

Rules

NSW FARMERS' (INDUSTRIAL) ASSOCIATION

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RULES OF THE NSW FARMERS' (INDUSTRIAL) ASSOCIATION

NAME

1. The name of the Association is NSW Farmers' (Industrial) Association herein referred to as "The Association".

INDUSTRY

2. The industry in connection with which the Association is established is the pastoral, agricultural, orcharding, dairy farming, egg, piscicultural, fishing, vegetable, forestry, mushroom growing, horticultural and livestock industries (which are hereinafter collectively referred to as "the industry") within the State of New South Wales and the Australian Capital Territory.

REGISTERED OFFICE

3. The Registered office of the Association shall be at Level 9, 1 Bligh Street, Sydney, New South Wales, or at such other place as the Executive Committee may from time to time appoint. Notice of any change of address shall be given to the Industrial Registrar under the Industrial Relations Act 1988 as amended and to the Industrial Registrar under the Industrial Relations Act 1991 as amended and to the Registrar under the Trade Unions Act 1881 as amended.

SPHERE OF OPERATION

4. The sphere of operation of the Association shall lie within the State of New South Wales and Australian Capital Territory.

OBJECTS

5. The objects of the Association are:
 - (i) to be a voluntary Association of employers in the pastoral and agricultural industries as defined in 2 above;
 - (ii) to inform, counsel and advise its members in matters relating to their industrial pursuits;
 - (iii) to further and protect the interests of its members as a corporate body in all industrial matters;
 - (iv) to provide industrial services for members;
 - (v) to preserve the rule of law as essential security for individual rights and liberties.

POWERS

6. The Association shall have power to do all things necessary or convenient to be done for or in connection with, or as incidental to, its objects and in particular, without limiting the generality of the foregoing shall have power:
 - (i) to obtain registration as an industrial organisation under the Conciliation and Arbitration Act 1904 as amended (Commonwealth), and as an industrial union under the Industrial Arbitration Act 1940 as amended (NSW) and any other Act at the discretion of the Executive Committee;
 - (ii) to submit industrial disputes to conciliation or arbitration pursuant to any

- Commonwealth or State Act;
- (iii) to negotiate and be a party to industrial agreements;
 - (iv) to take any lawful action to prevent or terminate strikes;
 - (v) to secure legal advice and assistance for members in industrial matters;
 - (vi) to conduct litigation;
 - (vii) to acquire, purchase, take on lease, hold, sell, lease, mortgage, charge, exchange, and otherwise own, possess, and deal with in the name of the trustee for the time being for the Association any real or personal property (including shares in any company, wherever incorporated); and to borrow money;
 - (viii) to make representations to or arrangements with any government or authority, supreme, municipal, local or otherwise, that may seem conducive to the Association's objects or any of them;
 - (ix) to enter into any agreement with any person, partnership or company, body or organisation whose business or undertaking or operations are or may be connected with the pastoral or agricultural industries and to purchase or otherwise acquire any paid-up contributing or other share or interest in any such business or undertaking and to form or promote or assist in the formation or promotion of any company, firm, association or body;
 - (x) to apply to any tribunal or court having jurisdiction and obtain an order directing the payment by any of its members of any fine, levy, penalty, or contribution in pursuance of these rules;
 - (xi) to provide for the application of its money and property and special purposes funds to further its objectives;
 - (xii) to maintain public relations with and to assist governmental and quasigovernmental bodies, business houses, undertakings, educational and scientific institutions, any organisations, bodies or persons whatsoever for the purpose of advancing the interests of members as a body or as individuals;
 - (xiii) to cooperate with unions and associations in any part of Australia;
 - (xiv) to enable the Association, subject to the provisions of the Act, to amalgamate or affiliate with and to appoint representatives to any employers' union or association in Australia;
 - (xv) to promote unity among primary producers' organisations;
 - (xvi) to provide for superannuation schemes or like arrangements for the benefit of members, employees of members, employees of the Association and the dependants of such members and employees;
 - (xvii) to provide members with industrial services;
 - (xviii) to edit or publish any newspaper, periodical, journal or book;
 - (xix) to enter into any agreement with the employees of the Association deemed to be for the mutual benefit of both the Association and such employees;
 - (xx) to sue, as provided in Rule 37.

