

CHAPTER 210

THE UGANDA REGISTRATION SERVICES BUREAU ACT.

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CHAPTER 210

THE UGANDA REGISTRATION SERVICES BUREAU ACT.

Commencement: see section 1.

An Act to establish an agency for miscellaneous registrations and collection and accounting for revenues under various relevant laws and for the enforcement and administration of those laws and to provide for other related matters.

PART I—PRELIMINARY.

1. Commencement.

This Act shall come into force on a date appointed by the Minister by statutory instrument.

2. Interpretation.

In this Act, unless the context otherwise requires—

- (a) “appointed member” means the chairperson or a member of the board referred to in section 5(1)(g);
- (b) “board” means the board of directors established by section 5;
- (c) “bureau” means the Uganda Registration Services Bureau established by section 3;
- (d) “chairperson” means the chairperson of the board of directors appointed under section 5;
- (e) “member” means a member of the board;
- (f) “Minister” means the Minister responsible for justice;
- (g) “Registrar General” means the chief executive officer of the bureau appointed under section 14;
- (h) “relevant laws” means the laws specified in the First Schedule to this Act; (i) “revenue” means fees, charges or other monies imposed by or collected under the relevant laws; and (j) “secretary” means the secretary to the board appointed under section 15.

PART II—ESTABLISHMENT, OBJECTS AND FUNCTIONS OF THE BUREAU.

3. Establishment of the bureau.

(1) There is established a body to be known as the Uganda Registration Services Bureau.

(2) The bureau shall be a body corporate with perpetual succession and a common seal and may sue or be sued in its corporate name.

(3) The bureau may, for and in connection with the implementation of its objects and functions under this Act—

- (a) purchase, hold, manage and dispose of any property, whether movable or immovable;
- (b) enter into any contract or other transaction it may deem expedient; and
- (c) do or suffer any other act or thing as in law may be done or suffered by a body corporate.

4. Objects and functions of the bureau.

(1) The objects of the bureau are—

- (a) to administer and give effect to the relevant laws and to provide registration services and collect and account for all revenue provided for under those laws; and
- (b) to advise the Government on matters relating to registration services under the relevant laws and to assist the Government in the formulation of policy relating to the collection of revenue.

(2) Without prejudice to the general application of subsection (1), the bureau shall, for the purpose of achieving its objects, have the following functions—

- (a) to carry out all registrations required under the relevant laws;
- (b) to maintain registers, data and records on registrations affected by the bureau and to act as a clearing house for information and data on those registrations;
- (c) to evaluate from time to time the practicability and efficacy of the relevant laws and advise the Government accordingly;
- (d) to carry on research and also disseminate research findings in the fields covered by the relevant laws through seminars, workshops, publications or other means and to recommend to the

Government any improvements in the relevant laws appearing to the bureau to be required as a result;

- (e) to charge fees for any services performed by the bureau;
- (f) to perform any other function or to carry out such other activity as may be conducive or incidental to the efficient discharge of its objects or as the Minister may, by statutory instrument, direct.

(3) The bureau shall act as the agent of the Uganda Revenue Authority in the collection of stamp duty under the Stamps Act in respect of any documents or other matter on or in respect of which stamp duty is required to be paid and connected with the functions of the bureau under this Act.

(4) Subject to subsection (3), the Registrar General shall be deemed to be the revenue authority within the meaning of section 1 of the Stamps Act.

(5) In the performance of its functions under subsection (3), the bureau shall act subject to the written directions of the Minister responsible for finance.

(6) The Stamps Act shall have effect subject to such modifications as may be necessary for giving effect to this section.

PART III—THE BOARD OF DIRECTORS.

5. Board of directors.

(1) The governing body of the bureau shall be a board of directors consisting of—

- (a) a chairperson;
- (b) the Registrar General;
- (c) a representative of the Attorney General nominated in writing by the Solicitor General;
- (d) a representative of the Ministry responsible for trade and industry nominated in writing by the Permanent Secretary of that Ministry;
- (e) a representative of the Ministry responsible for local government nominated in writing by the Permanent Secretary of that Ministry;
- (f) a representative of the Secretary to the Treasury nominated in

writing by the Secretary to the Treasury; and (g) three other members.

