY LEGISLATION

No Subsidiary Legislation