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## INFORMATION NOTE

### Legal provisions governing some key aspects of statutory bodies of cultural development projects in selected overseas places

#### 1. Background

1.1 This information note provides the Subcommittee on West Kowloon Cultural District Development with information on the legal provisions governing some key aspects of the Temple Bar Properties Limited (currently known as the Temple Bar Cultural Trust) of the Temple Bar Area<sup>1</sup> in Dublin of Ireland and the Board of Trustee of the Tate Gallery (the Tate Gallery Board)<sup>2</sup> in London of the United Kingdom (UK) to facilitate the Subcommittee's deliberation on the establishment of a statutory body to take forward the West Kowloon Cultural District Project.<sup>3</sup> The following aspects of the selected statutory bodies are highlighted in the **Table**, while the corresponding legal provisions are set out verbatim in the **Appendices**<sup>4</sup>:

- (a) functions and powers;
- (b) composition of the governing board;
- (c) financial arrangements;
- (d) land grants; and
- (e) accountability arrangements.

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<sup>1</sup> Established in 1991 under the Temple Bar Area Renewal and Development Act of 1991, the Temple Bar Properties Limited was the governing body of the Temple Bar Area until 2006 when the Company changed its name to Temple Bar Cultural Trust. The Temple Bar Cultural Trust is a not-for-profit private limited company responsible for supporting culture in the Temple Bar Area. The Temple Bar Area is a 13-hectare cultural quarter accommodating more than 3 000 residents, 400 businesses and 50 arts and cultural organizations. The Temple Bar Properties Limited was empowered by the Temple Bar Area Renewal and Development Act of 1991 to acquire any land in the Temple Bar Area for property redevelopment. It was also required by law to re-invest all its income from property redevelopment back into the Temple Bar Area through activities such as maintaining cultural centres and public places, providing subsidized working space to independent artists, and running a year-round programme of cultural events.

<sup>2</sup> The Tate Gallery Board is the governing body of the Tate Gallery, which owns four museums in the UK, namely Tate Modern, Tate Britain, Tate Liverpool and Tate St Ives. The Board is a non-departmental public body, which is not a government department. It employs its own staff and holds responsibility for its own expenditure. It is designed as an exempt charity under the Charities Act 1993 in that it receives funding from the government but can also raise funds from sponsorship, donations, legacies and ancillary charges for the services it provides.

<sup>3</sup> The Research and Library Services Division also prepares another information note entitled "Legal provisions governing some key aspects of selected statutory bodies in Hong Kong" (IN04/07-08) for the Subcommittee's reference.

<sup>4</sup> **Appendix I** sets out the relevant legal provisions governing the Temple Bar Properties Limited while **Appendix II** sets out the legal provisions governing the Tate Gallery Board.

**Table – Legal provisions governing some key aspects of the Temple Bar Properties Limited and the Tate Gallery Board**

	<b>Temple Bar Properties Limited</b>	<b>The Tate Gallery Board</b>
Enabling legislation	<ul style="list-style-type: none"> <li>• Temple Bar Area Renewal and Development Act, 1991.</li> </ul>	<ul style="list-style-type: none"> <li>• Museums and Galleries Act 1992.</li> </ul>
Functions	<ul style="list-style-type: none"> <li>• The Temple Bar Properties Limited was a development company for the Temple Bar Area.</li> <li>• See Section 9 of the Act on page 6.</li> </ul>	<ul style="list-style-type: none"> <li>• The functions of the Tate Gallery Board are to:               <ol style="list-style-type: none"> <li>(a) care for, preserve and add to the works of art and documents in their collections;</li> <li>(b) secure that the works of art are exhibited to the public;</li> <li>(c) secure that the works of art and documents are available to persons seeking to inspect them in connection with study or research; and</li> <li>(d) generally promote the public's enjoyment and understanding of British art and of the Twentieth Century and contemporary art.</li> </ol> </li> <li>• See Sections 2(2), (5), (6), (7), (8) and (9) of the Act on pages 24-25.</li> </ul>
Powers	<ul style="list-style-type: none"> <li>• The powers of the Temple Bar Properties Limited included:               <ol style="list-style-type: none"> <li>(a) entering into tenancy agreements with a person in respect of any premises in the Temple Bar Area; and deciding whether the tenants of its premises can assign, sublet or share possession of its premises;</li> <li>(b) acquiring compulsorily any land in the Temple Bar Area;</li> <li>(c) borrowing moneys; and</li> <li>(d) establishing subsidiary companies.</li> </ol> </li> <li>• See Sections 11-13 and 18 of the Act and the Third Schedule to the Act on pages 7-14.</li> </ul>	<ul style="list-style-type: none"> <li>• The powers of the Tate Gallery Board include:               <ol style="list-style-type: none"> <li>(a) entering into contracts and other agreements, and acquiring and disposing of land and other property;</li> <li>(b) forming companies, the objects of which are to produce and publish informative material relating to works of art and provide catering, car parking or other services or facilities for the public at any premises occupied or managed by the Board;</li> <li>(c) acquiring and disposing of pictures and other objects;</li> <li>(d) lending and borrowing pictures and other objects; and</li> <li>(e) transferring objects or related documents to and from certain institutions.</li> </ol> </li> <li>• See Sections 3-6 of the Act on pages 26-29.</li> </ul>

**Table – Legal provisions governing some key aspects of the Temple Bar Properties Limited and the Tate Gallery Board (cont'd)**