(2) The chairperson and the members of the board referred to in subsection (1)(g) shall be appointed by the Minister from among persons who have knowledge and proven experience in law, commerce, economics, taxation, business management or other subject relevant to the objects and functions of the bureau.

6. Tenure of office of members of the board.

(1) The appointed members of the board shall hold office for a period of three years on terms and conditions determined by the Minister.

(2) An appointed member may resign his or her office by notice in writing addressed to the Minister, and the resignation shall take effect from the date on which the Minister receives the notice.

(3) Where an appointed member is incapacitated by absence, illness or other cause from performing the functions of his or her office or where the office of an appointed member becomes vacant, the Minister may appoint another person qualified to perform the functions of that office.

(4) A person appointed under subsection (3) shall hold office for the period during which the incapacitated member is absent or for the unexpired period of the member in whose place he or she is appointed.

(5) The appointment of an appointed member may be revoked by the Minister in writing—

- (a) if the appointed member is absent from three consecutive meetings of the board without reasonable cause;
- (b) on grounds of incapacity to perform the functions of his or her office arising out of infirmity of body or mind;
- (c) on grounds of negligence in the performance of his or her functions;
- (d) if the appointed member is adjudged or otherwise declared bankrupt under any law in force in Uganda;
- (e) for misbehaviour, misconduct or incompetence;
- (f) if he or she is convicted of a criminal offence in respect of which the maximum penalty imposed exceeds six months imprisonment.

(6) The nomination of a person as a representative under section 5(1) may be revoked at any time by the authority that nominated that person.

(7) A person who ceases to hold office as a member of the board, other than under subsection (5), shall be eligible for reappointment or renomination as a member.

(8) For the avoidance of doubt, a person holding office as a member of the board by virtue of any office held by him or her shall cease to be a member of the board upon ceasing to hold that office; but if otherwise qualified, he or she may be appointed or nominated a member of the board again in his or her personal capacity.

7. Functions of the board.

The functions of the board shall be—

- (a) to formulate and review the policy of the bureau;
- (b) to carry out the objects and functions of the bureau;
- (c) to set targets for the annual performance of the bureau;
- (d) to monitor and evaluate the performance of the management of the bureau;
- (e) to determine the organisational structure and staffing of the bureau;
- (f) to supervise generally the management of the property and business of the bureau; and
- (g) to perform any other functions prescribed by or under this Act or as may be directed in writing by the Minister.

8. Meetings of the board.

(1) The Second Schedule to this Act shall apply to meetings of the board.

(2) The board may invite any person to any of its meetings as a consultant or adviser, but that person shall have no right to vote at that meeting.

9. Remuneration of members.

A member of the board or any other person who attends any meeting of the board may be paid such remuneration or allowances and at such rates as may

be determined by the board with the approval of the Minister.

10. Disclosure of interest.

(1) A member of the board who has a personal interest in any contract made or proposed to be made by the board on behalf of the bureau or in any other matter before the board shall disclose the nature of his or her interest at the meeting of the board at which the contract or matter is considered.

(2) Any disclosure made under subsection (1) shall be recorded in the minutes of the meeting.

(3) A member having a personal interest in a contract or matter under consideration by the board shall not take part in the deliberations concerning or in the decision on that contract or matter.

(4) When there is no quorum for the continuation of the meeting only because of the exclusion of a member from the deliberations on a matter in which that member has disclosed a personal interest, the other members present may—

- (a) postpone the consideration of the matter until a quorum is realised without that member; or
- (b) proceed to consider and decide the matter as if there were a quorum.

(5) A contravention of the provisions of this section may be a ground for the removal of a member from office as a member.

11. Vacancy not to affect proceedings.

The validity of any proceedings of the board shall not be affected by any vacancy among its members or by any defect in the appointment of any member or by the fact that a person who was not entitled to do so took part in the proceedings of the board.

PART IV—COMMITTEES AND SUBCOMMITTEES OF THE BOARD.

12. Committees and subcommittees.

- (1) The board may establish committees and subcommittees for the

efficient performance of its functions under this Act.

(2) A committee or subcommittee established under this section may comprise members of the board or members of the staff of the bureau or both.

(3) The board may assign to any committee or subcommittee established under this section such functions subject to such conditions and restrictions as the board may determine.

