

**N.R.C.D. 193**  
**ARCHITECTURAL AND ENGINEERING SERVICES CORPORATION**  
**ACT, 1973**

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**N.R.C.D. 193**

**ARCHITECTURAL AND ENGINEERING SERVICES CORPORATION ACT, 1973(1)**

**AN ACT to provide for the establishment of the Architectural and Engineering Services Corporation and for related matters.**

*Establishment of the Corporation*

**1. Establishment of the Corporation**

(1) There is hereby established a body corporate to be known as the Architectural and Engineering Services Corporation.

(2) The Corporation shall have perpetual succession and a common seal and may sue and be sued in its corporate name.

(3) The Corporation may for and in connection with the carrying out of its objects purchase, hold, manage or dispose of movable or immovable property and may enter into contracts and transactions that are expedient.

**2. Compulsory acquisition of property**

Where there is a hindrance to the acquisition by the Corporation of property, the property may be acquired for the Corporation under the State Property and Contracts Act, 1960 (C.A. 6) or under the State Lands Act, 1962 (Act 125) and each Act shall apply in relation to the acquisition with the modifications that are necessary to provide for the vesting of the property acquired in the Corporation and for the cost of the acquisition to be defrayed by the Corporation.

*Objects of the Corporation*

**3. Objects**

(1) The objects of the Corporation are,

- (a) to provide consultancy services in respect of the works required by or on behalf of the Government in the fields of engineering, building and architecture, urban and regional planning and development;

- (b) to carry out technical studies in planning, designing as well as the supervision of the infrastructural works that will assist the economic and social development of the country;
  - (c) to undertake the investigation, survey, design, administration and management both in the Republic and elsewhere of all kinds of architectural and engineering consultancy works, whether public or private including the design of houses, highways, airfields, bridges, harbour, water supplies and sewerage systems, soils and foundations investigation;
  - (d) to undertake the testing of construction materials, surveying and mapping, valuation and appraisal of property, and design of irrigation works;
  - (e) to carry on any other activities as appear to the Board to be conducive or incidental to the attainment of all or any of the objects of the Corporation.
- (2) The Corporation may charge fees in respect of any of its objects specified in subsection (1).
- (3) A Ministry, or department of State, Government agency or statutory corporation shall not engage the services of a consultant for a work falling within the objects of the Corporation or within its competence without the prior approval in writing of the Minister.
- (4) The Minister may, on the advice of the Board, give directions in writing to a Ministry, department of State, Government agency or statutory corporation with regard to the engagement of consultants in respect of all technical works, and the Ministry, department of State, agency or corporation shall comply with the directions.

#### *The Board*

#### **4. The Board**

- (1) The governing body of the Corporation is a Board.
- (2) The Board consists of the chairman and four other persons appointed by the President in accordance with article 70 of the Constitution.

#### **5. Qualifications and tenure of office**

- (1) The members of the Board shall hold office on the terms and conditions including the payment of the remuneration or allowances determined by the President on the recommendations of the Minister.
- (2) A person does not qualify to be a member of the Board if that person
- (a) has been sentenced to death or to a term of imprisonment exceeding twelve months without the option of a fine or has been convicted of an offence involving dishonesty or moral turpitude and has not in each case been granted a free pardon; or
  - (b) having been declared an insolvent or a bankrupt under a law in the Republic or any other country is an undischarged insolvent or bankrupt; or
  - (c) is adjudged to be a person of unsound mind.
- (3) A member of the Board may resign from office by giving a month's notice in writing addressed to the President but a member of the Board may at any time be removed from office by the President if in the opinion of the President it is in the best interest of the Board to do so.
- (4) Where the office of a member of the Board becomes vacant the Minister shall notify the President of the occurrence of the vacancy and in the case of a member other than the Chief Consultant, where the

vacancy occurs before the term of office expires another person shall be appointed in accordance with section 4 to hold office for the unexpired portion of the previous holder's term of office.