DEFINITIONS AND INTERPRETATIONS

7. The "Act" shall mean the legislation under which the Association is registered.
"local industrial committee": the term local industrial committee is used in these

Rules with the intent that it shall not describe a Branch of an organisation within the meaning of any Act of Parliament under which the Association is registered.

“contribution”: means subscription.

“election by the whole”: means election at which all financial members of the Association are entitled to vote as one electorate.

“employee”: means a person in service with another in relationship of master and servant but does not include a partner performing work for the partnership of which he is a member or a member of a family performing work for his family company of which he is a member.

“family company”: means an exempt proprietary company, the members of which are relatives.

“financial member”: means a member who is not more than one year in arrears of his payment of membership contribution made pursuant to Rule 19.

“industrial matters”: shall mean those matters defined as industrial matters within the meaning of any Act of Parliament under which the Association is registered.

“member”: means a natural person, partnership or company in membership with the Association.

“membership”: means membership or in membership of the Association.

“properties”: means, unless the context otherwise requires, land the subject of pastoral or agricultural pursuits.

Words importing the singular number also include the plural and vice versa.

Words importing the masculine gender only shall include the feminine gender.

MEMBERSHIP ELIGIBILITY

8. The persons, partnerships and companies eligible for membership of the Association shall be financial members of NSW Farmers' Association who are or are usually employers in or in connection with the industry (as defined in Rule 2) or any part thereof, together with such other persons or companies as have been appointed officers of the Association.

MEMBERSHIP APPLICATION

9. (i) The Executive Committee shall prescribe forms of application for membership and such forms shall include requisition -

Amended
22/10/03 res 1

That every person or every partnership or the proper officer of every family company or the proper officer of every company other than a family company shall therein declare whether or not he or the partnership or the company is the owner or occupier of property in the Association's sphere of operation and, if so, the name and address of each and every such separate property.

- (ii) Every person, partnership or company shall upon applying for membership, pay the annual contribution hereinafter prescribed. Until such payment is made no applicant shall be admitted to financial membership.
- (iii) Upon receipt of an application for membership, the Chief Executive shall acknowledge receipt of same and inform the applicant, in writing, of:
 - (a) the financial obligations arising from membership, and
 - (b) the circumstances, and the manner, in which a member may resign

from the Association.

MEMBERSHIP ADMISSION

10. All applications for membership shall be subject to acceptance by the Executive Committee which may refuse such application on any of the following grounds:
- (i) that the applicant is not eligible for membership;
 - (ii) that the applicant is of general bad character;
 - (iii) that the applicant has failed to observe the requirements of membership application herein contained; and
 - (iv) that the applicant has failed to register all properties owned or occupied by him or failed to pay the prescribed contribution in respect of each or any property.

HONORARY LIFE MEMBERSHIP

11. The Executive Committee may admit any person to Honorary Life Membership who is a member of the Association and has been admitted to Honorary Life Membership of NSW Farmers' Association.

SERVICE OF NOTICES

12. (i) Each member shall give to the Chief Executive an address to which notices may be sent.
- (ii) A notice may be given by the Association to any member either personally or by sending it by post to him at his registered address. Where a notice is sent by post, service of the notice shall be deemed effected by properly addressing, prepaying and posting the notice, and to have been effected in the case of a notice of a meeting two days after the date of its posting and in any other case at the time at which the notice would be delivered in the ordinary course of post.

MEMBERSHIP RESIGNATION

13. (i) A member may resign from membership by written notice addressed and delivered to the Chief Executive.
- (ii) A notice of resignation takes effect:
- (a) where the member ceases to be eligible to become a member:-
 - (i) on the day on which the notice is received by the Association;
or
 - (ii) on the day specified in the notice (which is a day not earlier than the day when the member ceases to be eligible to become a member).whichever is the later, or
 - (b) in any other case:-
 - (i) at the end of 2 weeks after the notice is received by the Association; or
 - (ii) on the day specified in the notice:
whichever is the later.
- (iii) Upon resignation, a member shall cease to have any interest in or claim upon the funds of the Association but shall remain indebted to the Association for all contributions and other sums due by the member to the

Association at the date of resignation taking effect.

- (iv) A notice delivered to the Chief Executive shall be taken to have been received by the Association when it was delivered.
- (v) A notice of resignation that has been received by the Association is not invalid because it was not addressed and delivered in accordance with Rule 13(i).
- (vi) A resignation is valid even if it is not effected in accordance with this rule if the member is informed in writing by or on behalf of the Association that the resignation has been accepted.