	<b>Temple Bar Properties Limited</b>	<b>The Tate Gallery Board</b>
Board composition		
Number of board members	<ul style="list-style-type: none"> <li>Not mentioned.</li> </ul>	<ul style="list-style-type: none"> <li>12 members.</li> <li>See Paragraph 2(1), Schedule 2 to the Act on page 30.</li> </ul>
Appointing authority	<ul style="list-style-type: none"> <li>Not mentioned.</li> </ul>	<ul style="list-style-type: none"> <li>One Board member is appointed by the National Gallery Board [the governing body of the National Gallery of the UK] from among the members of that Board and the remainder is appointed by the Prime Minister.</li> <li>See Paragraph 2(1), Schedule 2 to the Act on page 30.</li> </ul>
Appointment criteria	<ul style="list-style-type: none"> <li>Not mentioned.</li> </ul>	<ul style="list-style-type: none"> <li>At least three of the Board members must be practicing artists.</li> <li>In appointing any Board member, the Prime Minister shall have regard to the desirability of that person's having knowledge and experience which would be of use to the Board in exercising its functions.</li> <li>See Paragraph 2, Schedule 2 to the Act on pages 30-31.</li> </ul>
Appointment of the Chief Executive Officer	<ul style="list-style-type: none"> <li>Not mentioned.</li> </ul>	<ul style="list-style-type: none"> <li>The Director of the Tate Gallery is appointed by the Tate Gallery Board with the approval of the Prime Minister. The Director is responsible to the Board for the general exercise of the Board's functions.</li> <li>See Paragraphs 3(1) and (2), Schedule 2 to the Act on page 31.</li> </ul>

**Table – Legal provisions governing some key aspects of the Temple Bar Properties Limited and the Tate Gallery Board (cont'd)**

	<b>Temple Bar Properties Limited</b>	<b>The Tate Gallery Board</b>
<b>Financial arrangements</b>		
Capital	<ul style="list-style-type: none"> <li>• Not mentioned.</li> </ul>	<ul style="list-style-type: none"> <li>• The government may provide funding to the Tate Gallery Board for its expenditure.</li> <li>• See Sections 9(1) and (2) of the Act on page 32.</li> </ul>
Power to borrow money	<ul style="list-style-type: none"> <li>• The Temple Bar Properties Limited could borrow moneys under the guarantee of the Minister for Finance.</li> <li>• See Sections 13 and 14 of the Act on pages 15-16.</li> </ul>	<ul style="list-style-type: none"> <li>• Not mentioned.</li> </ul>
Other financial arrangements	<ul style="list-style-type: none"> <li>• The Prime Minister, through his or her nominees, was the sole shareholder of the Temple Bar Properties Limited.</li> <li>• The Temple Bar Properties Limited was exempt from stamp duty.</li> <li>• See Sections 10 and 18 of the Act on pages 16-17.</li> </ul>	<ul style="list-style-type: none"> <li>• The Tate Gallery Board is exempt from stamp duty.</li> <li>• See Section 8 of the Act on page 32.</li> </ul>
<b>Land grants</b>		
Relevant legal provisions	<ul style="list-style-type: none"> <li>• The Temple Bar Properties Limited could acquire any land or any interest in or right over land in the Temple Bar Area for ensuring the implementation of any scheme of development for the Area in a coherent, comprehensive and integrated manner.</li> <li>• See Section 12 and Paragraphs 2-4 and 6-10 of the Third Schedule to the Act on pages 18-22.</li> </ul>	<ul style="list-style-type: none"> <li>• The government may transfer land to the Tate Gallery Board.</li> <li>• See Section 8 of the Act on page 33.</li> </ul>

**Table – Legal provisions governing some key aspects of the Temple Bar Properties Limited and the Tate Gallery Board (cont'd)**

	<b>Temple Bar Properties Limited</b>	<b>The Tate Gallery Board</b>
Accountability arrangements		
Reporting requirement	<ul style="list-style-type: none"> <li>The Minister for Finance was required to lay before Oireachtas (the Parliament of Ireland) a statement setting out particulars of each guarantee of borrowing given by the Minister for Finance to the Temple Bar Properties Limited.</li> <li>See Section 13 of the Act on page 23.</li> </ul>	<ul style="list-style-type: none"> <li>The Tate Gallery Board must report to the Lord President of the Council<sup>5</sup> on the exercise of its functions at least every three years. The Lord President must lay the report before the UK Parliament.</li> <li>See Paragraph 7, Schedule 2 to the Act on page 34.</li> </ul>
Audit requirement	<ul style="list-style-type: none"> <li>The Comptroller and Auditor was the sole auditor of the accounts of the Temple Bar Properties Limited, and was required to present the audit reports on such accounts to the Prime Minister, who must cause the copies of such reports to be laid before Oireachtas.</li> <li>See Sections 16(1) and (2) of the Act on pages 23.</li> </ul>	<ul style="list-style-type: none"> <li>The Tate Gallery Board must send an annual statement of its accounts to the appropriate Minister, who sends the statement to the Comptroller and Auditor General, who reports on the statement and lays it before the UK Parliament.</li> <li>See Section 9 of the Act on pages 34-35.</li> </ul>

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<sup>5</sup> The Lord President of the Council is a member of the Cabinet and in charge of the Office of the Privy Council. The Privy Council, which comprises all the members of the Cabinet, former Cabinet ministers, and other distinguished persons appointed by the Sovereign, advises on the exercise of prerogative powers and certain functions assigned to The Queen.

**Appendix I**

**Temple Bar Area Renewal and Development Act, 1991**

**Functions of the Temple Bar Properties Limited**

Relevant legal provisions are as follows:

**9.** —Temple Bar Properties Limited shall be a development company for the Temple Bar Area.

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## Powers of the Temple Bar Properties Limited

Relevant legal provisions are as follows:

**11.** — (1) Notwithstanding any provision of the Landlord and Tenant Acts, 1967 to 1989, where a person (in this section referred to as the tenant) enters into a tenancy agreement with Temple Bar Properties Limited in respect of any premises in the Area then the tenant shall not assign, sublet or share possession of the said premises, or any part thereof, without the prior consent in writing of Temple Bar Properties Limited.

(2)(a) Temple Bar Properties Limited shall not unreasonably withhold its consent to any assignment, subletting or sharing of possession referred to in *subsection (1)*.

(b) For the purposes of this section Temple Bar Properties Limited shall be deemed not to be acting unreasonably in withholding its consent where the proposed assignee or sublessee of the premises or part thereof or the person with whom the tenant proposes to share possession of the premises or part thereof (as the case may be) intends to use the said premises or such part for a use or activity which, having regard to the provisions of *section 4* and the *Second Schedule*, Temple Bar Renewal Limited would not have approved of for the purposes of Chapter VII of Part I of the Finance Act, 1991.

