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Transport Integration Act 2010

TRANSFER ORDER (VICTORIAN PORTS CORPORATION (MELBOURNE))
(ESTABLISHMENT OF PORTS VICTORIA) NO. 1/2021

Order in Council

The Governor in Council under section 66B of the **Transport Integration Act 2010** orders that the property, rights and liabilities of the Victorian Ports Corporation (Melbourne) specified in the Schedule to this Order be transferred to Ports Victoria.

This Order takes effect on 1 July 2021 (being the transfer date).

This Order may be cited as the Transfer Order (Victorian Ports Corporation (Melbourne)) (Establishment of Ports Victoria) No. 1/2021.

Dated: 29 June 2021

Responsible Minister:

HON. MELISSA HORNE MP
Minister for Ports and Freight

SAMUAL WALLACE
Acting Clerk of the Executive Council

Transport Integration Act 2010

TRANSFER ORDER (VICTORIAN PORTS CORPORATION (MELBOURNE))
(ESTABLISHMENT OF PORTS VICTORIA) NO. 1/2021

SCHEDULE

The property, rights and liabilities specified in this Schedule are those specified in section 2 of this Schedule.

1 Definitions and interpretation

1.1 Definitions

Expressions used in this Order have the meaning given to them in sections 3 and 66A of the **Transport Integration Act 2010**.

1.2 Interpretation

Headings are for convenience only and do not affect interpretation.

The following rules apply unless the context requires otherwise:

- (a) A reference to anything being done by or in relation to the Victorian Ports Corporation (Melbourne) includes anything done by or in relation to a statutory body from which the Victorian Ports Corporation (Melbourne) has assumed or had transferred to it any property, rights or liabilities specified in this Order.

2 Transfer of property, rights and liabilities

2.1 General transfer

All of the property, rights and liabilities of the Victorian Ports Corporation (Melbourne) are transferred to Ports Victoria, except for—

- (a) the Victorian Ports Corporation (Melbourne)'s official seal; and
- (b) contracts of employment and any enterprise agreement to which the Victorian Ports Corporation (Melbourne) is a party.

Note:

- (1) The process under section 66N of the **Transport Integration Act 2010** will be adopted to give effect to the transfer of employees from the Victorian Ports Corporation (Melbourne) and the Victorian Regional Channels Authority to Ports Victoria.

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- (2) Under section 313 of the **Fair Work Act 2009** (Cth), where an enterprise agreement covers transferring employees immediately before the termination of their employment with the old employer (such as the Victorian Ports Corporation (Melbourne)), that same enterprise agreement will then transfer to the new employer (such as Ports Victoria) and will cover the new employer and the transferring employees in relation to the transferring work once the transferring employees are employed by the new employer (such as Ports Victoria).
- (3) The transfer of an enterprise agreement as a result of the operation of section 313 of the **Fair Work Act 2009** (Cth) is consistent with the transfer of employees under section 66N of the **Transport Integration Act 2010** (i.e. on terms and conditions of employment no less favourable overall).

2.2 Inclusive description

Without limiting section 2.1, the property, rights and liabilities of the Victorian Ports Corporation (Melbourne) transferred to Ports Victoria include the following:

(a) Contracts

All agreements, deeds, arrangements and understandings (not including contracts of employment or enterprise agreements) which were entered into by or on behalf of the Victorian Ports Corporation (Melbourne) or to which the Victorian Ports Corporation (Melbourne) is a party or under which the Victorian Ports Corporation (Melbourne) has any rights or liabilities, together with:

- (i) all bank guarantees and security deposits held by the Victorian Ports Corporation (Melbourne) or to which the Victorian Ports Corporation (Melbourne) is entitled in respect of those agreements; and
- (ii) all rights or interests under any insurance policy relating to those agreements, each as amended, supplemented or novated from time to time.