REMOVAL FROM MEMBERSHIP

14. The Executive Committee may order the name of any member to be removed from the Register if he is adjudged by the Committee to be guilty of misappropriation of the funds of the Association, substantial breach of these rules or gross misbehaviour.

Thereupon the name of such member shall be removed from the Register and he shall cease to have any interest in or claim upon the funds of the Association but shall remain indebted to the Association for all contributions and other sums due by him to the Association at the date of his removal from membership.

Provided that the member shall first receive notice of the proposal for his removal and shall have had the opportunity to appear before the Executive Committee to render personal explanation or have delivered to the Executive Committee an explanation in writing. The Executive Committee may require the member to appear before it.

MEMBERS NOT PARTNERS

15. Membership with the Association shall not create partnership and members shall in no way be liable for acts or omissions of each other.

REGISTER OF MEMBERS

16. (i) There shall be kept in the office under the control of the Executive Committee a Register wherein shall be entered in respect of each member
- (a) name;
 - (b) postal address;
 - (c) the local committee with which associated.
- (ii) There shall also be kept by a card or other system the names and addresses of financial members eligible to vote at elections of office bearers in such manner as to enable the Returning Officer appointed in respect of any election of office bearers or referendum to determine conveniently the members eligible to vote in respect of any election by the whole.

Omitted
22/10/03 res 1

MEMBERSHIP CONTRIBUTION - DATE PAYABLE

17. All annual membership contributions shall become due on the anniversary date of the acceptance of a member's application for membership by the Executive Committee and shall be payable in advance on or by each anniversary date.

All existing members as at 22 October 2003, shall be deemed to have an anniversary date of 1 January.

Substituted
22/10/03 res 1

MEMBERSHIP CONTRIBUTION – WHERE PAYABLE

18. Membership contribution shall be payable at the Registered Office of the Association or to an accredited representative of the Association.

MEMBERSHIP CONTRIBUTION – HOW SET

19. (i) The annual membership contributions payable by members shall be such contribution as the Executive Committee may from time to time determine. Substituted
22/10/03 res 1
- (ii) For the purpose of this Rule, membership contributions in respect of a person, partnership or company operating two or more separate properties, shall be assessed separately in respect of each and every property owned or occupied in New South Wales and the Australian Capital Territory.
- (iii) Any member who may have disposed of his farm enterprise may continue in membership, and for so long as he remains a non-stock owner or non-agriculture producer shall pay the minimum contribution as determined by the Executive Committee.
- (iv) Any member upon sale of a farm enterprise registered with the Association shall be liable for membership contribution and other sums due by him to the Association in respect of such farm enterprise up to the date of completion of the sale.
- (v) Within fourteen (14) days after the farm business (or part of the farm business) of a member is assigned or transferred to a non-member, or a non-member succeeds to the farm business (or part of the farm business) of a member, the member must notify the Association of such assignment, transfer or succession.

DEFINITION OF OFFICERS

20. The holders of the following offices within the Association shall be holders of office within the meaning of the Act -
- (i) President;
 - (ii) Vice-President;
 - (iii) Treasurer;
 - (iv) Member of the Executive Committee;
 - (v) Trustee;
 - (vi) Chief Executive.

ELIGIBILITY FOR OFFICE

21. No person shall be eligible to be elected to any office other than those of Chief Executive and Trustee unless he is:-
- (i) a person enrolled in membership;
 - (ii) a partner of a partnership which is enrolled in membership as a partnership;
 - (iii) a member of a family company which is enrolled in membership as a company; or
 - (iv) a director or nominated officer of a company (other than a family company) which is enrolled in membership as a company and unless the

member whether person, partnership or company is a financial member.

PRESIDENT, VICE-PRESIDENT AND TREASURER

22. There shall each year be elected a President, Vice-President and Treasurer.

(i) **Nomination - President, Vice-President and Treasurer**

Nomination for the office of President, Vice-President or Treasurer may be made by any two members at the Annual General Meeting of which not less than fourteen days' notice has been given including notice that nominations for election to office will be invited.

(ii) **Election - President, Vice-President and Treasurer**

In the event of there being more than one nomination in respect of any of the offices of President, Vice-President or Treasurer, the names of the candidates shall be submitted to election by the whole.