(3) As a condition to giving a consent for the purposes of *subsection (1)*, Temple Bar Properties Limited shall, where appropriate, be entitled to require that the rent payable by the tenant assigning, subletting or sharing possession of the premises concerned, or part thereof, be increased so as to become and be a rent not exceeding the full open market rent of the said premises at—

(a) the commencement date of the term of the tenancy, or

(b) the last review date or last date of automatic increase in rent immediately preceding such assignment, subletting or sharing possession, as the case may be,

whichever is the later.

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**Powers of the Temple Bar Properties Limited (cont'd)**

**12.** —(1) Temple Bar Properties Limited may, in accordance with *paragraphs 1 to 8 of the Third Schedule*, acquire compulsorily any land, or any interest in or right over any land, in the Area for the purposes of ensuring the implementation in a coherent, comprehensive and integrated manner of any scheme of development for the Area or any part thereof which, in the opinion of Temple Bar Properties Limited, would prove impracticable without the land or interest concerned being included in that scheme and, in particular, for the purposes of—

(a) the implementation of safety and aesthetic considerations and requirements,

(b) the renewal, preservation, conservation, restoration, development or redevelopment of the streetscape, layout and building pattern of the Area, and

(c) the infill or other development or redevelopment of a derelict site (being a derelict site within the meaning of section 3 of the Derelict Sites Act, 1990 ) or of a vacant site (being land which is neither a derelict site nor upon which is there any permanent building or premises) in a manner that complements the conservation and architectural legacy of the Area.

**13.** —(1) The Minister may guarantee, in such form and manner and in such money (including money in a currency other than the currency of the State) and on such terms and conditions as he thinks fit—

(a) the due repayment by Temple Bar Properties Limited of the principal of any moneys borrowed by that company or the payment of interest on such moneys or both the repayment of the principal and the payment of the interest, and

(b) the due payment of a promissory note made, or a bill of exchange drawn or accepted, by Temple Bar Properties Limited,

and any such guarantee may include a guarantee of the payment by that company of commission and incidental expenses arising in connection with such borrowing, promissory note or bill of exchange.

**Powers of the Temple Bar Properties Limited (cont'd)**

**18—**

(2) For the purposes of this section, a company shall be deemed to be a subsidiary of Temple Bar Properties Limited if

(a) Temple Bar Properties Limited—

(i) is a member of the company and controls the composition of at least half of the company's board of directors, or

(ii) holds at least half in nominal value of the company's equity share capital, or

(iii) holds at least half in nominal value of the company's shares carrying voting rights (other than voting rights which arise only in specified circumstances),

or

(b) the company is a subsidiary of any company which is a subsidiary of Temple Bar Properties Limited.

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**Powers of the Temple Bar Properties Limited (cont'd)**

THIRD SCHEDULE

PROVISIONS RELATING TO COMPULSORY ACQUISITION

1. In this Schedule—

"the Company" means Temple Bar Properties Limited;

"the Minister" means the Minister for the Environment;

"prescribed" means prescribed by regulations made by the Minister.

2. (1) Where the Company proposes to acquire any land or any interest in or right over land under *section 12* the Company may apply to the Minister for an order under this Schedule authorising the Company to acquire the property compulsorily and the application shall be accompanied by such maps, plans and books of reference as are referred to in *paragraph 6*.

(2) The Company shall publish the prescribed notice of the application in the *Iris Oifigiúil* and in one or more newspapers circulating in the county borough of Dublin (including the Temple Bar Area), and serve a copy of the notice on every person who appears to the Company to have an estate or interest in the property, so far as it is reasonably practicable to ascertain such persons.

(3) The notice referred to in *subparagraph (2)* shall include a provision notifying persons having an estate or interest in the property that they have a right to lodge with the Minister within one month of the making of the application by the Company an objection to the making of an order and specify the times and places where the maps, plans and books of reference deposited in accordance with *paragraph 6* may be inspected.

(4) The Minister shall consider and determine any objection to the application and he may, if he thinks fit, appoint an adviser to assist him in relation thereto.

### **Powers of the Temple Bar Properties Limited (cont'd)**

3. The Minister shall, where no objection to the application of the Company is lodged within one month of the making of the application by the Company or any such objection is rejected by the Minister, make an order (in this Schedule referred to as an acquisition order) authorising the Company to acquire the property compulsorily in accordance with the terms of its application or subject to such modifications if any as he may specify.

4. (1) At any time after the making of an acquisition order and before conveyance or ascertainment of price, the Company may, subject to this paragraph, enter on and take possession of the land to be acquired or exercise the right to be acquired.

(2) The Company shall not—

(a) enter on or take possession of any land under this paragraph without giving to the occupier at least one month's previous notice in writing of its intention so to do,

(b) exercise any right under this paragraph without giving the occupier of the land in respect of which the right is to be exercised at least one month's previous notice in writing of its intention so to do.

5. (1) A notice under this Schedule may be served on any person by sending it by registered post in an envelope addressed to him at his usual or last known address.

(2) Where, for any reason, the envelope cannot be so addressed, it may be addressed to the person for whom it is intended in either of the following ways:

(a) by the description "the occupier" without stating his name,

(b) at the land to which the notice relates.

**Powers of the Temple Bar Properties Limited (cont'd)**

6. (1) The Company shall cause maps, plans and books of reference to be deposited in accordance with this paragraph.

(2) The maps and plans shall be sufficient in quantity and character to show on adequate scales the land or right proposed to be acquired.

(3) The books of reference shall contain the names of the owners or reputed owners, lessees or reputed lessees, and occupiers of the land which is proposed to be acquired or in respect of which the right is proposed to be exercised.

(4) The maps, plans and books of reference shall be deposited at such place or places as the Company, with the consent of the Minister, considers suitable and shall remain so deposited for at least one month and shall, while so deposited, be open to inspection by any person, free of charge, between the hours of ten o'clock in the morning and four o'clock in the afternoon on every day except Saturdays, Sundays and public holidays.

