



Western Samoa

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AN ACT to amend and consolidate the law relating to partnership.

[23 December 1975]

BE IT ENACTED by the Legislative Assembly of Western Samoa in Parliament assembled as follows:—

1. Short title—The short title of this Act is the Partnership Act 1975.

2. Interpretation—In this Act, if not inconsistent with the context,—

“Business” includes every trade, occupation, or profession:

“Court” includes every Court and Judge having jurisdiction in the case:

“Firm” means the persons collectively who have entered into partnership with one another:

“Firm name” means the name of the firm.

3. Saving for rules of equity and common law—The rules of equity and of common law applicable to partnership shall continue in force except so far as they are inconsistent with the express provisions of this Act.

NATURE OF PARTNERSHIP

4. Definition of partnership—(1) Partnership is the relation which subsists between persons carrying on a business in common with a view to profit.

(2) The relation between members of any company or association registered as a company under any Act for the time being in force and relating to the registration of companies, or formed or incorporated by or in pursuance of any other Act, is not a partnership within the meaning of this Act.

5. Rules for determining existence of partnership—In determining whether a partnership does or does not exist regard shall be had to the following rules:

(a) Joint tenancy, tenancy in common, joint property, or part ownership does not of itself create a part-

nership as to anything so held or owned, whether the tenants or owners do or do not share any profits made by the use thereof.

- (b) The sharing of gross returns does not of itself create returns have or have not a joint or common right or interest in any property from which or from the use of which the returns are derived;
- (c) The receipt by a person of a share of the profits of a business is prima facie evidence that he is a partner in the business, but the receipt of such a share or of a payment contingent on or varying with the profits of a business does not of itself make him a partner in the business.

RELATIONS OF PARTNERS TO PERSONS DEALING WITH THEM

6. Power of partner to bind the firm—Every partner is an agent of the firm and his other partners for the purpose of the business of the partnership; and the acts of every partner who does any act for carrying on in the usual way business of the kind carried on by the firm of which he is a member bind the firm and his partners, unless the partner so acting has in fact no authority to act for the firm in the particular matter, and the person with whom he is dealing either knows that he has no authority or does not know or believe him to be a partner.

7. Partners bound by acts on behalf of firm—An act or instrument relating to the business of the firm, and done or executed in the firm name, or in any other manner showing an intention to bind the firm, by any person thereto authorised, whether a partner or not is binding on the firm and all the partners.

Provided that this section shall not affect any general rule of law relating to the execution of deeds or negotiable instruments.

8. Partner using credit of firm for private purposes—Where one partner pledges the credit of the firm for a purpose apparently not connected with the firm's ordinary

course of business, the firm is not bound unless he is in fact specially authorised by the other partners; but this section does not affect any personal liability incurred by an individual partner.

9. Effect of notice that firm will not be bound by acts of partner—If it has been agreed between the partners that any restriction shall be placed on the power of any one or more of them to bind the firm, no act done in contravention of the agreement is binding on the firm with respect to persons having notice of the agreement.

10. Liability of partners—Every partner in a firm is liable jointly with the other partners for all debts and obligations of the firm incurred while he is a partner; and after his death his estate is also severally liable in a due course of administration for such debts and obligations as far as they remain unsatisfied, but subject to the prior payment of his separate debts.

11. Liability of the firm for wrongs—Where by the wrongful act or omission of any partner acting in the ordinary course of the business of the firm, or with the authority of his co-partners, loss or injury is caused to any person not being a partner in the firm, or any penalty is incurred, the firm is liable therefor to the same extent as the partner so acting or omitting to act.

12. Misapplication of money received for firm, etc.—In the following cases, namely,—

- (a) Where one partner acting within the scope of his apparent authority receives the money or property of a third person and misapplies it; and
- (b) Where a firm in the course of its business receives money or property of a third person, and the money or property so received is misapplied by one or more of the partners while it is in the custody of the firm,—

13. Joint and several liability—Every partner is liable jointly with his co-partners and also severally for everything for which the firm, while he is a partner therein, becomes liable under either of the two last preceding sections.

14. Importer employment of trust property for partnership purposes—If a partner, being a trustee, improperly employs trust property in the business or on the account of the partnership, no other partner is liable for the trust property to the persons beneficially interested therein:

Provided that—

- (a) This section shall not affect any liability incurred by any partner by reason of his having notice of a breach of trust; and
- (b) Nothing in this section shall prevent trust money from being followed and recovered from he firm if still in its possession or under its control.

15. Persons liable by “holding out”—(1) Every one who, by words spoken or written, or by conduct, represents himself, or who knowingly suffers himself to be represented, as a partner in a particular firm is liable as a partner to any one who has, on the faith or any such representation, given credit to the firm, whether the representation has or has not been made or communicated to the person so giving credit by or with the knowledge of the apparent partner making the representation or suffering it to be made.

(2) Provided that where after a partner's death the partnership business is continued in the old firm name, the continued use of that name or of the deceased partner's name as part thereof shall not of itself make his executors or administrators estate or effects liable for any partnership debts contracted after his death.

16. Admissions and representations of partners—An admission or representation made by any partner concerning the partnership affairs, and in the ordinary course of its business, is evidence against the firm,

17. Notice to acting partner to be notice to firm—Notice to any partner who habitually acts in the partnership business of any matter relating to partnership affairs operates as notice to the firm, except in the case of a fraud on the firm committed by or with the consent of that partner.

18. Liabilities of incoming and outgoing partners—(1) A person who is admitted as a partner into an existing firm does not thereby become liable to the creditors of the firm for anything done before he became a partner.

(2) A partner who retires from a firm does not thereby cease to be liable for partnership debts or obligations incurred before his retirement.

(3) A retiring partner may be discharged from any existing liabilities by an agreement to that effect between himself and the members of the firm as newly constituted and the creditors, and this agreement may be either express or inferred as a fact from the course of dealing between the creditors and the firm as newly constituted.

19. Revocation of continuing guaranty by change in firm—A continuing guaranty given either to a firm or to a third person in respect of the transactions of a firm, is in the absence of agreement to the contrary, revoked as to future transactions by any change in the constitution of the firm to which, or of the firm in respect of the transactions of which, the guaranty was given.

RELATIONS OF PARTNERS TO ONE ANOTHER

20. Variation by consent of terms of partnership—The mutual rights and duties of partners, whether ascertained by agreement or defined by this Act, may be varied by the consent of all the partners, and such consent may be either express or inferred from a course of dealing.

21. Partnership property—(1) All property and rights and interests in property originally brought into the partnership stock, or acquired (whether by purchase or otherwise) on account of the firm or for the purposes and in the course of the partnership business, are called in this Act “partnership property”, and must be held and applied by the partners exclusively for the purposes of the partnership and in accordance with the partnership agreement.

(2) Provided that the legal estate or interest in any land which belongs to the partnership shall desolve according to the nature and tenure thereof and all the general rules of law thereto applicable, but in trust, so far as necessary, for the persons beneficially interested in the land under this section.

(3) Where co-owners of an estate or interest in any land not being itself partnership property are partners as to profits made by the use of that land or estate, and purchase other

land or estate out of the profits to be used in like manner, the land or estate so purchased belongs to them, in the absence of an agreement to the contrary, not as partners, but as co-owners for the same respective estates and interests as are held by them in the land or estate first mentioned at the date of the purchase.

22. Property bought with partnership money—Unless the contrary intention appears, property with money belonging to the firm is deemed to have been bought on account of the firm.

23. Conversion into personal estate of land held as partnership property—Where land has become partnership property it shall unless the contrary intention appears be treated as between the partners (including the representatives of a deceased partner) and also as between the heirs of a deceased partner and his executors or administrators as personal and not real estate.

24. Procedure against partnership property for partner's separate judgment debt—(1) Execution shall not issue against any partnership property except on a judgment against the firm.

(2) The Supreme Court or a Judge thereof may, on the application by summons of any judgment creditor of a partnership property and profits with payment of the amount of the judgment debt and interest thereon; and may by the same or a subsequent order appoint a receiver of that partner's share of profit (whether already declared or accruing), and of any other money coming to him in respect of partnership, and direct all accounts and inquiries and give all other orders and directions which might have been directed or given if the charge had been made in favour of the judgment creditor by the partner, or which the circumstances of the case require.