(b) Book Debts and Prepayments

All amounts owing or due to the Victorian Ports Corporation (Melbourne) by trade and other debtors and prepayments by the Victorian Ports Corporation (Melbourne) to suppliers of goods and services to the Victorian Ports Corporation (Melbourne) as at the relevant date.

(c) Assets and Infrastructure

All tangible assets and infrastructure and rights in relation to assets and infrastructure including, without limitation:

- (i) plant and equipment;
- (ii) furniture and fittings;
- (iii) motor vehicles;
- (iv) vessels;
- (v) information technology systems and equipment; and
- (vi) other chattels

not including the Victorian Ports Corporation (Melbourne)'s official seal.

(d) Real Property

All rights and interests of any kind in or in relation to real property including without limitation:

- (i) freehold title;
- (ii) rights in respect of Crown Land;
- (iii) leasehold interests;
- (iv) easements; and
- (v) profits a prendre.

(e) **Securities and accounts**

All:

- (i) shares, debentures, stocks, bonds and other securities of any kind and all legal or equitable interests in relation to them; and
- (ii) all bank accounts and other entitlements of any kind in relation to moneys held by or deposited with any person and all legal or equitable rights in relation to them.

(f) **Intellectual Property**

All forms of intellectual or industrial property, whether protected by statute, at common law or equity, including without limitation any patent, invention, copyright, design (whether or not registrable), registered and unregistered trade mark, trade secret, domain name, moral right, circuit layout design or right in relation to circuit layouts, right to confidential information, technical information, processes, techniques and know-how.

(g) **Books and Records**

All notices, correspondence, books of account, plans, drawings, orders, enquiries and other documents, whether written, on computer disks or tapes or other machine readable form.

(h) **Authorisations**

All licences, accreditations, permits, registrations, consents, concessions, approvals and authorisations issued, granted, approved or otherwise given to the Victorian Ports Corporation (Melbourne).

(i) **Claims and Proceedings**

All demands, claims, actions or proceedings made or brought by or against the Victorian Ports Corporation (Melbourne), however arising and whether present, unascertained, immediate, future or contingent.

Transport Integration Act 2010TRANSFER ORDER (VICTORIAN REGIONAL CHANNELS AUTHORITY)
(ESTABLISHMENT OF PORTS VICTORIA) NO. 2/2021

Order in Council

The Governor in Council under section 66B of the **Transport Integration Act 2010** orders that the property, rights and liabilities of the Victorian Regional Channels Authority specified in the Schedule to this Order be transferred to Ports Victoria.

This Order takes effect on 1 July 2021 (being the transfer date).

This Order may be cited as the Transfer Order (Victorian Regional Channels Authority) (Establishment of Ports Victoria) No. 2/2021.

Dated: 29 June 2021

Responsible Minister:

HON. MELISSA HORNE MP
Minister for Ports and Freight

SAMUAL WALLACE
Acting Clerk of the Executive Council

Transport Integration Act 2010TRANSFER ORDER (VICTORIAN REGIONAL CHANNELS AUTHORITY)
(ESTABLISHMENT OF PORTS VICTORIA) NO. 2/2021

SCHEDULE

The property, rights and liabilities specified in this Schedule are those specified in section 2 of this Schedule.

1 Definitions and interpretation**1.1 Definitions**

Expressions used in this Order have the meaning given to them in sections 3 and 66A of the **Transport Integration Act 2010**.

1.2 Interpretation

Headings are for convenience only and do not affect interpretation.

The following rules apply unless the context requires otherwise:

- (a) A reference to anything being done by or in relation to the Victorian Regional Channels Authority includes anything done by or in relation to a statutory body from which the Victorian Regional Channels Authority has assumed or had transferred to it any property, rights or liabilities specified in this Order.

2 Transfer of property, rights and liabilities**2.1 General transfer**

All of the property, rights and liabilities of the Victorian Regional Channels Authority are transferred to Ports Victoria, except for—

- (a) the Victorian Regional Channels Authority's official seal; and
- (b) contracts of employment and any enterprise agreement to which the Victorian Regional Channels Authority is a party.