7. (1) The amount of price to be paid by the Company for any land acquired to the several persons entitled thereto or having estates or interests therein or for any right acquired to the several persons entitled to or having estates or interests in the land in respect of which the right is exercised, shall, in default of agreement, be fixed under and in accordance with the Acquisition of Land (Assessment of Compensation) Act, 1919.

(2) Sections 69 to 83 of the Lands Clauses Consolidation Act, 1845, shall apply to the said price and, subject to *paragraphs 9 and 10*, to the conveyance to the Company of the land or right acquired, and for the purpose of the application the Company shall be deemed to be the promoters of the undertaking.

8. The amount to be paid in accordance with *paragraph 7* for any land or any estate or interest therein or any right, shall be determined as if Chapter VII of Part 1 of the Finance Act, 1991, had not been enacted.

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**Powers of the Temple Bar Properties Limited (cont'd)**

9 (1) Where the Company has entered on and taken possession of land in accordance with the powers conferred upon it by *paragraph 4* and the Minister is satisfied that—

(a) the several interests in the land have not been conveyed or transferred to the Company,

(b) it is urgently necessary, in connection with the purposes for which the Company has been authorised to acquire the land compulsorily, that the acquisition of the land should be completed, and

(c) the Company has made a proper offer in writing to each person having an interest in the land who has furnished sufficient particulars of his interest to enable the Company to make proper offer for such interest,

then the Minister may make an order (in this Schedule referred to as a vesting order) vesting the land in the Company.

(2) Where the Minister or the Company, before the making of the vesting order, becomes aware that the land to be acquired by the order is subject (whether alone or in conjunction with other land) to any annuity or other payment to the Irish Land Commission or to the Commissioners of Public Works in Ireland, or to any charge payable to the Revenue Commissioners on the death of any person, the Minister or the Company, as the case may be, shall forthwith inform the Irish Land Commission, the Commissioners of Public Works in Ireland or the Revenue Commissioners, as the case may be, of the intention to make the order.

(3) When a vesting order has been made, the Company shall within seven days after notification of the making of the order—

(a) publish in one or more newspapers circulating in the county borough of Dublin (including the Temple Bar Area) a notice stating that the order has been made, describing the land referred to therein and naming a place where a copy of the order may be seen at all reasonable times, and

(b) serve on every person appearing to it to have an interest in the land to which the order relates a notice stating the fact of such an order having been made and the effect of the order.

**Powers of the Temple Bar Properties Limited (cont'd)**

10 (1) A vesting order shall be in the prescribed form and shall have attached thereto a map of the land to which it applies and it shall be expressed and shall operate to vest the land in the Company in fee simple free from encumbrances and all estates, rights, titles and interests of whatsoever kind (other than any public right of way) on a specified date not earlier than twenty-one days after the making of the vesting order.

(2) Notwithstanding anything in *subparagraph (1)*, where the Company has acquired by a vesting order land which is subject, either alone or in conjunction with other land, to a purchase annuity, payment in lieu of rent, or other annual sum (not being merely a rent under a contract of tenancy) payable to the Irish Land Commission or the Commissioners of Public Works in Ireland, the Company shall become and be liable, as from the date on which the land is vested in it by the vesting order, for the payment to the Irish Land Commission or the Commissioners of Public Works in Ireland, as the case may be, of the annual sum or such portion thereof as shall be apportioned by the Irish Land Commission or by the Commissioners of Public Works in Ireland, as the case may be, on the land as if the land had been transferred to the Company by the owner thereof on that date.

(3) When the Minister makes a vesting order in relation to any land, he shall cause the order to be sent to the registering authority under the Registration of Title Act, 1964 , and thereupon the registering authority shall cause the Company to be registered as owner of the land in accordance with the order.

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**Financial arrangements of the Temple Bar Properties Limited**

Relevant legal provisions are as follows:

**13.**—(1) The Minister may guarantee, in such form and manner and in such money (including money in a currency other than the currency of the State) and on such terms and conditions as he thinks fit—

(a) the due repayment by Temple Bar Properties Limited of the principal of any moneys borrowed by that company or the payment of interest on such moneys or both the repayment of the principal and the payment of the interest, and

(b) the due payment of a promissory note made, or a bill of exchange drawn or accepted, by Temple Bar Properties Limited,

and any such guarantee may include a guarantee of the payment by that company of commission and incidental expenses arising in connection with such borrowing, promissory note or bill of exchange.

(2) The Minister shall not so exercise the powers conferred on him by this section that the amount, or the aggregate amount—

(a) of principal, commission and incidental expenses, and

(b) on promissory notes and bills of exchange,

which he may at any one time be liable to repay on foot of any guarantee or guarantees under this section for the time being in force, together with the amount (if any) of principal, commission and incidental expenses and on promissory notes and bills of exchange which the Minister has previously paid on foot of any guarantee under this section and which has not been repaid by Temple Bar Properties Limited exceeds £25,000,000.

(4) Moneys paid by the Minister under a guarantee under this section shall be repaid to him (with interest thereon at such rate or rates as he appoints) by Temple Bar Properties Limited within twelve months from the date of the advance of the moneys out of the Central Fund.

(5) Where the whole or any part of moneys required by *subsection (4)* to be repaid to the Minister has not been paid in accordance with that subsection, the amount so remaining outstanding shall be repaid, at such times as the Minister shall determine, to the Central Fund out of moneys provided by the Oireachtas.

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**Financial arrangements of the Temple Bar Properties Limited (cont'd)**

(6) Notwithstanding the provision of moneys under *subsection (5)* to repay the amount to the Central Fund, Temple Bar Properties Limited shall remain liable to the Minister in respect of that amount and that amount (with interest thereon at such rate or rates as he appoints) shall be repaid to him by that company at such times and in such instalments as he appoints and, in default of repayment as aforesaid and without prejudice to any other method of recovery, shall be recoverable as a simple contract debt in any court of competent jurisdiction.

(7) Moneys paid by Temple Bar Properties Limited under *subsection (4)* or *(6)* shall be paid into or disposed of for the benefit of the Exchequer in such manner as the Minister thinks fit.