(3) The other partner or partners shall be at liberty at any time to redeem the interest charged or, in case of a sale being directed, to purchase the same.

25. Rules as to interests and duties of partners—The interests of partners in the partnership property, and their rights and duties in relations to the partnership, shall be

determined, subject to any agreement (express or implied) between the partners, by the following rules:

- (a) All the partners are entitled to share equally in the capital and profits of the business, and must contribute equally towards losses, whether of capital or otherwise, sustained by the firm;
- (b) The firm must indemnify every partner in respect of payments made and personal liabilities incurred by him—
 - (i) In the ordinary and proper conduct of the business of the firm; or
 - (ii) In or about anything necessarily done for the preservation of the business or property of the firm.
- (c) A partner making, for the purpose of the partnership any actual payment or advance beyond the amount of capital which he has agreed to subscribe is entitled to interest at the rate of five percent per annum from the date of the payment or advance;
- (d) A partner is not entitled, before the ascertainment of profits, to interest on the capital subscribed by him,
- (e) Every partner may take part in the management of the partnership business;
- (f) No partner shall be entitled to remuneration for acting in the partnership business;
- (g) No person may be introduced as a partner without the consent of all existing partners;
- (h) Any difference arising as to ordinary matters connected with the partnership business may be decided by a majority of the partners, but no change may be made in the nature of the partnership business without the consent of all existing partners;
- (i) The partnership books are to be kept at the place of business of the partnership (or the principal place if there is more than one), and every partner may when he thinks fit have access to and inspect and copy any of them.

26. Expulsion of partner—A majority of the partners cannot expel any partner unless a power to do so has been conferred by express agreement between the partners.

27. Retirement from partnership at will—(1) Where no fixed term has been agreed upon for the duration of the partnership, any partner may determine the partnership at any time on giving notice of his intention so to do to all the other partners.

(2) Where the partnership has originally been constituted by deed, a notice in writing, signed by the partner giving it, shall be sufficient for this purpose.

28. Conditions of partnership where term continued over—(1) Where a partnership entered into for a fixed term is continued after the term has expired and without any expressed new agreement, the rights and duties of the partners remain the same as they were at the expiration of the term, so far as is consistent with the incidents of a partnership at will.

(2) A continuance of the business by the partners, or such of them as habitually acted therein during the term without any settlement or liquidation of the partnership affairs is presumed to be a continuance of the partnership.

29. Duty to render accounts, etc.—Partners are bound to render true accounts and full information of all things affecting the partnership to any partner or his legal representatives.

30. Partners to account for private profits—(1) Every partner must account to the firm for any benefit derived by him without the consent of the other partners from any transaction concerning the partnership, or from any use by him of the partnership property, name, or business connection.

(2) This section applies also to transactions undertaken after a partnership has been dissolved by the death of a partner, and before the affairs thereof have been completely wound up, either by any surviving partner or by the representatives of the deceased partner.

31. Partner not to compete with firm—If a partner, without the consent of the other partners, carries on any business of the same nature as and competing with that of the firm, he must account for and pay over to the firm all profits made by him in that business.

32. Rights of assignee of share in partnership—(1) An assignment by any partner of his share in the partnership, either absolute or by way of mortgages, does not, as against the other partners, entitle the assignee during the continuance of the partnership to interfere in the management or administration of the partnership business or affairs, or to require any account of the partnership transactions, or to inspect the partnership books, but entitles the assignee only to receive the share of profits to which the assigning partner would otherwise be entitled, and the assignee must accept the account of profits agreed to by the partners.

(2) In case of a dissolution of the partnership, whether as respects all the partners or as respects the assigning partner, the assignee is entitled to receive the share of the partnership assets to which the assigning partner is entitled as between himself and the other partners, and, for the purpose of ascertaining that share, to an account as from the date of the dissolution.

DISSOLUTION OF PARTNERSHIP AND ITS CONSEQUENCES

33. Dissolution by expiration or notice—(1) Subject to any agreement between the partners, a partnership is dissolved,—

- (a) If entered into for a fixed term, by the expiration of that term;
- (b) If entered into for a single adventure or undertaking, by the termination of that adventure or undertaking;
- (c) If entered into for an undefined time, by any partner giving notice to the other or others of his intention to dissolve the partnership.

(2) In the last-mentioned case the partnership is dissolved as from the date mentioned in the notice as the date of dissolution, or, if no date is so mentioned, as from the date of the communication of the notice.

34. Dissolution by death, bankruptcy, or charge—(1) Subject to any agreement between the partners, every partnership is dissolved as regards all the partners by the death or bankruptcy of any partner.

(2) A partnership may, at the option of the other partners, be dissolved if any partner suffers his share of the partnership property to be charged under this Act for his separate debt.

35. Dissolution by illegality of partnership—A partnership is in every case dissolved by the happening of any event which makes it unlawful for the business of the firm to be carried on or for the members of the firm to carry it on in partnership.

36. Dissolution by the Court—On application by a partner the Court may declare a dissolution of the partnership in any of the following cases:

- (a) Where a partner is shown to the satisfaction of the Court to be of permanently unsound mind, in which case the application may be made as well on behalf of that partner by his committee or next friend or person having title to intervene as by any other partner;
- (b) Where a partner, other than the partner suing, becomes in any other way permanently incapable of performing his part of the partnership contract;
- (c) Where a partner, other than the partner suing, has been guilty of such conduct as in the opinion of the Court, regard being had to the nature of the business, is calculated to prejudicially affect the carrying on of the business;
- (d) Where a partner, other than the partner suing, wilfully or persistently commits a breach of the partnership agreement, or otherwise so conducts himself in matters relating to the partnership business that it is not reasonably practicable for the other partner or partners to carry on the business in partnership with him;
- (e) Where the business of the partnership can only be carried on at a loss;
- (f) Where circumstances have arisen which, in the opinion of the Court, render it just and equitable that the partnership be dissolved.

37. Rights of persons dealing with firm against apparent members—(1) Where a person deals with a firm after a change in its constitution, he is entitled to treat all apparent members of the old firm as still being members of the firm until he has notice of the change.

(2) An advertisement in a newspaper circulating in Western Samoa shall be notice as to persons who had no dealings with the firm before the date of the dissolution or change so advertised.

(3) The estate of a partner who dies or who becomes bankrupt, or of a partner who, not having been known to the person dealing with the firm to be a partner, retires from the firm, is not liable for partnership debts contracted after the date of the death, bankruptcy, or retirement respectively.

38. Right of partners to notify dissolution—On the dissolution of a partnership or retirement of a partner any partner may publicly notify the same, and may require the other partner or partners to concur for that purpose in all necessary or proper acts, if any, which cannot be done without his or their concurrence.

39. Continuing authority of partners for purposes of winding up—After the dissolution of a partnership the authority of each partner to bind the firm, and the other rights and obligations of the partners, continue (notwithstanding the dissolution) so far as may be necessary to wind up the affairs of the partnership and to complete transactions begun but unfinished at the time of the dissolution, but not otherwise:

Provided that the firm is in no case bound by the acts of a partner who has become bankrupt; but this proviso does not affect the liability of any person who has after the bankruptcy represented himself, or knowingly suffered himself to be represented, as a partner of the bankrupt.

40. Rights of partners as to application of partnership property—On the dissolution of a partnership every partner is entitled as against the other partners in the firm, and all persons claiming through them in respect of their interests as partners, to have the property of the partnership applied in payment of the debts and liabilities of the

firm, and to have the surplus assets after such payment applied in payment of what may be due to the partners respectively after deducting what may be due from them as partners of the firm; and for that purpose any partner or his representatives may, on the termination of the partnership, apply to the Court to wind up the business and affairs of the firm.

41. Apportionment of premium where partnership prematurely dissolved—Where one partner has paid a premium to another on entering into a partnership for a fixed term, and the partnership is dissolved before the expiration of that term otherwise than by the death of a partner, the Court may order the repayment of the premium or of such part thereof as it thinks just, having regard to the terms of the partnership contract and to the length of the time during which the partnership has continued, unless—

- (a) The dissolution is, in the judgment of the Court, wholly or chiefly due to the misconduct of the partner who paid the premium; or
- (b) The partnership has been dissolved by an agreement containing no provision for a return of any part of the premium.