(5) Subject to this Act, where a member of the Board is unable by reason of absence from Ghana or illness or any other sufficient cause to perform the functions of office, the President may appoint another person to hold that office until the member is able again to perform the functions of office or until the expiry of the term of office of the member whichever first occurs.

(6) A member of the Board is eligible for re-appointment.

## **6. Functions of the Board**

(1) The Board shall, subject to this Act, have the sole management of the property, business and funds of the Corporation, and any other affairs and concerns of the Corporation.

(2) The Board shall, in addition to its functions under subsection (1),

- (a) enter into a contract for or on behalf of the Corporation;
- (b) collect the moneys due to the Corporation and discharge the debts owed by the Corporation;
- (c) sign, accept, negotiate, endorse and receipt a negotiable instrument;
- (d) make or authorise the acquisition of movable or immovable property and the withdrawal, transfer or allocation of any of the funds of the Corporation;
- (e) authorise the disposal of securities of any kind belonging to the Corporation;
- (f) open and operate the current accounts, deposit or credit accounts at the Bank of Housing and Construction and any other Bank or financial institution;
- (g) obtain loans and determine the nature and conditions of the loans.

## **7. Meetings of the Board**

(1) The Board shall meet at least once in every three months for the despatch of business at the times and at the places that the chairman may appoint.

(2) The chairman shall at the written request of not less than half the members of the Board convene a special meeting of the Board.

(3) The chairman shall preside at the meetings of the Board and in the absence of the chairman, a member of the Board appointed by the members present from among themselves shall preside.

(4) Questions proposed at a meeting of the Board shall be determined by a simple majority of the members present and voting, and in the event of an equality votes the person presiding shall have a casting vote.

(5) The quorum at a meeting of the Board is three.

(6) The minutes of every meeting of the Board shall be recorded in a register and signed by the chairman of the meeting.

(7) The Board may, at any time, co-opt a person to act as an adviser at any of its meeting, but a person so co-opted is entitled to vote at the meeting on a matter for decision by the Board.

(8) The validity of the proceedings of the Board shall not be affected by a vacancy among its members or by a defect in the appointment of any of them.

(9) A member of the Board who has an interest in a company or an undertaking with which the Corporation proposes to enter into a contract shall disclose in writing to the Board the nature of the interest and is disqualified from participating in the deliberations of the Board on the contract and is disqualified from voting in a decision of the Board on that contract and a member who infringes a provision of this subsection is liable to be removed from the Board.

## **8. Allowances**

There shall be paid out of the funds of the Corporation to a person co-opted by the Board under section 7 the subsistence, travelling and any other allowances and at the rates approved by the Minister.

### *Management and Staff*

## **9. Chief consultant**

(1) The Corporation shall have a managing director to be designated the chief consultant.

(2) A person of recognised technical and professional standing is qualified to be appointed as chief accountant by the President in accordance with article 195 of the Constitution on the advice of the Minister.

(3) The chief consultant shall hold office for a period of five years on the terms and conditions specified by the President in the instrument of appointment.

(4) Subject to this Act the chief consultant is responsible for the day-to-day administration of the affairs of the Corporation and for the implementation of the decisions of the Board.

(5) The chief consultant shall attend the meetings of the Board but is not entitled to vote at the meetings.

(6) Where the office of the chief consultant becomes vacant the Board shall notify the Minister who shall in turn notify the President of the occurrence of the vacancy.

(7) Where the chief consultant is incapacitated from the performance of functions under this Act, the Board may authorise the deputy chief consultant to perform those functions for the duration of the incapacity.

(8) The chief consultant may delegate to an employee of the Corporation or to any other person any of the functions under this Act of the chief accountant and may impose the appropriate conditions.

(9) Subsection (8) shall not be construed to absolve the chief consultant from ultimate responsibility for an act done by a person in pursuance of the delegation.

## **10. Execution of contracts**

(1) The use of the seal of the Corporation shall be authenticated by the signatures of

- (a) the chairman or any other member of the Board authorised by the Board to authenticate the application of the seal, and
- (b) the chief consultant or any other officer of the Corporation authorised by the Board to act in the place of the chief consultant for that purpose.