**14.** —All moneys from time to time required by the Minister to meet sums which may become payable by him under *section 13* shall be advanced out of the Central Fund or the growing produce thereof.

**10.** —Notwithstanding any provision of the Companies Acts, 1963 to 1990, the Taoiseach, through his nominees, shall be the sole shareholder of Temple Bar Properties Limited.

**18.** —(1) Section 12 of the Finance Act, 1895, shall not apply in respect of any conveyance, transfer, vesting order referred to in the *Third Schedule* or other instrument executed for the purpose of vesting in Temple Bar Properties Limited, or any subsidiary thereof, any land situated in the Area or any interest in land so situated.

(2) For the purposes of this section, a company shall be deemed to be a subsidiary of Temple Bar Properties Limited if—

(a) Temple Bar Properties Limited—

(i) is a member of the company and controls the composition of at least half of the company's board of directors, or

(ii) holds at least half in nominal value of the company's equity share capital, or

(iii) holds at least half in nominal value of the company's shares carrying voting rights (other than voting rights which arise only in specified circumstances),

**Financial arrangements of the Temple Bar Properties Limited (cont'd)**

or

(b) the company is a subsidiary of any company which is a subsidiary of Temple Bar Properties Limited.

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## Land grants of the Temple Bar Properties Limited

Relevant legal provisions are as follows:

**12.** —(1) Temple Bar Properties Limited may, in accordance with *paragraphs 1 to 8 of the Third Schedule*, acquire compulsorily any land, or any interest in or right over any land, in the Area for the purposes of ensuring the implementation in a coherent, comprehensive and integrated manner of any scheme of development for the Area or any part thereof which, in the opinion of Temple Bar Properties Limited, would prove impracticable without the land or interest concerned being included in that scheme and, in particular, for the purposes of—

(a) the implementation of safety and aesthetic considerations and requirements,

(b) the renewal, preservation, conservation, restoration, development or redevelopment of the streetscape, layout and building pattern of the Area, and

(c) the infill or other development or redevelopment of a derelict site (being a derelict site within the meaning of section 3 of the Derelict Sites Act, 1990 ) or of a vacant site (being land which is neither a derelict site nor upon which is there any permanent building or premises) in a manner that complements the conservation and architectural legacy of the Area.

(2)(a) The provisions of *paragraphs 9 and 10 of the Third Schedule* shall, where appropriate, have effect in the circumstances set out in *subparagraph (1) of the said paragraph 9* for the purposes of vesting land in Temple Bar Properties Limited.

(b) The making of a vesting order by virtue of *paragraph 9 of the Third Schedule* shall not of itself prejudice any claim to compensation made after the making of the order in respect of any estate or interest in or right over the land, or any part thereof, to which the order relates and, accordingly, the provisions of *paragraphs 7 and 8 of the Third Schedule* shall apply to such a claim.

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**Land grants of the Temple Bar Properties Limited (cont'd)**

## THIRD SCHEDULE

2 (1) Where the Company [*the Temple Bar Properties Limited*] proposes to acquire any land or any interest in or right over land under *section 12* the Company may apply to the Minister for an order under this Schedule authorising the Company to acquire the property compulsorily and the application shall be accompanied by such maps, plans and books of reference as are referred to in *paragraph 6*.

(2) The Company shall publish the prescribed notice of the application in the *Iris Oifigiúil* and in one or more newspapers circulating in the county borough of Dublin (including the Temple Bar Area), and serve a copy of the notice on every person who appears to the Company to have an estate or interest in the property, so far as it is reasonably practicable to ascertain such persons.

(3) The notice referred to in *subparagraph (2)* shall include a provision notifying persons having an estate or interest in the property that they have a right to lodge with the Minister within one month of the making of the application by the Company an objection to the making of an order and specify the times and places where the maps, plans and books of reference deposited in accordance with *paragraph 6* may be inspected.

(4) The Minister shall consider and determine any objection to the application and he may, if he thinks fit, appoint an adviser to assist him in relation thereto.

3 The Minister shall, where no objection to the application of the Company is lodged within one month of the making of the application by the Company or any such objection is rejected by the Minister, make an order (in this Schedule referred to as an acquisition order) authorising the Company to acquire the property compulsorily in accordance with the terms of its application or subject to such modifications if any as he may specify.

4 (1) At any time after the making of an acquisition order and before conveyance or ascertainment of price, the Company may, subject to this paragraph, enter on and take possession of the land to be acquired or exercise the right to be acquired.

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**Land grants of the Temple Bar Properties Limited (cont'd)**

(2) The Company shall not—

(a) enter on or take possession of any land under this paragraph without giving to the occupier at least one month's previous notice in writing of its intention so to do,

(b) exercise any right under this paragraph without giving the occupier of the land in respect of which the right is to be exercised at least one month's previous notice in writing of its intention so to do.

6. (1) The Company shall cause maps, plans and books of reference to be deposited in accordance with this paragraph.

(2) The maps and plans shall be sufficient in quantity and character to show on adequate scales the land or right proposed to be acquired.

(3) The books of reference shall contain the names of the owners or reputed owners, lessees or reputed lessees, and occupiers of the land which is proposed to be acquired or in respect of which the right is proposed to be exercised.

(4) The maps, plans and books of reference shall be deposited at such place or places as the Company, with the consent of the Minister, considers suitable and shall remain so deposited for at least one month and shall, while so deposited, be open to inspection by any person, free of charge, between the hours of ten o'clock in the morning and four o'clock in the afternoon on every day except Saturdays, Sundays and public holidays.

7 (1) The amount of price to be paid by the Company for any land acquired to the several persons entitled thereto or having estates or interests therein or for any right acquired to the several persons entitled to or having estates or interests in the land in respect of which the right is exercised, shall, in default of agreement, be fixed under and in accordance with the Acquisition of Land (Assessment of Compensation) Act, 1919.