42. Rights where partnership dissolved for fraud or misrepresentation—Where a partnership contract is rescinded on the ground of the fraud or misrepresentation of one of the parties thereto, the party entitled to rescind is, without prejudice to any other right, entitled—

- (a) To a lien on or right of retention of the surplus of the partnership assets, after satisfying the partnership liabilities, for any sum of money paid by him for the purchase of a share in the partnership and for any capital contributed by him, and
- (b) To stand in the place of the creditors of the firm for any payments made by him in respect of the partnership liabilities; and
- (c) To be indemnified, by the person guilty of the fraud or making the representation, against all the debts and liabilities of the firm.

43. Right of outgoing partner to share profits made after dissolution—(1) Where any member of a firm dies or otherwise ceases to be a partner, and the surviving or continuing

partners carry on the business of the firm with its capital or assets without any final settlement of accounts as between the firm and the outgoing partner or his estate, then, in the absence of any agreement to the contrary, the outgoing partner or his estate is entitled, at the option of himself or his representative, to such share of the profits made since the dissolution as the Court may find to be attributable to the use of his share of the partnership assets, or to interest at the rate of five per cent per annum on the amount of his share of the partnership assets.

(2) Provided that where by the partnership contract an option is given to surviving or continuing partners to purchase the interest of a deceased or outgoing partner, and that option is duly exercised, the estate of the deceased partner or the outgoing partner, or his estate, as the case may be, is not entitled to any further or other share of profits; but if any partner assuming to act in exercise of the option does not in all material respects comply with the terms thereof he is liable to account under the foregoing provisions of this section.

44. Retiring or deceased partner's share to be a debt— Subject to any agreement between the partners, the amount due from surviving or continuing partners to an outgoing partner or the representatives of a deceased partner, in respect of the outgoing or deceased partner's share, is a debt accruing at the date of the dissolution or death.

45. Distribution of assets on final settlement of accounts— In settling account between the partners after a dissolution of partnership the following rules shall, subject to any agreement, be observed:

- (a) Losses, including losses and deficiencies of capital, shall be paid first out of profits, next out of capital, and lastly, if necessary, by the partners individually in the proportion in which they were entitled to share profits;
- (b) The assets of the firm, including the sums (if any) contributed by the partners to make up losses or deficiencies of capital, shall be applied in the following manner and order:
 - (i) In paying the debts and liabilities of the firm to persons who are not partners therein:

(ii) In paying to each partner rateably what is due from the firm to him for advances as distinguished from capital:

(iii) In paying to each partner rateably what is due from the firm to him in respect of capital:

(iv) The ultimate residue, if any, shall be divided among the partners in the proportion in which profits are divisible.

46. Repeal—The Partnership Act 1908 (New Zealand) is hereby repealed as part of the law of Western Samoa.



Samoa i Sisifo

Vaevaeina

Igoa

1. Igoa pu'upu'u
2. Faamatalaina o upu
3. Faasaoina o tulafono faatonu-tonu o faiga le fa'a'au'au ma tulafono lautele

UIGA O FAIGA FA'A-PA'AGA

4. Fa'amaninoina o faiga fa'a-pa'aga
5. Tulafono faatonu-tonu mo le ilo-iloina o le iai o faiga fa'a-pa'aga

O LE VA FEAGAI AI O PA'AGA MA TAGATA O LO'O FEUTAGA'I MA I LATOU

6. Pule a le pa'aga e noatia ai le kamupani
7. E noatia pa'aga i faiga faatatau mo le kamupani
8. Faaaogaina e pa'aga o faiga tau aitalafu a le kamupani mo fuafuaga faapitoa
9. O le aoga o se faaaliga e faapea o le a le noatia le kamupani ona o faiga a pa'aga
10. Noatiaga o pa'aga
11. Noatiaga o le kamupani ona o mea sese
12. Faaaogaina sese o tupe na maua mo le kamupani, ma isi mea
13. O noatiaga tu'ufa'atasi ma ta'itoti'otasi
14. Faafaigaluegaina ma le le tatau ai o mea totino tausia mo fuafuaga a le faiga fa'a-pa'aga
15. E noatia tagata ona o le "faapea o ia o"
16. Ta'utinoga ma faamatalaga a pa'aga
17. Faaaliga i le pa'aga o lo'o galueia ave'a o se faaaliga i le kamupani
18. Noatiaga o pa'aga o le a sui mai ma pa'aga o le a faamaloloto atu
19. Solofa o se faamaoniga o lo'o fa'a'au'au pea ona o se suiga i le kamupani

FESO'OTA'IGA O PA'AGA O LE TASI I LE ISI

20. Fesui'a'iga o tu'utu'uga o le faiga fa'a-pa'aga i luga o le maliega
21. Mea totino tau faiga fa'a-pa'aga
22. Mea totino na faatauina mai i tupe a le faiga fa'a-pa'aga
23. Faaliliuina e ave'a ma mea totino tau le tagata lava ia o fanua na umia o mea totino a le faiga fa'a-pa'aga
24. Faiga faasaga aga'i i mea totino tau faiga fa'a-pa'aga mo aitalafu e 'ese ai a pa'aga i luga o se fa'a-i'uga
25. Tulafono faatonu-tonu faatatau i aia ma tiute o pa'aga
26. Faate'aina o pa'aga
27. Litaea mai le faiga fa'a-pa'aga i luga o le faitalia
28. Tu'utu'uga o le faiga faa-paaga pe a faapea ua faa'au'auina pea le vaitaimi
29. O le tiute tau le tuuina atu o faamatalaga, ma isi mea
30. Ia faailoa atu e pa'aga tupe mama faapitoa
31. Ia 'aia nei tauva pa'aga ma le kamupani
32. Aia tatau o le tagata ua faaliliuina atu i ai mo Sea i totonu o le faiga fa'a-pa'aga

FA'AUMAINA O FAIGA FA'A-PA'AGA LONA IUGA MULIMULI

33. Faaumaina ona ua faamutaina le taimi po o ona o se faaaliga
34. Faaumaina ona o le maliu, gaurmativa, po o ona ua tusia faa aitalafu
35. Faaumaina ona ua le tusa ai ma le tulafono le faiga faa-paaga
36. Faaumaina e le Faamasinoga
37. Aia tatau o tagata o loo feutega'i ma le kamupani faasaga i sui ua ma'utinoa

38. Aia tatau o paaga e faailoa atu le faaumaina
39. O le pule fa'auau pea a pa'aga mo aiaiga tau le tapunia
40. Aia tatau o pa'aga i le faaoga ina o mea totino a le faa-paaga
41. Vaevaeina i vaega o tupe e totogi le faiga faa-paaga a o le'i oo i le faasili pe a faapea ua faaumaina taimi e tatau ai
42. Aia tatau pe a faapea ua faa-umaina le faiga faa-paaga ona o
- se faiga tau faasese po o le avea ma sui o se tasi i se faiga sese
43. Aia tatau o pa'aga o le a faamalolo atu i se vaega o tupe mama na maua ina ua mavae le faa-umaina
44. Ia avea o se aitalafu le vaega o le paaga ua faamalolo po o ua maliu
45. Tufatufaina o mea totino i luga o le faamamaina mulimuli o aitalafu
46. Mea ua soloia

1975, Nu. 8

O SE TULAFONO e toe teuteu ma fa'amautuina ai le tulafono faatatau i Faiga Fa'a-pa'aga.

UA FAIA e le Fono Aoaofa o Samoa i Sisifo i totonu o le Palemene ua potopoto e faapea:—

[23 *Tesema* 1975]

1. Igoa pu'upu'u—O le igoa pu'upu'u o lenei Tulafono o le Tulafono o Faiga Fa'a-Pa'aga 1975.

2. Faamatalaina o upu—I totonu o lenei Tulafono, pe afai e le o 'ese'ese ma le fa'a'upuga o loo iai,—

“Pisinisi” e aofia ai matata ta'itasi, galuega po o matata faapitoa:

“Faamasinoga” e aofia ai Faamasinoga ta'itasi ma Faamasino e au lana pule'aga faale faamasinoga i le mata'upu:

“Kamupani” o lona uiga o tagata ua tu'ufaatasi o i latou ia ua faia se faiga fa'a-pa'aga o le tasi i le isi:

“Igoa o le kamupani” o lona uiga o le igoa o le kamupani.