(2) The Corporation may by instrument in writing under its common seal empower a person generally or in respect of a specific matter as its attorney, to execute deeds on its behalf in a place outside the

Republic; and every deed signed by the attorney on behalf of the Corporation and under the seal of the attorney is binding on the Corporation and shall have the same effect as if it were under the common seal of the Corporation.

(3) An instrument or a contract which, if executed or entered into by a person other than a body corporate, would not require to be under seal, may be executed or entered into on behalf of the Corporation by the chairman or any other member of the Board authorised by the Board to execute or enter into that particular instrument or contract.

(4) The Corporation may by writing under the common seal appoint a person outside the Republic as agent to execute or enter into the instrument or contract and the instrument or contract if executed or entered into on behalf of the Corporation shall have effect as if it had been duly executed or entered into as prescribed for the purposes of the subsection.

(5) A document purporting to be an instrument executed or issued by or on behalf of the Corporation and to be

- (a) sealed with the common seal of the Corporation in the manner provided by subsection (1), or
- (b) signed by and under the seal of the person appointed attorney under subsection (2), or
- (c) signed by the chairman or by a member of the Board or any other person authorised in accordance with subsection (3) to act for that purpose,

shall be deemed to be so executed or issued until the contrary is known.

(6) This section shall have effect subject to section 6 of this Act and of section 12 of the Contracts Act, 1960 (Act 25).

## **11. Staff of the Corporation**

(1) The Corporation may from time to time engage the employees as are necessary for the proper and efficient conduct of its business and for the attainment of its objects.

(2) Subject to article 195 of the Constitution, the Minister on the recommendation of the Board, is responsible for the appointment, discipline and removal of a person in respect of the post of Deputy Chief Consultant, sectional head or any other similar post in the Corporation.

(3) Subject to subsection (1), the Board is responsible for the appointment, discipline and removal of a person in respect of a post in the Corporation.

(4) Subject to article 195 of the Constitution, the Board may delegate to the chief consultant or to any other officer of the Corporation the power to appoint, discipline and remove a person in respect of a post the initial salary attached to which is less than the annual official minimum wage.

(5) The Board shall not delegate to an officer of the Corporation, other than the chief consultant, the power to appoint, discipline or remove a person in respect of a post the initial salary attached to which exceeds the annual minimum wage.

(6) Public officers may be transferred or seconded to the Corporation or may otherwise give assistance to the Corporation.

(7) Where an officer receiving a pensionable emolument in the public service is seconded to the Corporation the period which the officer serves with the Corporation shall, for purposes of computation of time and amount of pension under the Pensions Act, 1950(2) be deemed to be service in a pensionable office.

(8) Public officers on transfer or secondment to the Corporation are subject to the disciplinary rules of the Corporation.

## **12. Secretary of the Corporation**

(1) The Corporation shall have a secretary who shall be appointed by the Board on the terms and conditions that the Board may with the approval of the Minister determine.

(2) The secretary shall act as secretary to the Board and shall, subject to the directions of the Board, arrange the business for and record and keep the minutes of the meetings of the Board in the form prescribed in section 7.

(3) Without prejudice to subsection (2), the secretary is responsible for the legal matters relating to the Corporation and shall perform the functions that the Board may by writing direct or as the chief consultant may by writing delegate and shall be assisted by the staff of the Corporation as directed by the Board on the recommendations of the chief consultant.

## **13. Internal auditor**

(1) The Corporation shall have an internal auditor who shall be appointed by the Board with the approval of the Auditor-General.

(2) Subject to this Act the internal auditor is responsible to the chief consultant for the performance of functions.

(3) As part of the functions under this Act, the internal auditor shall prepare and submit to the chief consultant as soon as practicable after the end of each month a report on the internal audit work carried out during that month.

(4) The internal auditor shall make in the report the necessary observations as to the conduct of the financial affairs of the Corporation during the month to which the report relates.