(4) A decision of the committee or subcommittee shall be subject to confirmation by the board before being implemented.

(5) Section 10 shall apply to members of the committees or subcommittees with such modifications as may be necessary.

13. Procedure of committees and subcommittees.

Except as expressly provided under this Act, the procedure of committees or subcommittees established under section 12 shall be as may be prescribed by the board.

PART V—MANAGEMENT AND STAFF OF THE BUREAU.

14. Registrar General.

(1) There shall be a Registrar General of the bureau who shall be appointed by the Minister on the recommendation of the board and on terms and conditions specified in the instrument of appointment.

(2) The Registrar General shall be the chief executive officer of the bureau and as such, subject to the general supervision and control of the board, shall be responsible for—

- (a) the day-to-day operations of the bureau;
- (b) the management of the funds of the bureau;
- (c) the administration and management of the property of the bureau;
- and
- (d) the supervision and control of the officers and other staff of the bureau.

(3) The Registrar General shall be a person qualified for appointment as a judge of the High Court of Uganda.

(4) The Minister may, on the recommendation of the board, remove the Registrar General from office for—

- (a) inability to perform the functions of that office due to infirmity of body or mind;
- (b) misbehaviour or misconduct; or
- (c) incompetence.

15. Secretary to the board.

(1) There shall be a secretary to the board who shall be appointed by the board on terms and conditions specified in the instrument of appointment.

(2) The secretary to the board shall perform such functions as the board may direct and, in addition, shall be responsible for—

- (a) arranging the business at meetings of the board;
- (b) taking the minutes of the meetings of the board; and
- (c) keeping the records of the decisions and other policy records of the board.

(3) The secretary shall, in the performance of his or her duties, be responsible to the Registrar General.

16. Other staff.

(1) The board shall engage such other officers and employees as may be necessary for the proper and efficient discharge of the objects and functions of the bureau.

(2) The officers and employees appointed under this section shall hold office on terms and conditions that the board may determine.

(3) Without prejudice to the general effect of subsection (2), the board may provide for the payment to its officers and employees of salaries, allowances, pensions, gratuities or other retiring benefits and may require them to contribute to any pension, provident fund or superannuation scheme.

(4) Public officers may be seconded to the service of the bureau or may otherwise give assistance to the bureau.

(5) The board may, subject to such conditions and restrictions as it

may impose, delegate any of its powers under subsection (1) to a committee of the board, the Registrar General or any employee of the bureau.

17. Engagement of experts and consultants.

(1) The board may, on the advice of the Registrar General and in consultation with the Minister, engage the services of experts and consultants in respect of any of the functions of the bureau in which they are considered to have special competence.

(2) Experts or consultants engaged under this section may be paid such fees and allowances and may be afforded such facilities as the board may determine.

PART VI—FINANCIAL PROVISIONS.

18. Revenue payable into the Consolidated Fund.

All revenue collected by or due to the bureau under this Act shall be payable into the Consolidated Fund.

19. Funds of the bureau.

- (1) The funds of the bureau shall consist of—
 - (a) monies appropriated each year by Parliament for the purposes of the bureau;
 - (b) grants and loans from the Government or any person, authority or organisation; and
 - (c) any other money that may be received by or made available to the bureau with the approval of the Minister.

(2) All monies of the bureau shall be deposited in a bank approved by the board.

(3) The expenditure of the bureau shall be paid for out of the Consolidated Fund.

(4) The bureau may, with the written approval of the Minister, invest any of its funds not immediately required for any of its functions.

20. Borrowing powers.

(1) The bureau may, with the prior approval of the Minister, obtain loans and other credit facilities required for meeting its obligations and for carrying out its objects and functions under this Act.

(2) The board may borrow, by way of overdraft or otherwise, any sums required for meeting current obligations of the bureau or for discharging its functions.

(3) Subject to article 159 of the Constitution, a loan or credit facility obtained by the bureau under this section may, with the prior approval of the Minister, be guaranteed by the Government and when so guaranteed, the principal sum and interest of the loan shall be a charge on the Consolidated Fund.

21. Estimates.

(1) The bureau shall, within three months before the commencement of each financial year, prepare and submit to the Minister, for approval by the Minister responsible for finance, estimates of income and expenditure of the bureau for the next ensuing financial year; and where it becomes necessary at any time before the end of a financial year, the bureau shall prepare and submit to the Minister for a similar approval, supplementary estimates for that financial year.