3. Faasaoina o tulafono faatonutonu o faiga lē fa'a'au'au ma tulafono faale aganu'u—O tulafono faatonutonu o faiga lē fa'a'au'au ma tulafono faale aganu'u e fa'aaoga i faiga fa'a-pa'aga o le a tatau ona fa'auau pea ona fa'amamaluina vagana ai i itu ua le talafeagai ai ma tu'utu'uga fa'aalia o lenei Tulafono.

UIGA O FAIGA FAA-PAAGA

4. Fa'amaninoina o faiga fa'a-pa'aga—(1) O faiga fa'a-pa'aga o le feso'ota'iga lea o lo'o iai i le va o tagata o lo'o latou faia se pisinisi faitele ma le faamoemoe i ni tupe mamā.

(2) O le feso'ota'iga i le va o sui o so o se kamupani po o se faalapotopotoga ua faamauina o se kamupani i lalo o so o se Tulafono o lo'o fa'amamaluina i le taimi nei ma e faatatau i le faamauina o kamupani, po o pe na faia po o na faamauina e po o e tusa ai ma so o se isi Tulafono, e le o se faiga fa'a-pa'aga e tusa ai ma le uiga o lenei Tulafono.

5. Tulafono faatonutonu mo le iloiloina o le iai o le faiga fa'a-pa'aga—I le iloiloina pe mata o iai pe leai se tulaga tau faiga fa'a-pa'aga ia tatau lava ona amāna'ia tulafono faatonutonu ua ta'ua i lalo:

- (a) Pule tutusa fa'asolo i le o lo'o soifua, 'umia faatasi o se fanua e tasi i lalo o pule 'ese'ese, mea totino pulea faatasi, po o se pulea na o se vaega o le a le avea lea ia te ia lava e faia ai se faiga fa'a-pa'aga e uiga i so o se mea o faapena ona 'umia po o pulea, tusa pe o i latou o lisiina po o e pule ai latou te tufatufaina pe leai fo'i so o se tupe mama na maua mai le faaogaina o lea mea;
- (b) O le tufatufaina o tupe na maua mai ai e le'i ma'oti o le a le avea lena ia te ia lava e faia ai se faiga fa'a-pa'aga, tusa pe o tagata o lo'o latou tufatufaina ia mea e iai po o e lē iai se aia tatau faatasi po o faitele po o se aia i so o se mea totino o lo'o maua mai ai po o mai lona fa'aaogaina ni tupe;
- (c) O le mauaina e se tagata o se vaega o tupe maua mai se pisinisi o le molimau lea ua tino mai e faapea o ia o se pa'aga i totonu o le pisinisi, ae peita'i o le mauaina o se na vaega po o se totogi e faalagolago i luga o po o e fesuisuia'i ma tupe mama o se pisinisi o le a le avea lea ia te ia lava e faapea ai o ia o se pa'aga i totonu o le pisinisi.

O LE VA FEAGAI O PA'AGA MA TAGATA O LOO
FEUTAGA'I MA I LATOU

6. Pule a le pa'aga e noatia ai le kamupani—O pa'aga ta'itasi o se sui so'oupu o le kamupani ma isi a na pa'aga mo fuafuaga tau le pisinisi a le faiga fa'a-pa'aga; ma o faiga o pa'aga ta'ito'atasi o ia lea ua na faia so o se faiga e masani ai le ituaiga o pisinisi o lo'o tau'aveina e le kamupani lea o lo'o aveia ai o ia o se sui o le a noatia ai le kamupani ma a na pa'aga, vagana ai ona faapea o le pa'aga lea sa faapea ona ia faia o le mea moni e leai se pule na te faia ai mo le kamupani i le mata'upu faapitoa, ma o le tagata lea o lo'o feutaga'i ma ia pe ua na iloa e leai sana pule po o na te le iloa po o e talitonu faapea o ia o se pa'aga.

7. E noatia pa'aga i faiga faatatau mo le kamupani—O se faiga po o se pepa faamaoni e faatatau i le pisinisi a le kamupani, ma sa faia po o sa faatinoina i le igoa o le kamupani, po o i so o se tasi faiga ua faaalua ai le faamoe-moe ina ia noatia le kamupani, e so o se tagata ua faapena ona faatagaina, tusa pe se pa'aga pe leai, e noatia ai lava le kamupani ma pa'aga uma:

Ae vagana ai e faapea o lenei fuai'upu o le a le tatau ona a'afia ai so o se tulafono faatonutonu lautele o tulafono e faatatau i le faatinoina o feagaiga po o mea taua e mafai ona fa'aliliuina i tinoitupe.

8. Fa'aaogaina e pa'aga o faiga tau aitalafu a le kamupani mo fuafuaga faapitoa—Afai o se pa'aga e tasi ua na folafola atu faiga tau aitalafu a le kamupani mo se fuafuaga e foliga mai e le tau i le faiga faa pisinisi e masani ai le kamupani, e le noatia le kamupani vagana ona o le mea moni e faapea ua faatagaina faapitoa o ia e isi pa'aga; ae peita'i o lenei fuai'upu o le a le a'afia ai so o se noatiaga tau le tagata lava ia na faia e se pa'aga to'atasi.

9. O le aoga o le fa'aaliga e faapea o le a le noatia le kamupani i faiga a pa'aga—Afai ua uma ona malilie iai i le va o pa'aga e faapea o le a tatau ona faia so o se tapula'a i luga o le pule a so o se tasi po o le sili atu o i latou e noatia ai le kamupani, e leai se faiga na faia ua solia ai le maliega o le a noatia ai le kamupani i le itu i tagata ua latou iloa le maliega.

10. Noatiaga o pa'aga—O pa'aga ta'itasi uma lava i le kamupani e noatia faatasi ma isi pa'aga mo aitalafu uma ma tiute tau'ave o le kamupani na faia a o avea o ia ma pa'aga; ma ina ua tuana'i lona maliu o le a faapea fo'i ona noatia ta'itoatasi lana esetete i se auala tatau o pulega mo na aitalafu ma tiute tau'ave pe afai ua tumau pea ona le'i fa'amamaina, ae o lo'o noatia i le ulua'i tologiina mua-mua o a na aitalafu e 'ese ai.

11. Noatiaga o le kamupani ona o mea sesē—A faapea ona o faiga sese po o ona ua le faia e so o se pa'aga se faiga i le auala e masani ai o faiga faa pisinisi a le kamupani, po o faatasi ai ma le pule faataga a isi o a na pa'aga, ua mafua mai ai se pa'ū po o se manu'a i so o se tagata e le o se pa'aga i le kamupani, po o ua faia ai se faasalaga, i le e noatia lava le kamupani i le itu lava e tasi e pei o le pa'aga na faia faapea po o ua na lē faia.

12. Faaogaina sesē o tupe na taliaina mo le kamupani, ma isi mea—I itu ia ua ta'ua i lalo, e faapea,—

(a) Afai o se pa'aga e to'atasi ua na faia i totonu lava o le li'o o lana pule e pei ona manino mai ua na taliaina le tupe po o se mea totino a se tagata e 'ese mai ai ma ua na faaogaina sesē; ma

(b) Afai ua talia e le kamupani i le auala o lana pisinisi ni tupe po o mea totino a se tagata e 'ese mai ai, ma o tupe ma mea totino sa faapea ona taliaina ua faaogaina sesē e se to'atasi po o le sili atu o pa'aga a o iai ia mea i lalo o le tausiga a le kamupani,—

i le e noatia le kamupani ina ia toe faaola atu mea ua pa'ū.

13. O noatiaga tu'ufa'atasi ma ta'ito'atasi—O pa'aga ta'itasi uma lava e noatia fa'atasi ma isi ana pa'aga ma e faapea fo'i ona noatia ta'ito'atasi mo mea uma ta'itasi ia e noatia ai le kamupani a o avea o ia o se pa'aga i totonu o lea kamupani, i lalo o so o se tasi o fuai'upu e lua na se'i tuana'i atu nei.

14. Fa'afaigaluegaina ma le lē tatau ai o mea totino tausia mo fuafuaga fa'a-pa'aga—Afai o se pa'aga, ma o ia o se na te tausia, ua faafaigaluegaina ma le le tatau ai se

mea totino tausia i le pisinisi po o i luga o le faiga fa'a-pa'aga, e leai se isi pa'aga e noatia ai mo lea mea totino tausia i tagata e aiā i itu e lelei ai mai lea mea totino;

Ae vagana ai ona e faapea—

(a) O le a le tatau i lenei fuai'upu ona a'afia ai so o se noatiaga na faia e so o se pa'aga ona o le mafua-aga o lona maua o se faaaliga o le solia o le fea-gaiga o le tausia; ma

(b) E leai se mea o i totonu o lenei fuai'upu o le a tatau ona taofia ai tupe tausia mai le tulituliloaina ma toe faaolaina mai mai le kamupani pe afai o lo'o iai pea i lana tausiga po o i lalo o lana pulega.