(2) Sections 69 to 83 of the Lands Clauses Consolidation Act, 1845, shall apply to the said price and, subject to *paragraphs 9 and 10*, to the conveyance to the Company of the land or right acquired, and for the purpose of the application the Company shall be deemed to be the promoters of the undertaking.

**Land grants of the Temple Bar Properties Limited (cont'd)**

8. The amount to be paid in accordance with *paragraph 7* for any land or any estate or interest therein or any right, shall be determined as if Chapter VII of Part 1 of the Finance Act, 1991, had not been enacted.

9 (1) Where the Company has entered on and taken possession of land in accordance with the powers conferred upon it by *paragraph 4* and the Minister is satisfied that—

(a) the several interests in the land have not been conveyed or transferred to the Company,

(b) it is urgently necessary, in connection with the purposes for which the Company has been authorised to acquire the land compulsorily, that the acquisition of the land should be completed, and

(c) the Company has made a proper offer in writing to each person having an interest in the land who has furnished sufficient particulars of his interest to enable the Company to make proper offer for such interest,

then the Minister may make an order (in this Schedule referred to as a vesting order) vesting the land in the Company.

(2) Where the Minister or the Company, before the making of the vesting order, becomes aware that the land to be acquired by the order is subject (whether alone or in conjunction with other land) to any annuity or other payment to the Irish Land Commission or to the Commissioners of Public Works in Ireland, or to any charge payable to the Revenue Commissioners on the death of any person, the Minister or the Company, as the case may be, shall forthwith inform the Irish Land Commission, the Commissioners of Public Works in Ireland or the Revenue Commissioners, as the case may be, of the intention to make the order.

**Land grants of the Temple Bar Properties Limited (cont'd)**

(3) When a vesting order has been made, the Company shall within seven days after notification of the making of the order—

(a) publish in one or more newspapers circulating in the county borough of Dublin (including the Temple Bar Area) a notice stating that the order has been made, describing the land referred to therein and naming a place where a copy of the order may be seen at all reasonable times, and

(b) serve on every person appearing to it to have an interest in the land to which the order relates a notice stating the fact of such an order having been made and the effect of the order.

10 (1) A vesting order shall be in the prescribed form and shall have attached thereto a map of the land to which it applies and it shall be expressed and shall operate to vest the land in the Company in fee simple free from encumbrances and all estates, rights, titles and interests of whatsoever kind (other than any public right of way) on a specified date not earlier than twenty-one days after the making of the vesting order.

(2) Notwithstanding anything in *subparagraph (1)*, where the Company has acquired by a vesting order land which is subject, either alone or in conjunction with other land, to a purchase annuity, payment in lieu of rent, or other annual sum (not being merely a rent under a contract of tenancy) payable to the Irish Land Commission or the Commissioners of Public Works in Ireland, the Company shall become and be liable, as from the date on which the land is vested in it by the vesting order, for the payment to the Irish Land Commission or the Commissioners of Public Works in Ireland, as the case may be, of the annual sum or such portion thereof as shall be apportioned by the Irish Land Commission or by the Commissioners of Public Works in Ireland, as the case may be, on the land as if the land had been transferred to the Company by the owner thereof on that date.

(3) When the Minister makes a vesting order in relation to any land, he shall cause the order to be sent to the registering authority under the Registration of Title Act, 1964, and thereupon the registering authority shall cause the Company to be registered as owner of the land in accordance with the order.

### **Accountability arrangements of the Temple Bar Properties Limited**

Relevant legal provisions are as follows:

**13** —(3) The Minister shall, as soon as may be after the expiration of every financial year, lay before each House of the Oireachtas a statement setting out with respect to each guarantee under this section given during that year or given at any time before, and in force at, the commencement of that year—

(a) particulars of the guarantee,

(b) in case any payment has been made by the Minister under the guarantee before the end of that year, the amount of the payment and the amount (if any) repaid to the Minister on foot of the payment,

(c) the amount of moneys covered by the guarantee which was outstanding at the end of that year.

**16** —(1) Notwithstanding any provision contained in the Companies Acts, 1963 to 1990, the Comptroller and Auditor General shall be the sole auditor of the accounts of Temple Bar Properties Limited.

(2) The accounts to which *subsection (1)* relates, as audited by the Comptroller and Auditor General, shall, together with the report of the Comptroller and Auditor General thereon, be presented to the Taoiseach who shall cause copies to be laid before each House of the Oireachtas.

**Appendix II**

**Museums and Galleries Act 1992**

**Functions of the Tate Gallery Board**

Relevant legal provisions are as follows:

**2 The general functions of the new Boards**

(2) So far as practicable and subject to the provisions of this Act, the Tate Gallery Board shall maintain a collection of British works of art and of documents relating to those works, and a collection of Twentieth Century and contemporary works of art and of documents relating to those works, and shall—

- (a) care for, preserve and add to the works of art and the documents in their collections;
- (b) secure that the works of art are exhibited to the public;
- (c) secure that the works of art and the documents are available to persons seeking to inspect them in connection with study or research; and
- (d) generally promote the public's enjoyment and understanding of British art, and of Twentieth Century and contemporary art, both by means of the Board's collections and by such other means as they consider appropriate;

and any reference in this Act to a new Board's collection shall, in its application to the Tate Gallery Board, be taken as a reference to either or both of that Board's collections.

(5) Subject to the provisions of this Act, a new Board may, for the purposes of whichever of subsections (1) to (4) above confers functions upon them—

- (a) provide education, instruction and advice and carry out research;
- (b) enter into contracts and other agreements (including agreements for the new Board's occupation or management of its principal building or of other premises); and
- (c) acquire and dispose of land and other property.

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**Functions of the Tate Gallery Board (cont'd)**

(6) Subject to the provisions of this Act, a new Board may do such things (including requiring payment for admission or for other services or for goods provided by them) as they think necessary or expedient—

- (a) for preserving, and increasing the utility of, their collection;
- (b) for securing the due administration of anything vested in or acquired by them, and any premises occupied or managed by them, under or by virtue of this Act; and
- (c) otherwise for the purposes of their functions.