(2) No expenditure shall be made out of the funds of the bureau unless that expenditure is part of the expenditure approved under subsection (1) under the estimates for the financial year in which the expenditure is to be made or in any supplementary estimates for that year.

22. Accounts.

(1) The bureau shall keep proper books of account of all its income and expenditure and proper records in relation to them.

(2) Subject to any directions given by the Minister, the board shall cause to be prepared in respect of each financial year, and not later than three months after the close of the financial year, a statement of account which shall include a report on the performance of the bureau during that financial year, and the statement shall comprise—

- (a) a balance sheet and a statement of income and expenditure of the bureau in respect of that financial year; and
- (b) any other information in respect of the financial affairs of the bureau as the Minister may in writing require.

23. Audit.

(1) The accounts of the bureau shall, in respect of each financial year, be audited by the Auditor General or by an auditor appointed by the Auditor General.

(2) The board shall ensure that within four months after the close of each financial year, the statement of account described in section 22 is submitted for auditing under this section.

(3) The Auditor General and any auditor appointed by him or her shall have access to all the books of account, vouchers and other financial records of the bureau and is entitled to have any information and explanations required by him or her in relation to them as he or she may think fit.

(4) The Auditor General shall, within two months after receipt of the statement of account under subsection (2), audit the accounts and deliver to the board a copy of the audited accounts together with his or her report on them stating any matter which in his or her opinion should be brought to the attention of the Minister.

(5) The board shall, as soon as possible upon receiving it, deliver to the Minister a copy of the audited accounts together with the auditor's report submitted under subsection (4).

24. Financial year.

The financial year of the bureau shall be the period of twelve months beginning from the 1st day of July and ending on the 30th day of June in the year following; except that the first financial year of the bureau shall be the period commencing with the commencement of this Act and ending with the 30th day of June next following.

PART VII—MISCELLANEOUS PROVISIONS.

25. Registration procedure and registers.

The registrations referred to in section 4 shall be carried out as is provided by the relevant laws under which the registration is made, and the registers shall be maintained as prescribed under those laws.

26. Branch offices.

The bureau shall maintain such branch offices outside its headquarters and in such places as are necessary and practical for the purpose of achieving efficiency in its operations.

27. Seal of the bureau.

(1) The seal of the bureau shall be such device and in such form as the board may determine and shall be authenticated by the signatures of the Registrar General and the secretary.

(2) In the absence of the Registrar General, the person acting as Registrar General shall sign; and in absence of the secretary, the person performing the functions of the secretary shall sign.

(3) The signature of the Registrar General or of the secretary shall be independent of the signing by any other person as a witness.

(4) A document purporting to be—

- (a) an instrument made or issued by or on behalf of the bureau; or
- (b) a certificate issued under the relevant law and to be sealed with the seal of the bureau, authenticated in the manner provided under subsection (1),

shall be taken to be that instrument or certificate and shall be received in evidence without further proof unless the contrary is proved.

(5) The seal of the bureau shall be kept in the custody of the secretary.

28. Minister's powers of direction.

(1) The Minister may, after consultation with the Registrar General,

give to the bureau directions of a general nature in writing, relating to policy matters in the exercise of the functions of the bureau; and the bureau shall comply with any such direction.

(2) Particulars of any directions given by the Minister under subsection (1) shall be included in the annual report of the bureau, together with the extent to which the directions were complied with.

29. Annual report.

The board shall cause to be prepared and shall submit to the Minister within three months after the end of each financial year an annual report on the activities and operations of the bureau for that financial year.

30. Minister to report to Parliament.

The Minister shall each year submit to Parliament as soon as possible, after receiving them, the auditor's report and the annual report of the bureau.

31. Exemption from liability.

Any member of the board or employee or any person acting on behalf of and on the authority of the bureau shall not be liable in his or her personal capacity in any civil or criminal proceedings in respect of any act or omission done or made in good faith in the performance of his or her duties.

32. Regulations.

The Minister may, after consultation with the board, by statutory instrument, make regulations generally for giving effect to the provisions of this Act.