15. E noatia tagata ona o le "fa'apea o ia o"—(1) O tagata uma lava ta'ito'atasi o lē, i 'upu e tautala a'i po o le tusia, po o i amioga, ua faapea atu o ia, po o o lē ua na tuuina atu ma lona iloa ia e ia lava ina ia fa'apea atu, o ia o se pa'aga i se kamupani faapitoa e noatia e pei o se pa'aga i so o se tasi o lē, i luga o le faatuatuaga i so o se avea ma sui faapena, ua na tuuina atu se aitalafu i le kamupani, tusa lava pe o lea avea ma sui sa faia po o sa le'i faia po o sa ta'uina atu i le tagata ua na tuuina atu le aitalafu i le po faatasi ai ma le iloa e le pa'aga lea ua manino mai ua na faia le avea ma sui po o ua na faatagaina lea mea ina ia faia.

(2) Ae vagana ai ona e faapea afai ina ua tuana'i le maliu o se pa'aga ae o lo'o fa'aaauuina pea le pisinisi fa'a-pa'aga i le igoa tuai o le kamupani, o le faaaogaina fa'aaauu pea o lona igoa po o o le pa'aga ua maliu e avea o se vaega o lea igoa o le a le tatau ai ia te ia lava ona noatia ai ia esetete po o mea totino a i latou e faatinoina po o i latou e pulea mo so o se aitalafu fa'a-pa'aga na faia ina ua tuana'i lona maliu.

16. Ta'utinoga ma faamatalaga a pa'aga—O se ta'utinoga po o se faamatalaga na faia e so o se pa'aga e uiga i mata'upu tau le fa'a-pa'aga, ma e uiga i le faiga e masani ai o lana pisinisi, o le molimau lava lea faasaga i le kamupani.

17. Faaaliga i le pa'aga o lo'o galue ia avea o se faaaliga i le kamupani—O se faaaliga i se pa'aga o lo'o masani ona galue i le pisinisi fa'a-pa'aga e uiga i so o se mea e faata-tau i mata'upu o le fa'a-pa'aga o le a avea lava o se faaaliga

i le kamupani, vagana i le itu i se faiga tau fa'asesē i luga o le kamupani na faia i le po o faatasi ai ma le maliega o lena pa'aga.

18. Noatiaga o pa'aga ua sui mai ma pa'aga ua faamalolo atu—(1) O se tagata o ia lea ua taliaina e avea o se pa'aga i totonu o se kamupani o lo'o iai pea o le a lē avea lea ma mea e noatia ai i ā i latou o lo'o nofo aitalafu iai le kamupani mo so o se mea na faia a o le'i avea o ia ma pa'aga.

(2) O se pa'aga o ia lea ua litaea mai le kamupani o le a le fa'aumaina ai i'ina le noatia o ia mo aitalafu a le fa'a-pa'aga po o tiute tau'ave na faia a o lumana'i ai lona fa'amalologa.

(3) E mafai i se pa'aga ua litaea ona faamagaloina mai so o se noatiaga o iai ona o se maliliega faapena i le va o ia ma sui o le kamupani lea ua toe faavaeina i se tulaga faafouina ma i latou o loo nofo aitalafu ai, ma o lenei maliliega e mafai ona faaalua tino po o ua manino mai e faapea o se mea moni mai le fa'agasologa o feutaga'ina i le va o i latou o lo'o nofo aitalafu ai ma le kamupani e pei ona toe faavaeina i se tulaga faafouina.

19. Soloia o le faamaoniga o lo'o fa'aauau pea ona o suiga i le kamupani—O se faamaoniga o lo'o fa'aauauina pea sa tuuina atu i se kamupani po o i se tasi tagata e ese mai ai i le itu faatatau i feutaga'ina a le kamupani ua, i le leai o se maliliega i se itu e 'ese ai, soloia faatatau i feutaga'ina i le lumana'i e so o se suiga i le faavae o le kamupani lea, po o o le kamupani o a na feutaga'ina ia, na tuuina atu ai le faamaoniga.

FESO'OTAIGA O PA'AGA O LE TASI I LE ISI

20. Fesuia'iga o tu'utu'uga o le faiga fa'a-pa'aga i se maliliega—O aiā tatau fetauia'i ma tiute o pa'aga, pe sa faamaonia i se maliliega po o ua faamaninoina e lenei Tulafono, e mafai ona fesuisuia'i i le maliliega o pa'aga uma, ma o sea maliliega e mafai ona faaalua tino po o ua manino mai i le faagasologa o taualumaga.

21. Mea totino fa'a-pa'aga—(1) O mea totino uma ma aiā tatau ma aiā i mea totino na ulua'i aumaia i totonu o oloa fa'a-pa'aga, po o na maua (pe sa faatau mai po o i se

tasi faiga e ese ai) mo le kamupani po o mo fuafuaga ma i le faagasologa o le pisinisi fa'a-pa'aga, ua ta'ua i totonu o lenei Tulafono o "mea totino fa'a-pa'aga," ma o le a tatau ona tofia ma faaaogaina e pa'aga faapitoa lava mo fuafuaga a le fa'a-pa'aga ma e tusa ai ma le maliliega fa'a-pa'aga.

(2) Ae vagana ai ona e faapea o le esetete faale-tulafono po o se aia i so o se fanua e pule ai le fa'a-pa'aga o le a tatau ona tu'ufa'asolo e tusa ai ma le uiga ma tu'utu'uga o ia mea ma tulafono lautele e fa'atonutonu a'i le tulafono e faatatau i ai, ae peita'i i mea o lo'o tausia, i le itu ua tatau ai, le tulafono e faatatau mo tagata e aia i ai i itu e faamanuiaina ai i le fanua i lalo o lenei fuaiupu.

(3) Afai o i latou e pule faatasi i se esetete po o aia i so o se fanua e le o se mea totino ia te ia lava a le fa'a-pa'aga o ni pa'aga i le itu faatatau i tupe mama na maua mai le faaaogaina o lena fanua po o esetete, ma faatau mai nisi fanua po esetete mai tupe mama e toe faaaogaina fo'i i lea lava faiga faapea, i le o le fanua po o le esetete ua faapea ona faatauina mai e pule ai i latou, pe afai e leai se maliliega i se itu e ese ai, e lē ona o pa'aga, ae o i latou e pule faatasi mo ia lava esetete ta'itasi ma aia e pei ona umia e i latou i le fanua po o esetete ua ta'ua muamua i le aso na faatauina mai ai.

22. Mea totino na faatauina mai i tupe a le faiga fa'a-pa'aga—Vagana ona ua aliali mai o se manatu e ese ai, o mea totino na faatauina mai i tupe a le kamupani ua faatatauina e faapea ua faatauina mai mo le kamupani.

23. Fa'aliliuina e avea ma esetete tau le tagata lava ia o fanua o loo na umia o mea totino a le fa'a-pa'aga—Afai ua avea se fanua o se mea totino a le faiga fa'a-pa'aga o le a tatau, vagana ona aliali mai o se manatu e ese ai, ona faia e pei o se fanua i le va o pa'aga (e aofia ai sui o se pa'aga ua maliu), ma faapea foi i le va o suli o se pa'aga ua maliu ma i latou e faataunu'uina lana mavaega po o i latou o lo'o latou puleaina. e avea o le esetete tau le tagata lava ia ae le o esetete moni.

24. Faiga fa'asaga i mea totino fa'a-pa'aga mo aitalafu e ese ai a pa'aga i luga o se fa'ai'uga—(1) O le faataunu'uina o se faai'uga o le a le tatau ona faia faasaga i so o se

mea totino a le faiga fa'a-pa'aga vagana ai i luga o se fa'a-i'uga fa'asaga aga'i i le kamupani.