Note:

- (1) The process under section 66N of the **Transport Integration Act 2010** will be adopted to give effect to the transfer of employees from the Victorian Ports Corporation (Melbourne) and the Victorian Regional Channels Authority to Ports Victoria.
- (2) Under section 313 of the **Fair Work Act 2009** (Cth), where an enterprise agreement covers transferring employees immediately before the termination of their employment with the old employer (such as the

Victorian Ports Corporation (Melbourne)), that same enterprise agreement will then transfer to the new employer (such as Ports Victoria) and will cover the new employer and the transferring employees in relation to the transferring work once the transferring employees are employed by the new employer (such as Ports Victoria).

- (3) The transfer of an enterprise agreement as a result of the operation of section 313 of the **Fair Work Act 2009** (Cth) is consistent with the transfer of employees under section 66N of the **Transport Integration Act 2010** (i.e. on terms and conditions of employment no less favourable overall).

2.2 Inclusive description

Without limiting section 2.1, the property, rights and liabilities of the Victorian Regional Channels Authority transferred to Ports Victoria include the following:

(a) **Contracts**

All agreements, deeds, arrangements and understandings (not including contracts of employment or enterprise agreements) which were entered into by or on behalf of the Victorian Regional Channels Authority or to which the Victorian Regional Channels Authority is a party or under which the Victorian Regional Channels Authority has any rights or liabilities, together with:

- (i) all bank guarantees and security deposits held by the Victorian Regional Channels Authority or to which the Victorian Regional Channels Authority is entitled in respect of those agreements; and
- (ii) all rights or interests under any insurance policy relating to those agreements, each as amended, supplemented or novated from time to time.

(b) **Book Debts and Prepayments**

All amounts owing or due to the Victorian Regional Channels Authority by trade and other debtors and prepayments by the Victorian Regional Channels Authority to suppliers of goods and services to the Victorian Regional Channels Authority as at the relevant date.

(c) **Assets and Infrastructure**

All tangible assets and infrastructure and rights in relation to assets and infrastructure including, without limitation:

- (i) plant and equipment;
- (ii) furniture and fittings;
- (iii) motor vehicles;
- (iv) vessels;
- (v) information technology systems and equipment; and
- (vi) other chattels

not including the Victorian Regional Channels Authority's official seal.

(d) **Real Property**

All rights and interests of any kind in or in relation to real property including without limitation:

- (i) freehold title;
- (ii) rights in respect of Crown Land;
- (iii) leasehold interests;
- (iv) easements; and
- (v) profits a prendre.

(e) **Securities and accounts**

All:

- (i) shares, debentures, stocks, bonds and other securities of any kind and all legal or equitable interests in relation to them; and

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- (ii) all bank accounts and other entitlements of any kind in relation to moneys held by or deposited with any person and all legal or equitable rights in relation to them.
 - (f) **Intellectual Property**

All forms of intellectual or industrial property, whether protected by statute, at common law or equity, including without limitation any patent, invention, copyright, design (whether or not registrable), registered and unregistered trade mark, trade secret, domain name, moral right, circuit layout design or right in relation to circuit layouts, right to confidential information, technical information, processes, techniques and know-how.
 - (g) **Books and Records**

All notices, correspondence, books of account, plans, drawings, orders, enquiries and other documents, whether written, on computer disks or tapes or other machine readable form.
 - (h) **Authorisations**

All licences, accreditations, permits, registrations, consents, concessions, approvals and authorisations issued, granted, approved or otherwise given to the Victorian Regional Channels Authority.
 - (i) **Claims and Proceedings**

All demands, claims, actions or proceedings made or brought by or against the Victorian Regional Channels Authority, however arising and whether present, unascertained, immediate, future or contingent.
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