(5) The internal auditor shall send a copy each of the report prepared under this section to, the Minister responsible for Finance, the Auditor-General and the members of the Board.

(6) The internal auditor shall not be removed from office without the prior approval in writing of the Auditor-General.

(7) This section should be read and construed as one with the Internal Audit Agency Act, 2003, (Act 658) and where there is a conflict this Act shall prevail.

## **14. Prohibition on sponsoring appointments**

A member of the Board shall not personally sponsor an application for the employment of a person under this Act and a member who infringes this section shall cease to be a member of the Board.

## **15. Staff welfare fund**

(1) The Corporation shall have a staff welfare fund.

(2) At the end of each financial year the Corporation shall transfer to the staff welfare fund an amount of money not exceeding five percent of the net profit of the Corporation as approved by the Minister.

(3) The Corporation may use the staff welfare fund for the provision of welfare facilities, such as canteen, low interest bearing staff welfare loans, recreational facilities and for purposes aimed at

enhancing the welfare of the staff of the Corporation.

### *Financial Provisions*

#### **16. Capital and funds of the Corporation**

The Government may provide to the Corporation as working capital and also as moneys required for performing the functions of the Corporation the sums of money that the Minister may after consultation with the President agree, being sums requested by the Board from the Government.

#### **17. Depreciation fund**

(1) The Corporation shall have a depreciation fund and for this purpose the Corporation shall open a depreciation reserve account with the Bank of Housing and Construction.

(2) At the end of each financial year the Corporation shall transfer to the credit of the depreciation reserve account the amounts charged to profit and loss account in respect of depreciation of buildings, plant and equipment, fixtures and any other fixed assets.

(3) The amounts transferred to the depreciation reserve account shall be utilised only to replace fixed assets which are worn out or have become obsolete.

(4) Expenditure in respect of current repairs and in respect of purchases of spare parts shall not be met out of the depreciation reserve account but shall be charged to the income and expenditure account of the Corporation for the financial year during which the expenditure is incurred.

#### **18. Payments into Consolidated Fund**

(1) At the end of each financial year, after the Corporation has made provision for bad and doubtful debts, depreciation of assets, contributions to staff welfare and superannuation funds and for any other contingencies, there shall, on the recommendation of the Board and with the approval of the Minister, be appropriated for distribution as bonuses to the staff of the Corporation, a sum equal to fifty percent of the remaining net profit of the Corporation.

(2) The Board, on the advice of the Minister responsible for Finance, shall determine in respect of each financial year how much of the remaining fifty percent of the Corporation's net profit shall be paid into the Consolidated Fund.

#### **19. Borrowing powers**

(1) Subject to article 181 of the Constitution, and to section 6, the Corporation may obtain loans or any other credit facilities on the guarantee of the Government from the National Investment Bank or the Bank of Housing and Construction, or from any other Bank approved by the Minister responsible for Finance.

(2) In addition to the powers of the Corporation under subsection (1), the Corporation may with the prior approval of the Minister responsible for Finance borrow money from any other source.

(3) The Corporation may borrow temporarily by way of overdraft or otherwise the sums of money it may require for meeting its current obligations or performing its functions.

(4) The Minister responsible for Finance may on behalf of the Government guarantee the performance of an obligation or undertaking by the Corporation under this section.

(5) The Minister responsible for Finance may from time to time prescribe the maximum sums which the Corporation may borrow under subsection (1) or (2).

## **20. Books of account**

(1) The Corporation shall keep proper books of account and proper records in relation to the accounts.

(2) The account books and records of the Corporation shall be in the form approved by the Auditor-General.

(3) The Corporation shall prepare in respect of each financial year a statement of accounts in the form prescribed by the Minister with the approval of the Minister responsible for Finance.

(4) The statement shall include

- (a) a balance sheet, statement of income and expenditure and a statement of surplus containing the information that had the Corporation been a registered company under the Companies Act, 1963 (Act 179) would be required to be laid before the company by the directors at an annual meeting, and
- (b) any other information in respect of the financial affairs of the Corporation that the Minister responsible for Finance may require.