(2) E mafai e le Faamasinoga Sili po o se Faamasino o iai, i luga o se talosaga o se tusi samania a so o se tagata o loo nofo aitalafu ai se pa'aga e tusa ma se fa'ai'uga, ona fai se poloaiga e tusia ai fa'a aitalafu aia o lena pa'aga i le mea totino tau fa'a-pa'aga ma tupe mama faatasi ma le totogi o le aofa'iga o le aitalafu i luga o se faai'uga ma tului e faasino iai; ma e mafai i lea lava poloa'iga po o se poloa'iga mulimuli ane ona tofia se na te taliaina le vaega o tupe mamā a lena pa'aga (pe ua uma ona ta'utinoina po o lo'o fa'aopoopoina pea), ma mo so o se isi tupe e tatau ona sau ia te ia mai le faiga fa'a-pa'aga, ma faatonu aitalafu uma ma su'esu'ega ma tuu atu isi poloa'iga uma ma faatonuga ia semanu e faatonuina atu pe tuuina atu pe a na fai o lea tusia fa'a aitalafu sa faia mo le lelei o le tagata o lo'o nofo aitalafu ai i luga o se fa'ai'uga e le pa'aga, po o e pei ona mana'omia e itu e tau i le mata'upu.

(3) O le isi pa'aga po o pa'aga o le a tatau ona iai le sa'o-lotoga i so o se taimi e toe fa'aolaina mai le aia ua tusia fa'a aitalafu po o, i le itu i se faatauina atu ua faatonuina, e faatau mai ai lea aia.

25. Tulafono fa'atonutonu e faatatau i aia ma tiute o pa'aga—O aia o pa'aga i le mea totino fa'a-pa'aga, ma o latou aia tatau ma tiute i le itu faatatau i le faiga fa'a-pa'aga, o le a tatau ona iloiloina, i le fai faatatau i so o se maliliea (ua faaalii tino po o e pei ona ua manino mai) i le va o pa'aga, i tulafono e faatonutonu a'i ua ta'ua i lalo:

- (a) O pa'aga uma lava e tatau ona tutusa o latou vaega i le tupe faavae ma tupe mamā o le pisinisi, ma e tatau ona totogi i vaega tutusa tupe pa'ū, po o tupe faavae po o nisi e 'ese ai, na tau'aveina e le kamupani;
- (b) E tatau i le kamupani ona totogi atu i pa'aga ta'itasi faatatau i totogi na faia ma noatiaga tau le tagata lava ia na faia e ia—
 - (i) I le galuea'iina e masani ai ma e tatau ai o le pisinisi a le kamupani; po o
 - (ii) I po o e uiga i so o se mea na faia ma le tatau ai mo le faatumauina o le pisinisi po o mea totino a le kamupani.

- (c) O se pa'aga o lo'o ona faia, mo fuafuaga a le fa'a-pa'aga, so o se totogi tonu po o tupe ua totogi muamua atu e sili atu i le aofa'i o le tupe faavae lea na ia malie e totogi ua tatau o na na maua se tului i le fua faatatau e lima pasene i le tausaga mai le aso o le totogiga po o tupe ua totogi muamua atu;
- (d) E le tatau i se pa'aga, a o lumana'i ai le faamaonia o tupe mamā, o na na maua se tului i luga o tupe faavae na na totogiina;
- (e) O pa'aga ta'itasi e mafai ona 'auai i le pulega o le pisinisi fa'a-pa'aga;
- (f) E leai se pa'aga e tatau o na na maua se totogi mo le galue i le pisinisi fa'a-pa'aga;
- (g) E leai se tagata e mafai ona fa'aofaina atu e avea o se pa'aga e aunoa ma le maliliega o pa'aga uma o lo'o iai;
- (h) So o se finauga e alia'i mai i mataupu masani e tau i le pisinisi fa'a-pa'aga e mafai ona iloiloaina e se aofa'iga aupito to'atele o pa'aga, ae peita'i e leai se suiga o le a tatau ona faia i le uiga o le pisinisi fa'a-pa'aga e aunoa ma le maliliega o pa'aga uma o lo'o iai;
- (i) O tusi a le faiga fa'a-pa'aga o le a teuina i le nofoaga fa'a pisinisi o le fa'a-pa'aga (po o le nofoaga autu pe afai e sili atu i lo le tasi), ma e mafai e pa'aga ta'ito'atasi ina ua ia manatu ua tatau ai ona o'o atu iai ma su'esu'e ma si'i mai se ata o ia tusi.

26. Fa'ate'aina o pa'aga—O se aofa'iga aupito to'atele o pa'aga latou te le mafai ona fa'ate'a so o se pa'aga vagana o se pule e faia ai faapea ua tuuina atu iai i se maliliega ua faaaliga tino i le va o pa'aga.

27. Fa'amalologa mai le fa'a-pa'aga i luga o le faitalia—(1) Afai e leai se vaitaimi ua fuafuaina ma'oti ua malilie iai mo le umi o se taimi o le faagasologa o le fa'a-pa'aga, e mafai e so o se pa'aga ona fa'aumaina le fa'a-pa'aga i so o se taimi i luga o le tuuina atu o se faaaliga o lona taofi ina ia faia faapea i isi pa'aga uma.

(2) Afai na faavaeina i le amataga le fa'a-pa'aga i se feagaiga, i le o se faaaliga tusia, ua sainia e le pa'aga ua na tu'uina atu, o le a tatau ona lava lelei lea mo lenei fuafuaga.

28. Tu'utu'uga o le faiga fa'a-pa'aga pe a faapea ua faaauuina pea le vaitaimi—(1) Afai o se fa'a-pa'aga ua uma ona malilie iai mo se vaitaimi ua fuafuaina ma'oti a ua fa'auuina pea ina ua mavae le vaitaimi, ma e aunoa ma se isi maliliega fou ua faaalua tino, o aia tatau ma tiute o pa'aga o le a tumau pea lava i le mea e pei ona sa iai ina ua faamutaina le vaitaimi, pe a faapea o lo'o talafeagai ma mea ua tutupu mai i le fa'a-pa'aga i luga o le loto malie.

(2) O se fa'auuina pea o le pisinisi e pa'aga, po o nisi o i latou e pei ona masani a'i lava ona galulue ai a o faagasolo le vaitaimi, e aunoa ma se teuteuga po o le faauma-ina o mataupu fa'a-pa'aga o le a faatatauina lava e faapea o se fa'auuina lava lea o le fa'a-pa'aga.

29. O le tiute tau le tuuina atu o faamatalaga tau tupe, ma isi mea—E noatia pa'aga ina ia tu'uina atu faamatalaga sa'o tau tupe ma faamatalaga atoa o mea uma e a'afia ai le fa'a-pa'aga i so o se pa'aga po o sona sui faale tulafono.

30. Ia fa'ailoa e pa'aga tupe mamā faapitoa—(1) O pa'aga ta'itasi e tatau ona faailoa i le kamupani so o se faamanu-iaga na maua e ia e aunoa ma le maliega o isi pa'aga mai so o se fetuuna'iga e uiga i le fa'a-pa'aga, po o mai so o se faaagaina na faia e ia o se mea totino a le fa'a-pa'aga, igoa, po o feso'ota'iga tau pisinisi.

(2) O lenei fuaiupu e faaoga fo'i i fetuuna'iga na faia ina ua mavae le fa'aumaina o le fa'a-pa'aga ona o le malii o se pa'aga, ma a o le'i mae'a lelei le fa'amutaina o mataupu a le a le fa'a-pa'aga, pe e so o se pa'aga o lo'o soifua po o e se sui o le pa'aga ua malii.

31. Ia 'aia le tauva le pa'aga ma le kamupani—Afai o se pa'aga, ua na faia e aunoa ma le maliega o isi pa'aga, so o se pisinisi e uiga faatasi e pei o ma o lo'o tauva ma le pisinisi a le kamupani, o le a tatau lava ia te ia ona faailoa atu ma totoi atu i le kamupani tupe mama uma na maua e ia i lena pisinisi.