33. Amendment of the Schedules.

(1) The Minister may, with the approval of Parliament, by statutory instrument, amend the First Schedule to this Act.

(2) The Minister may, on the advice of the board, by statutory instrument, amend the Second Schedule to this Act.

34. Transfer of assets and liabilities.

All property, except such property as the Minister may specify in writing, which, immediately before the commencement of this Act, was vested in the Government for the use of the department of the Registrar General for the purposes of giving effect to the relevant laws, shall, on the date of commencement of this Act, vest in the bureau subject to all interests, liabilities, charges, obligations and trusts affecting that property.

35. Pending proceedings and claims.

All legal proceedings and claims pending in respect of actions and activities to which the relevant laws apply shall be continued or enforced by or against the bureau in the same manner as they would have been continued or enforced by or against the Government had this Act not been enacted.

36. Consequential amendments.

(1) The relevant laws are amended by substituting for the word “Registrar” wherever it occurs, the expression “Registrar General”.

(2) In the Bankruptcy Act, the Registrar General shall be deemed to be the official receiver.

(3) The relevant laws shall have effect with such modifications as may be necessary to give effect to this Act.

(4) The Minister may, within twelve months after the commencement of this Act, by statutory instrument, made with the approval of Parliament by resolution, modify or adapt any of the relevant laws for the purpose of bringing it into conformity with this Act.

SCHEDULES

First Schedule.

ss. 2, 33.

Relevant laws.

1. The Bankruptcy Act
2. The Births and Deaths Registration Act
3. The Building Societies Act
4. The Business Names Registration Act
5. The Chattels Transfer Act
6. Section 54 of the Children Act
7. The Companies Act
8. The Customary Marriage (Registration) Act
9. The Marriage Act
10. The Partnership Act
11. The Patents Act
12. The Registration of Documents Act
13. The Trademarks Act

Second Schedule.

ss. 8, 33.

Meetings of the board.

1. Meetings.

- (1) Meetings of the board shall be convened by the chairperson.
- (2) The board shall meet as often as is necessary for the transaction of business and at such places and times as the board may determine, but it shall meet at least once in every three months.
- (3) The chairperson shall preside at every meeting of the board; and in the absence of the chairperson, the members present may elect a member from among their number to preside at the meeting.
- (4) The chairperson or, in the absence of the chairperson, a member elected by the board to act in his or her place may, at any time, call a special meeting upon a written request by a majority of the members.

(5) Notice of a meeting of the board under subparagraph (4) shall be given in writing to each member at least five days before the day of the meeting; but an urgent meeting may be called at less than five days' notice at the request of two or more members.

2. Quorum.

The quorum at any meeting of the board shall be five members.

3. Decisions of the board.

(1) All questions proposed for decision at any meeting of the board shall be decided by a majority of the votes of the members present; and in the event of an equality of votes, the person presiding shall have a casting vote in addition to his or her deliberative vote.

(2) A decision may be made by the board without a meeting by circulation of the relevant papers among the members of the board and by the expression of the views of the majority of the members in writing; but any member is entitled to require that the decision be deferred and the matter on which a decision is sought be considered at a meeting of the board.

4. Minutes of board meetings.

(1) The board shall cause to be recorded and kept minutes of all its meetings in a manner prescribed by the board.

(2) The minutes recorded under subsection (1) shall be submitted to and confirmed by the board at its meeting next following that to which the minutes relate, and on confirmation, the minutes shall be signed by the chairperson and the secretary in the presence of the other members present at that meeting.

5. Residual power of the board to regulate its proceedings.

Subject to this Schedule, the board may regulate its own proceedings.

History: Act 7/1998.

Cross References

Bankruptcy Act, Cap. 67.
Births and Deaths Registration Act, Cap. 309.
Building Societies Act, Cap. 108.
Business Names Registration Act, Cap. 109.
Chattels Transfer Act, Cap. 70.
Children Act, Cap. 59.
Companies Act, Cap. 110.
Constitution of 1995.
Customary Marriage (Registration) Act, Cap. 248.
Marriage Act, Cap. 251.
Partnership Act, Cap. 114.
Patents Act, Cap. 216.
Registration of Documents Act, Cap. 81.
Stamps Act, Cap. 342.
Trademarks Act, Cap. 217.