(iii) **Casual Vacancy - President, Vice-President and Treasurer**

(a) A casual vacancy in the office of President shall be filled by the Vice President.

(b) Any casual vacancy in the office of President caused by failure of subclause (iii)(a) of this rule to take effect or in the office of Vice-President, shall be filled by any member of the Executive Committee appointed thereto by the Executive Committee.

(c) In the event of a casual vacancy in the office of Treasurer an acting Treasurer may be appointed by the Executive Committee for the unexpired portion of the term.

(iv) **Term of Office - President, Vice-President and Treasurer**

The term of office of the President, Vice-President and Treasurer shall commence immediately upon the declaration of their election by the Returning Officer and shall terminate immediately prior to the next succeeding declaration of election to office by the Returning Officer.

(v) **Limitation - Number of Terms of Office - President, Vice-President and Treasurer**

No President may hold the office of President and no Vice President may hold the office of Vice-President for more than four terms in succession. Provided that when a President or Vice-President has been appointed to fill a casual vacancy the period of office of such President or Vice-President over the unexpired portion of the term of his predecessor shall not be taken into consideration for the purpose of computing the four terms above mentioned. The Treasurer shall be eligible for re-election annually without limitation of term of office.

(vi) **Duties - Treasurer**

The Treasurer shall supervise the financial affairs of the Association in such manner as the Executive Committee may from time to time require and shall as required by these rules render a true account of all money received and expended and of all the assets and liabilities of the Association.

EXECUTIVE COMMITTEE

23. (i) **Composition - Executive Committee**

There shall each year be elected an Executive Committee consisting of:-

(a) the President, the Vice-President and the Treasurer elected in

- accordance with Rule 22;
- (b) six other members elected pursuant to this Rule, Amended
17/10/01 res
1.1
- (ii) **Nomination - Executive Committee**
Nomination for the election of the six members of the Executive Committee referred to in Rule 23(i)(b) may be made by any two members at the Annual General Meeting which not less than fourteen days' notice has been given including notice that nominations for election to office will be invited. In the event of there being more nominations than one for the office of President, all such nominations shall be deemed automatically nominated for Vice-President unless a nominee has advised the Returning Officer to the contrary in writing. In the event of there being more nominations than one for any of the offices of President, Vice-President or Treasurer, all the nominations for that office shall also be deemed automatically nominated for election to the Executive Committee under Rule 23(i)(b) unless a nominee has advised the Returning Officer to the contrary in writing. Amended
17/10/01 res
1.2
- (iii) **Election - Executive Committee**
In the event of there being more nominations than the six positions to be filled, the names of the candidates shall be submitted to election by the whole. Amended
17/10/01 res
1.3
- (iv) **Casual Vacancy - Executive Committee**
A casual vacancy upon the Executive Committee may be filled by the Executive Committee by appointment of any member.
- (v) **Term of Office - Executive Committee**
The term of office of members of the Executive Committee shall commence immediately upon the declaration of their election by the Returning Officer and shall terminate immediately prior to the next succeeding declaration of election to office by the Returning Officer.
- (vi) **Chairman - Executive Committee**
The President shall be the Chairman of the Executive Committee; and if unavailable the Vice-President shall assume the Chair and failing the Vice President the Executive Committee shall elect a chairman from amongst its members.
- (vii) **Meetings - Executive Committee**
The Executive Committee shall meet at such times and places as may be determined by the Executive Committee or any General Meeting of members. Decision shall be by majority vote and the chairman shall have a deliberative and casting vote.
- (viii) **Quorum - Executive Committee**
Six members shall constitute a quorum of the Executive Committee. Amended
17/10/01 res
1.4
- (ix) **Leave of Absence - Executive Committee**
The Executive Committee shall have power to grant leave of absence to any of its members for a period not exceeding three calendar months, and to any of its members absent upon the business of the Association in a representative capacity for any period. It shall be the duty of members of the Executive Committee to attend all meetings of that Committee to which

leave of absence does not extend.