32. Aiā tatau o le tagata ua fa'aliliuina atu iai i sea i totonu o le fa'a-pa'aga—(1) O se fa'aliliuina atu e so o se pa'aga o lona sea i le fa'a-pa'aga, pe atoatoa po o e auala atu i se mokesi, o le a lē, i le faafeagai ai ma isi pa'aga, ona tatau ai i lē ua fa'aliliuina atu iai, a o faagasolo le

faaauauina o le fa'a-pa'aga, ona aia i le pulega po o le pulea-ina o le pisinisi fa'a-pa'aga po o mataupu, po o le tapaina o so o se faamatalaga o fetuuna'iga fa'a-pa'aga, po o le su'e-su'e tusi a le fa'a-pa'aga, ae peita'i e aia ai lē ua faaliliuina atu iai i le na o le taliaina o le vaega o tupe mama lea semanu e aia iai le pa'aga lea na na faaliliuina atu, ma o le a tatau i le ua faaliliuina atu iai ona talia le faamatalaga tau tupe mama e pei ona malilie iai pa'aga.

(2) I le itu i le faaumaina o le fa'a-pa'aga, pe a faatatau i pa'aga uma po o e faatatau i le pa'aga lea ua na faaliliuina atu, e tatau i le ua faaliliuina atu iai ona maua le vaega o mea totino a le fa'a-pa'aga lea e aiā iai pa'aga na na faaliliuina atu i le va lea o ia ma isi pa'aga, ma, mo fuafuaga o le faamaonia o lene vaega, i se faamatalaga e afua mai le aso o le faaumaina.

FAAUMAINA O LE FAIGA O FAA-PA'AGA MA LONA IUGA MULIMULI

33. Fa'aumaina ona ua fa'amutaina le taimi po o i se faaaliga—(1) I le noatia ma fai fuafua i so o se maliliea i le va o pa'aga, ua fa'aumaina se fa'a-pa'aga,—

- (a) Pe afai na faia mo se vaitaimi ua fuafuaina ma'oti, ina ua faamutaina lene vaitaimi;
- (b) Pe afai na faia mo se taumafaiga po o se galuega na o le tasi lava, ina ua faamutaina lene taumafaiga po o galuega;
- (c) Pe afai na faia mo se taimi e le'i faamaninoina, e so o se pa'aga ua na tuuina atu se faaaliga i le isi po o isi e tusa ma lona faamoemoe ina ia fa'a-umaina le fa'a-pa'aga.

(2) I le itu ua ta'ua mulimuli e fa'aumaina le fa'a-pa'aga mai le aso ua ta'ua i le faaaliga e avea o le aso o le fa'aumaina, po o, afai e leai se aso o ta'ua ai faapea, e afua mai le aso o le aveina atu o le faaaliga.

34. Fa'aumaina ona o le maliu, gaumativa, po o ona ua tusia fa'a-aitalafu—(1) I le noatia ma fai fuafua i so o se maliliea i le va o pa'aga, o fa'a-pa'aga ta'itasi e faaumaina i le faatatau atu i pa'aga uma ona o le maliu po o le gaumativa o so o se pa'aga.

(2) E mafai i se fa'a-pa'aga, i le faitalia a isi pa'aga, ona fa'aumaina pe afai ua tuuina atu e so o se pa'aga lona vaega o le mea totino faa-pa'aga ina ia tusia fa'a-aitalafu i lalo o lenei Tulafono e avea o sana aitalafu e 'ese ai.

35. Fa'a'umaina ona ua le tusa ai ma le tulafono le faiga fa'a-pa'aga—O le a fa'aumaina le fa'a-pa'aga i so o se itu ina ua tupu mai o so o se mea e faapea ai ua le tusa ai ma le tulafono mo le pisinisi a le Kamupani ina ia fa'a- auauina pea poo mo sui o le kamupani ina ia faaauauina pea poo mo sui o le kampani ina ia faaauauina le fa'a-pa'aga.

36. Fa'a'umaina e le Faamasinoga—E mafai e le Faamasinoga i luga o se talosaga a se pa'aga ona ta'utino atu se fa'aumaina o le faa-pa'aga i so o se itu e pei ona ta'ua i lalo:

- (a) Pe afai ua faaalua e tusa ai ma le maliega o le Faamasinoga e faapea o se pa'aga ua lelei lona mafaufau i se tulaga mautu, ma afai o lea le itu e mafai fo'i ona faia le talosaga mo lona pa'aga e lana komiti po o lana uo e pito ane iai po o se tagata e iai le aia e tula'i ai mo lea pa'aga e pei ona iai i so o se isi o pa'aga;
- (b) Pe afai o se pa'aga, e ese ai na i lo le pa'aga o lo'o tagi, ua o'o ina le mafai i so o se isi auala i se tulaga tumau ona faia lana vaega o le feagaiga faa-pa'aga;
- (c) Pe afai o se pa'aga, e ese ai na i lo le pa'aga o lo'o tagi, ua solitulafono i se amioga e tusa ai ma le finagalo o le Faamasinoga, i le manatu atu i le uiga o le pisinisi, ua faatatauina e faapea o le a a'afia ai i se uiga e lē lelei le fa'aauauina pea o le pisinisi;
- (d) Pe afai o se pa'aga, e ese ai na i lo le pa'aga o lo'o tagi ua na faia ma le loto iai po o i se uiga tautusia se soliga o le maliliega fa'a-pa'aga, po o i se uiga e ese ai ua faapea ona amio a'i o ia i mataupu e faatatau i le pisinisi a le fa'a-pa'aga e faapea ua le mafai i se tulaga e tatau ai mo le isi pa'aga po o pa'aga ona tau'aveina pea le pisinisi faa-pa'aga faatasi ma ia;
- (e) Pe afai ua tau'aveina pea le pisinisi fa'a-pa'aga i se tulaga ua pa'u ai;
- (f) Pe afai ua alia'i mai ni itu ia, e tusa ai ma le finagalo o le Faamasinoga, ua tatau ai lava ma ua sa'o ona faapea ia fa'amauiina le fa'a-pa'aga.

37. Aia tatau o tagata o lo'o feutaga'i ma le kamupani faasaga i sui ua mautinoa—(1) Afai ua feutaga'i se tagata ma le kamupani a ua uma se suiga i lona faavae, e mafai pea e ia ona avea sui uma o lo'o mautinoa o le kamupani tuai e faapea o lo'o avea pea ma sui o le kamupani se'ia vagana ua na maua se faaaliga e uiga i le suiga.

(2) O se fa'asalalauga i se nusipepa o lo'o faasalalauina i totonu o Samoa i Sisifo o le a tatau ona avea o se faaaliga e uiga i tagata o e e le'i faia ni feutaga'iga ma le kamupani a o le'i o'o i le aso o le fa'aumaina po o le suiga e pei ona faapena ona faasalalauina.

(3) O le esetete a se pa'aga o ia lea ua maliu po o ia lea ua gaumativa, po o o se pa'aga o ia lea, e le'i iloa e le tagata o lo'o feutaga'i ma le kamupani faapea o se pa'aga, ua faamalolo mai le Kamupani, o le a le noatia mo aitalafu a le fa'a-pa'aga na faia ina ua tuana'i le aso o le maliu, gaumativa, po o le fa'amalolo e pei ona iai.

38. Aia tatau o pa'aga e faailoa atu le fa'a'umaina—I luga o le faaumaina o se fa'a-pa'aga po o le fa'amalolo o se pa'aga e mafai e so o se pa'aga ona faalia fa'alau'itele lea itu, ma e mafai ona mana'omia le isi pa'aga po o pa'aga ina ia malie atu i lena fuafuaga i faiga tatau uma po o e talafeagai ai, pe afai e iai, ia e le mafai ona faia e aunoa ma lona po o lo latou maliega.

39. Pule fa'aaauau pea a pa'aga mo fuafuaga o le fa'a'umaina—Ina ua mavae le fa'a'umaina o le fa'a-pa'aga o le pule a pa'aga ta'ito'atasi e noatia ai le kamupani, ma isi aia tatau ma tiute tau'ave a pa'aga, o le a fa'aaauau pea (e ui lava ina ua fa'a'umaina) i le itu ua tatau ai mo le fa'a'umaina o mata'upu a le fa'a-pa'aga ma fa'amae'a fetuna'iga na amata ae peita'i e le'i ma'ea i le taimi o le fa'aumaina, ae le mo se isi itu e 'ese ai:

Ae vagana ai ona e faapea o le kamupani o le a leai se itu e noatia ai ona o faiga a se pa'aga o ia lea ua gaumativa ae peita'i o lenei fa'a-tu'utu'uga o le a le a'afia ai le noatiaga o so o se tagata o ia lea ina ua tuana'i le gaumativa ua faapea atu o ia, po o ua faatagaina o ia, e pei o se pa'aga o le gau mativa.