(7) If a Minister of the Crown directs a new Board to exercise functions—

- (a) which are exercisable by him (whether by virtue of an enactment or otherwise),
- (b) which in his opinion can appropriately be exercised by that new Board, having regard to their functions and resources, and
- (c) which are specified in the direction,

the new Board shall exercise them on his behalf in such manner as he may from time to time direct; but nothing in this subsection authorises the new Board to exercise a function of making regulations or other instruments of a legislative character.

(8) A new Board shall not acquire or dispose of land without the consent of the Lord President of the Council.

(9) A new Board may allow premises occupied or managed by them to be used by other persons (for payment or otherwise) for purposes not connected with the functions mentioned in whichever of subsections (1) to (4) above has effect in relation to that new Board, if the new Board are satisfied that to do so would not conflict unduly with those functions.

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## **Powers of the Tate Gallery Board**

Relevant legal provisions are as follows:

### **3 Powers of the new Boards to form companies**

- (1) With the consent of the Lord President of the Council and subject to any conditions he may impose, a new Board may form, or take part in forming, one or more bodies corporate which, or each of which, has as its main object or objects—
  - (a) one or more of those mentioned in whichever of subsections (2) to (5) below has effect in relation to that new Board; or
  - (b) any other object or objects incidental to the new Board's functions.
- (3) In relation to the Tate Gallery Board, the objects are—
  - (a) the production and publication of books, films or other informative material relating to British art or Twentieth Century or contemporary art;
  - (b) the commissioning of works of art;
  - (c) the production of replicas or reproductions of works of art, or of souvenirs;
  - (d) the sale (whether or not at an hour when the collection is open to the public for viewing) of informative material relating to art, of replicas or reproductions of works of art, or of souvenirs or other goods; and
  - (e) the provision (whether or not at such an hour) of catering or car parking or other services or facilities for the public at any premises occupied or managed by the Board.
- (6) A new Board authorised by subsection (1) above to form or take part in forming any such body as is mentioned in that subsection may hold interests in any such body, exercise rights conferred by the holding of interests in it, and provide financial or other assistance to or in respect of it (including assistance by way of guarantee of its obligations).

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## **Powers of the Tate Gallery Board (cont'd)**

### **4 Acquisition and disposal of pictures and other objects**

- (4) The Tate Gallery Board shall not dispose of a relevant object the property in which is vested in them and which is comprised in their collections unless—
- (a) the disposal is an exercise of the power conferred by section 6 below;
  - (b) the disposal is of a relevant object which, in the Board's opinion, is unsuitable for retention in their collections and can be disposed of without detriment to the interests of students or other members of the public; or
  - (c) the disposal (by whatever means, including destruction) is of a relevant object which the Board are satisfied has become useless for the purposes of their collections by reason of damage, physical deterioration, or infestation by destructive organisms;

but this subsection is without prejudice to any trust or condition (express or implied) prohibiting or restricting disposal of the relevant object.

- (7) Money accruing to a new Board by virtue of a disposal mentioned in this section shall be applied by the Board in the acquisition of relevant objects to be added to their collection.

### **5 Lending and borrowing of pictures and other objects**

- (1) The National Gallery Board, the Tate Gallery Board or the National Portrait Gallery Board may lend any relevant object the property in which is vested in the Board and which is comprised in the Board's collection (whether the loan is for purposes of public exhibition or not and whether, under the terms of the loan, the relevant object is to remain in the United Kingdom or not) but the power conferred by this subsection is subject to the requirements of subsection (2) below.
- (2) In deciding whether or not to lend a relevant object, and in determining the time for which, and the conditions subject to which, a relevant object is to be lent, a Board mentioned in subsection (1) above—
- (a) shall give special consideration to a request for the loan of a relevant object for public exhibition; and

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**Powers of the Tate Gallery Board (cont'd)**

- (b) subject to that, shall have regard to the interests of students and other persons visiting the Board's collection, the suitability of the prospective borrower, the purpose of the loan, the physical condition and degree of rarity of the relevant object, and any risks to which it is likely to be exposed.
- (3) Where the property in a relevant object has become vested in a Board mentioned in subsection (1) above subject to a trust or condition, the power conferred on the Board by that subsection is exercisable in a manner inconsistent with the trust or condition if either—
- (a) 50 years have elapsed since the date on which the property became so vested in the Board or in any person through whom the Board derives title to the relevant object; or
  - (b) the person who first imposed the trust or condition has, or his personal representatives have, consented in writing to the exercise of the power in that manner.
- (4) A Board mentioned in subsection (1) above may accept loans of relevant objects for the purpose (depending on the terms of the loan) of exhibiting them, or of study or research by the Board or by persons seeking to inspect them.
- (5) "Relevant object" has the same meaning in this section as it has in section 4 above.

**6 Transfer of objects or related documents between institutions**

- (1) Any body for the time being specified in Part I of Schedule 5 to this Act may, by way of sale, gift or exchange, transfer an object the property in which is vested in them and which is comprised in their collection, if the transfer is to any other body for the time being specified in either Part of that Schedule.
- (2) This section applies in relation to a document as it applies in relation to an object other than a document.
- (3) Where the property in an object has become vested in a body subject to a trust or condition, the power conferred by subsection (1) above shall be exercisable in a manner inconsistent with the trust or condition if the person who first imposed the trust or condition has, or his personal representatives or (in Scotland) his executors have, consented to the exercise of the power in that manner.

**Powers of the Tate Gallery Board (cont'd)**

- (4) Where a body in whom an object has become vested subject to a trust or condition transfers the object under this section to another body, the object shall be held by that other body subject to the same trust or condition.
- (5) The powers conferred on a body by subsection (1) above are in addition to any other powers of transfer which the body may have.
- (6) The Lord President of the Council or the Secretary of State may by order amend Schedule 5 to this Act by adding any body in the United Kingdom to those for the time being specified in that Schedule.
- (7) The power to make an order under subsection (6) above shall be exercisable by statutory instrument subject to annulment in pursuance of a resolution of either House of Parliament.