## **21. Financial year of Corporation**

The financial year of the Corporation shall end on the 30th June in each year unless otherwise varied by the Board with the prior approval of the Minister.

## **22. Audit**

(1) The books and accounts of the Corporation shall be audited each year by the Auditor-General.

(2) The Auditor-General shall not later than the 30th day of September in each year forward to the Minister a copy of the audited accounts of the Corporation for the financial year ending 30th June immediately preceding and the Auditor-General's report on the audit.

(3) The report of the Auditor-General shall state whether the

- (a) proper books of account have been kept by the Corporation,
- (b) the financial statement of the Corporation was prepared on a basis consistent with that of the preceding year and is in agreement with the books of accounts of the Corporation, and
- (c) the balance sheet gives a true and fair view of the income and expenditure or profit and loss of the Corporation for the financial year,

and the Auditor-General shall call attention of the Minister to a matter falling within the scope of the examination which should be brought to the attention of the President.

## **23. Financial plan**

(1) The Corporation shall within three months after the end of each financial year prepare and submit to the Minister a financial plan for the ensuing financial year.

(2) The financial plan in respect of each financial year shall include

- (a) the expected turnover and gross receipts for the financial year,

- (b) a full breakdown of the Corporation's expected expenditure in terms of purchases, wages, salaries, overheads, administrative costs, materials and stores, financial costs such as loans and bank charges,
  - (c) the expected costs as well as income both in foreign and local currencies in respect of the financial year,
  - (d) the expected financial requirements of the Corporation of foreign exchange and the sources from which the necessary funds are expected to be derived to meet those requirements; whether from the Corporation's own funds or otherwise, and
  - (e) any other particulars that the Minister may from time to time request.
- (3) The Minister may approve, modify or recommend changes in the financial plan as he thinks fit.

### *Miscellaneous*

#### **24. Minister's power of direction**

The Minister may, subject to this Act, give general directions in writing to the Corporation on matters of policy and the Corporation shall comply with the directions.

#### **25. By-laws**

(1) The Board of the Corporation may make by-laws for the purposes of carrying into effect the provisions and principles of this Act and for regulating a matter falling within the scope of the functions of the Corporation.

(2) Without prejudice to subsection (1) the Board may, subject to the Social Security Act, 1973,3(3) make by-laws or any other instruments under that subsection for providing the conditions of service of the staff of the Corporation, including, if the Board thinks fit, the operation of a contributory provident fund.

#### **26. Payment of bonuses**

Subject to the successful business operations of the Corporation in any financial year the Board may, at the end of that financial year, pay to its employees from the profits declared by the Corporation the bonuses determined by the Board.

#### **27. Vesting of assets**

(1) On the commencement of this Act there shall vest in the Corporation at a valuation to be fixed by the Minister the assets of the Public Works Department that may be transferred to the Corporation.

(2) Unless otherwise directed by the Minister the Corporation is responsible for the liabilities and contracts which may have been incurred or entered into by the Public Works Department before the commencement of this Act in respect of any of the functions to be performed by the Corporation under this Act, and the matters relating to the liabilities and contracts shall be carried out on and after that date by the Corporation as if the Corporation incurred those liabilities or entered into those contracts.

#### **28. Interpretation**

In this Act, unless the context otherwise requires,

**“Auditor-General”** includes an auditor appointed by the Auditor-General;

**“Board”** means the governing body of the Corporation;

**“Chief consultant”** means the managing director;

**“Minister”** means the Minister responsible for Works and Housing;

**“Corporation”** means the Architectural and Engineering Services Corporation established by section 1.

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## Endnotes

### 1 (Popup - Footnote)

1. The Act was issued as the Architectural and Engineering Services Decree 1973, made on the 27th day of July, 1973, and notified in the *Gazette* on 3rd August, 1997.

### 2 (Popup - Footnote)

2. [Cap. 30](#) of the 1951 Edition of the Laws of the Gold Coast.

### 3 (Popup - Footnote)

3. N.R.C.D. 127.