40. Aia tatau o pa'aga faatatau i le faaaogaina o mea totino fa'apa'aga—I luga o le fa'a'umaina o se fa'a-pa'aga e aia pa'aga ta'itasi faasaga i isi pa'aga i totonu o le kamupani ma o tagata uma o lo'o talosaga e auala atu ia i latou e fa'a-tatau i o latou aia ona o latou o pa'aga, ina ia avea mea totino a le faa-pa'aga ia faaaogaina i le totogiina o aitalafu ma noatiaga a le kamupani, ma ia avea mea totino ua sili atu ai ina ua uma ona faia ia togiga ia faaaogaina i le totogiina o mea e tatau ona totogiina atu i pa'aga taitasi ina ua uma ona toese mea tatau ona totogi mai e i latou o pa'aga o le kamupani; ma mo na fuafuaga o so o se pa'aga po o lona sui e mafai, ina ua faaumaina le faa-pa'aga, ona talosaga i le Faamasinoga ina ia faauma le pisinisi ma mataupu a le kamupani.

41. Vaevaeina o tupe e totogi faasili i vaega pe a faapea ua faaumaina le faa-pa'aga a o le'i oo i le taimi e tatau ai—Afa'i ua totogi e le tasi pa'aga i le isi se tupe e totogi faasili ina ua ofi atu o ia i totonu o le faa-pa'aga mo se vaitaimi ua fuafuaina ma'oti, ma ua faaumaina le faa-pa'aga a o lumana'i ai le faamutaina o lena vaitaimi e 'ese ai na i lo maliu o se pa'aga, e mafai e le Faamasinoga ona poloa'ia le toe totogiina atu o le tupe na totogi faasili po o se vaega o lea tupe e pei ona ia manatu ua tatau ai, i le amana'ia o tu'utu'uga o le feagaiga faa-pa'aga ma le 'umi o le taimi lea sa faaauuina ai le faa-pa'aga, a e vagana ai—

- (a) O le faaumaina, i le fuafuaga a le Faamasinoga, e pogai atoatoa po o e autu lava i le amioga ua le tusa ai a le pa'aga o le na ia totogiina le tupe e totogi faasili; po o
- (b) Ua faaumaina le faa-pa'aga i se maliliega e le o aofia se tuutuuga mo se toe faafo'i atu o so o se vaega o le tupe na totogi faasili.

42. O aiā tatau pe a faapea ua faaumaina le faiga faa-pa'aga ona o se faiga taufaasesē po o le avea ma sui o se tasi i se faiga sese—A faapea ua soloia se feagaiga faa-pa'aga i luga o le mafuaaga o se faiga taufaasesē po o le avea ma sui o se tasi i se faiga sese a se tasi o itu i sea feagaiga, o le itu lea e tatau ona soloia, e aunoa ma se itu o le a faaleagaina ai so o se tasi lava aiā tatau, ona tatau ona aiā—

- (a) I se aiā tatau taofi i luga o po o se aia tatau e taofi ai ni mea ua sili atu o mea totino faa-pa'aga, ina ua uma ona totogi o noatiaga faa-pa'aga, mo so o se aofaiga o tupe na totogi e ia mo le faatauina mai o le sea i totonu o le faa-pa'aga ma mo so o se tupe faavae na totogiina e ia e avea o lona sao; ma
- (b) Ina ia tula'i i le tulaga o i latou o loo nofo aitalafu i ai le kamupani mo so o se totogi na faia e ia faa-tatau i noatiaga faa-pa'aga; ma
- (c) Ia tau'i atu ia te ia, e le tagata ua nofosala i le faiga taufa'asese po o lo'o avea ma sui, faasaga i aitalafu uma ma noatiaga o le kamupani.

43. Aia tatau o le pa'aga o le a faamalolo i se vaega o tupe mama na maua ina ua mavae le fa'a'umaina—(1) A faapea o so o se sui o le kamupani ua maliu po o ua le toe avea o se pa'aga i so o se itu e 'ese ai, ma o lo'o tau'aveina pea e pa'aga o lo'o soifua po o i ai pea le pisinisi a le kamupani i lana tupe faavae po o mea totino e aunoa ma so o se faamamāina mulimuli o aitalafu i le va o le kamupani ma le pa'aga o le a faamalolo po o lana esetete, i le, i le leai o so o se maliliega e 'ese ai, e tatau i le pa'aga o le a faamalolo atu po o lana esetete, i lona lava faitalia po o lona sui, ona aiā i se vaega o tupe mama na maua talu mai le fa'aumaina e pei ona o le a mafai e le Faamasinoga ona maua e faapea na maua ona o le faaaogaina o lona vaega o mea totino a le fa'a-pa'aga, po o i se tului i le fua faatatau e lima pasene i le tausaga i luga o le aofa'i o lona vaega o mea totino a le fa'apa'aga.

(2) Ae vagana ai ona e faapea afai e tusa ai ma le feaiga fa'a-pa'aga ua tuuina atu se faitalia i pa'aga o lo'o soifua po o lo'o iai pea ina ia faatauina mai le aia o se pa'aga ua maliu po o ua faamalolo atu, ma ua faapea ona faatinoina o lona faitalia, e le tatau i le esetete a le pa'aga ua maliu po o le pa'aga ua faamalolo atu, po o lana esetete e pei ona o le a iai, ona aiā i so o se tasi po o isi vaega o le tupe mama; ae peita'i afai o so o se pa'aga ua fa'apea ua

faia le faatinoina o le faitalia ua le tausisi i itu taua uma i tu'utu'uga o lea faitalia o le a noatia o ia ina ia faailoa atu i lalo o tu'utu'uga ua ta'ua i luga o lenei fuaiupu.

44. Ia avea o se aitalafu le vaega o le pa'aga ua fa'amalolo atu po o ua maliu—I le noatia ma fai fuafua i so o se maliliega i le va o pa'aga o le aofa'i e tatau ona totogi atu e pa'aga o lo'o soifua po o lo'o iai pea i se pa'aga ua fa'amalolo atu po o ni sui o se pa'aga ua maliu, i le itu faatatau i le vaega o le pa'aga ua fa'amalolo atu po ua maliu ua avea o se aitalafu ua iai i le aso o le faaumaina po o le maliu.

45. Tufatufaina o mea totino i luga o le fa'amamāina fa'ai'u o aitalafu—I le fa'amamāina o aitalafu i le va o pa'aga ina ua tuana'i se fa'a'umaina o le fa'a-pa'aga o le a tatau i tulafono faatonutonu ua ta'ua i lalo, i le noatia ma fai fuafua i so o se maliliega, ona aloa'ia:

- (a) O tupe pa'u e aofia ai ma tupe pa'u ma mea ua le o lava lelei ai tupe faavae, o le a tatau ona totogiina muamua mai tupe mama soso'o ai ma le totogiina mai tupe faavae, ona mulimuli ai lea, pe afai ua tatau ai, ona totogi e pa'aga ta'ito'atasi i vaega ia sa tatau ai ia i latou ona faasoasoa tupe mama;
- (b) O mea totino a le Kamupani, e aofia ai ma aofa'iga (pe a iai) na totogiina atu e pa'aga ina ia faalelei ai tupe pa'u po o mea ua le o lava lelei ai tupe faavae, o le a tatau ona faaaogaina i le faiga po o le faasologa e pei ona ta'ua i lalo:
- (i) I le totogiina o aitalafu ma noatiaga o le kamupani i tagata e le o ni pa'aga i totonu o le kamupani:
- (ii) I le totogiina i pa'aga ta'itasi tupe e tatau ona totogi atu e le kamupani ia te ia e tusa ai ma le fua faatatau o tupe na tuuina atu fa'a aitalafu e ese ai mai tupe faavae:
- (iii) I le totogiina i pa'aga ta'itasi tupe e tatau ona totogi atu e le kamupani ia te ia e tusa ai ma le fua faatatau i le itu i tupe faavae:

(iv) O le vaega ua totoe mai ai, pe a iai, o le a tatau ona vaevaeina i pa'aga i vaega ia e tufatufaina ai tupe mama.

46. Tulafono ua soloia—O le Tulafono Fa'a-Pa'ga 1908 (Niu Sila) ua soloia nei e avea o se vaega o le tulafono a Samoa Sisifo.