(x) **Functions - Executive Committee**

The Executive Committee shall be the Committee of Management of the Association and may, subject to any decisions of members in general meetings duly convened and held, exercise all the functions and powers of the Association and without limiting the generality of the foregoing shall have power:-

- (a) to manage and administer the Association;
- (b) to execute the policy decisions of any general meeting of the Association;
- (c) to make on behalf of the Association industrial agreements;
- (d) to authorise the execution of all documents required to be executed in the exercise of the powers of the Association;
- (e) to deal in a manner responsible to General Meetings with matters arising from time to time;
- (f) to report the proceedings of the Association to General Meetings;
- (g) on behalf of the Association and any of its members to bring or to authorise the bringing of any industrial dispute or matter before any Commonwealth or State industrial tribunal or other tribunal and may, for that purpose, formulate or authorise any claims, defences or other necessary proceedings or documents incidental thereto, and may on behalf of the Association and any of its members give any undertakings to any such tribunal or other industrial authority;
- (h) subject to Rule 24 to acquire, purchase, take on lease, mortgagee, charge, exchange, and otherwise own or possess and deal with real and personal property, and to direct the Trustee accordingly;
- (i) in consultation with the Chief Executive to appoint and remove staff and to determine staff salaries, allowances and wages according to law;
- (j) to enter into contracts for the supply of goods or services;
- (k) to appoint advisory sub-committees and advisory committees;
- (l) to delegate functions to the Chief Executive, committees or sub-committees elected pursuant to these rules;
- (m) to litigate.

(xi) **Fees - Executive Committee**

Each member of the Executive Committee shall be paid:-

- (a) such fees, expenses and allowances as may from time to time be determined by General Meeting; and
- (b) in addition, the President and Treasurer shall be paid such fees and allowances as may from time to time be determined by the Executive Committee.

(xii) **Removal - Executive Committee Members**

Any General Meeting may at any time by resolution passed by three-fourths of those present in person or by proxy and entitled to vote at such meeting remove any member of the Executive Committee: provided that no member of the Executive Committee shall be removed from office unless he has been adjudged by the General Meeting to be guilty of misappropriation

of funds of the Association, substantial breach of these rules, gross misbehaviour, gross neglect of duty, or that he has ceased, according to these rules to be eligible to hold office; and provided also that the member shall first receive notice of proposal for his removal and shall have had an opportunity to appear before the General Meeting to render personal explanation or have delivered to the General Meeting explanation in writing. The General Meeting may require the member of the Executive Committee to appear before it

TRUSTEE

24. (i) **Election - Trustee**

There shall be elected a Trustee which shall be a Company.

(ii) **Scope of Election - Trustee**

In the event of there being more nominations than one, the names of the candidates shall be submitted to election by the whole.

(iii) **Term of Office - Trustee**

The Trustee shall have a term of office of four years' duration and be eligible for re-election on the expiry of the term, provided that the Executive Committee may remove the Trustee from office if it has been adjudged by the General Meeting to be guilty of misappropriation of funds of the Association, substantial breach of these rules, gross misbehaviour, gross neglect of duty, or has ceased according to these rules to be eligible to hold office; and further provided that the Trustee shall first receive notice of proposal for its removal and shall have had an opportunity to be represented before the General Meeting to render an explanation or have delivered to the General Meeting an explanation in writing. The General Meeting may require the Trustee to appear before it.

The term of office of the Trustee shall commence immediately upon the declaration of election to such office by the Returning Officer and shall terminate immediately prior to the next succeeding declaration of election to such office by the Returning Officer.

(iv) **Casual Vacancy - Trustee**

In the event of a vacancy in the office of Trustee for any reason the Executive Committee may appoint a company to fill the same until the next ensuing Annual General Meeting when nominations will be invited for an election to fill the vacant office for the unexpired term, if any. If more than one nomination is received, an election of the whole shall be conducted in accordance with the provisions of Rule 36.

(v) **Functions - Trustee**

The Trustee shall be vested with all real and personal property of the Association upon trust for the Association and shall whenever called upon by the Executive Committee execute all documents and do all things necessary to transfer, convey, lease mortgage or charge, or otherwise deal with any of such property in the manner directed by the Executive Committee. Such Trustee shall not be required to make good any loss which may arise or happen in the funds of the Association but shall be liable only for the property which shall be actually received by it or them on trust for the Association.

CHIEF EXECUTIVE

25. There shall every four (4) years be elected a Chief Executive:

(i) **Nomination - Chief Executive**

Nomination of any person for election to the office of Chief Executive may be made by any two members at an Annual General Meeting of which not less than fourteen days' notice has been given including notice that nominations for election to the office of Chief Executive will be invited.