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## Composition of the Tate Gallery Board

Relevant legal provisions are as follows:

### SCHEDULE 2 THE BOARD OF TRUSTEES OF THE TATE GALLERY

2

(1) The Board shall consist of twelve members (in this Schedule referred to as "trustees") of whom—

- (a) one shall be appointed by the National Gallery Board from among the members of that Board; and
- (b) the remainder shall be appointed by the Prime Minister;

and the trustees shall appoint one of their number to be chairman.

(2) At least three of the trustees shall be practising artists.

(3) In appointing any trustee, the Prime Minister shall have regard to the desirability of that person's having knowledge and experience which would be of use to the Board in exercising their functions.

(4) No trustee shall be appointed for a period of more than five years.

(5) A trustee appointed by the National Gallery Board shall cease to be a trustee—

- (a) if he ceases to be a member of that Board; or
- (b) if he resigns his office as trustee by notice in writing addressed to that Board;

and any other trustee may resign his office by notice in writing addressed to the Prime Minister.

**Composition of the Tate Gallery Board (cont'd)**

- (6) A person shall cease to be chairman—
- (a) if he resigns as such by notice in writing addressed to the Board; or
  - (b) if he ceases to be a trustee.
- (8) A person who ceases to be a trustee or chairman shall be eligible for re-appointment.
- (12) The Lord President of the Council may by order made by statutory instrument—
- (a) amend sub-paragraph (1) above by varying the number of members of the Board for the time being there specified; or
  - (b) amend sub-paragraph (2) above by varying the number of trustees for the time being there specified who must be practising artists.

3

- (1) There shall be a Director of the Tate Gallery who shall be appointed by the Board with the approval of the Prime Minister.
- (2) The Director shall be responsible to the Board for the general exercise of the Board's functions.

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**Financial arrangements of the Tate Gallery Board**

Relevant legal provisions are as follows:

**9 Finance for, and accounts of, certain museums and galleries etc**

- (1) The appropriate Minister may out of money provided by Parliament pay to the bodies specified in Schedule 7 to this Act such sums towards their expenditure as the Treasury may approve.
- (2) Payments under this section may be made on such conditions as the appropriate Minister may with the approval of the Treasury impose.

**8 Power to transfer land to governing bodies, and exemption from stamp duty**

- (1) Where any land occupied wholly or partly for the purposes of any institution specified in column 1 of Schedule 6 to this Act is vested in the Secretary of State, he may, notwithstanding any prohibition or restriction to the contrary, transfer the land to the body specified in relation to that institution in column 2 of that Schedule.
- (2) Stamp duty shall not be chargeable on any instrument certified to the Commissioners of Inland Revenue by the Secretary of State as having been made or executed for the purpose of giving effect to a transfer by him of land occupied wholly or partly for the purposes of any institution specified in column 1 of Schedule 6 to this Act to the body specified in relation to that institution in column 2 of that Schedule.
- (3) An instrument such as is mentioned in subsection (2) above is not duly stamped unless—
  - (a) it has, in accordance with the provisions of section 12 of the [1891 c. 39.] Stamp Act 1891, been stamped with a particular stamp denoting that it is not chargeable with any duty or that it has been duly stamped; or
  - (b) it has been stamped with the duty to which it would, apart from subsection (2) above, be liable.

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## Land grants of the Tate Gallery Board

Relevant legal provisions are as follows:

### **8 Power to transfer land to governing bodies, and exemption from stamp duty**

- (1) Where any land occupied wholly or partly for the purposes of any institution specified in column 1 of Schedule 6 to this Act is vested in the Secretary of State, he may, notwithstanding any prohibition or restriction to the contrary, transfer the land to the body specified in relation to that institution in column 2 of that Schedule.
- (2) Stamp duty shall not be chargeable on any instrument certified to the Commissioners of Inland Revenue by the Secretary of State as having been made or executed for the purpose of giving effect to a transfer by him of land occupied wholly or partly for the purposes of any institution specified in column 1 of Schedule 6 to this Act to the body specified in relation to that institution in column 2 of that Schedule.
- (3) An instrument such as is mentioned in subsection (2) above is not duly stamped unless—
  - (a) it has, in accordance with the provisions of section 12 of the [1891 c. 39.] Stamp Act 1891, been stamped with a particular stamp denoting that it is not chargeable with any duty or that it has been duly stamped; or
  - (b) it has been stamped with the duty to which it would, apart from subsection (2) above, be liable.

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## Accountability arrangements of the Tate Gallery Board

Relevant legal provisions are as follows:

### SCHEDULE 2 THE BOARD OF TRUSTEES OF THE TATE GALLERY

7

- (1) The Board shall make to the Lord President of the Council a report on the exercise of their functions since the making of their last report or, in the case of the first report, on the exercise of their functions and those of the Tate Gallery Trustees since the making of the last report by those Trustees.
- (2) The first report shall be made not later than the end of the period of three years (or such shorter period as the Lord President may direct) beginning with the day of the Board's establishment.
- (3) Each subsequent report shall be made not later than three years (or such shorter period as the Lord President may direct) after the last was made.
- (4) The Lord President shall lay a copy of each report before each House of Parliament.

## 9 Finance for, and account of, certain museums and galleries etc

- (4) Each of those bodies shall prepare a statement of accounts in respect of each financial year, and that statement shall give a true and fair view of the state of the body's affairs at the end of the financial year and of the body's income and expenditure in the financial year.
- (5) The statement shall comply with any directions given by the appropriate Minister, with the Treasury's consent, as to—
  - (a) the information which is to be contained in the statement;
  - (b) the form which the statement is to take;

**Accountability arrangements of the Tate Gallery Board (cont'd)**

- (c) the manner in which the information is to be presented; or
  - (d) the methods and principles according to which the statement is to be prepared.
- (6) Each of those bodies shall send their statement to the appropriate Minister at such time as he may direct.
- (7) The appropriate Minister shall, on or before 31st August in any year, send to the Comptroller and Auditor General the statements prepared under subsection (4) above for the financial year last ended.
- (8) The Comptroller and Auditor General shall examine, certify and report on each statement sent to him under subsection (7) above and shall lay copies of it and of his report before each House of Parliament.

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