(ii) **Election - Chief Executive**

In the event of there being more than one nomination, the names of the candidates shall be submitted to election by the whole.

(iii) **Term of Office - Chief Executive**

The Chief Executive shall have a term of office of four (4) years' duration and be eligible for re-election at the expiry of that term; provided that the Executive Committee may remove the Chief Executive from office if he has been adjudged by a General Meeting to be guilty of misappropriation of funds of the Association, substantial breach of these rules, gross misbehaviour, gross neglect of duty, or has ceased according to these rules to be eligible to hold office; and further provided that the Chief Executive shall first receive notice of proposal for his removal and shall have had an opportunity to appear before the General Meeting to render a personal explanation or have delivered to the General Meeting an explanation in writing. The General Meeting may require that the Chief Executive appear before it.

The term of office of the Chief Executive shall commence immediately upon the declaration of his election to such office by the Returning Officer and shall terminate immediately prior to the next succeeding declaration of election to such office by the Returning Officer.

(iv) **Casual Vacancy - Chief Executive**

In the event of a vacancy in the office of Chief Executive for any reason the Executive Committee may appoint a person to fill the same until the next ensuing Annual General Meeting when nominations will be invited for an election to fill the vacant office for the unexpired term, if any. If more than one nomination is received, an election of the whole shall be conducted in accordance with the provisions of Rule 36.

(v) **Remuneration - Chief Executive**

The remuneration of the Chief Executive shall be determined by the Executive Committee.

(vi) **Responsibilities**

The responsibilities of the Chief Executive shall include:

- (a) the right to attend and speak at all meetings of the Association;
- (b) assisting the President and the Executive Committee in the execution of policy;
- (c) maintaining liaison with federally constituted bodies;
- (d) promoting the public relations of the Association generally;
- (e) executing returns and documents on the Association's behalf;
- (f) supervising the keeping of records and books of account;

- (g) allocating staff duties;
- (h) generally giving effect to the instructions of the Executive Committee in all matters referred to in Rule 23, and
- (i) the convening of meetings within the Association.

LOCAL INDUSTRIAL COMMITTEES

26. **Establishment - Local Industrial Committees**

The Executive Committee shall establish local industrial committees of members to investigate matters and report thereon to the Executive Committee.

GENERAL MEETINGS

27. (i) **General Meeting - Annual**

The Annual General Meeting of the Association shall take place within ninety days after the commencement of the Annual Conference of NSW Farmers' Association in each year on such day as the President or the Executive Committee may determine.

(ii) **General Meeting - Special**

(a) A Special General Meeting may be convened at any time by the President or on the motion of the Executive Committee or subject to clause (b) of this rule by not less than one hundred financial members.

(b) A request for a Special General Meeting made by not less than one hundred financial members shall state in writing the general nature of the business to be transacted thereat and bear the signatures of those requesting the Special General Meeting. Upon receiving such a request, the Chief Executive shall within twenty-one days dispatch notice to all members convening the Special General Meeting. If notice has not been despatched within the prescribed time the members making the request or the majority of them may themselves convene the meeting.

(iii) **Annual General Meeting - Business**

Business for Annual General Meetings may be submitted by any local industrial committee; the Executive Committee, or any advisory committee in writing; provided that the requirement for notice of business as specified by the Executive Committee from time to time is met. Business shall also include consideration of the Accounts and Balance Sheet and any reports of the Executive Committee, auditors and others.

An Annual General Meeting shall have power on a vote of the majority of those present to deal with any urgent business raised at the meeting and relating only to industrial matters.

(iv) **General Meetings - Convening Notice**

At least fourteen days' notice shall be given to all members of the time and venue of a General Meeting.

(v) **General Meeting - Quorum**

(a) No business shall be transacted at any General Meeting unless a quorum of members is present at the time when the meeting proceeds to business. At all General Meetings thirty members, of whom at least ten present other than by proxy shall form a quorum.

- (b) If no quorum be present within half an hour from the time appointed for an Annual General Meeting the Chairman shall adjourn such meeting from week to week until such time as a quorum shall be present.
- (c) If no quorum be present within half an hour from the time appointed for a Special General Meeting such meeting shall stand dissolved.
- (vi) **General Meetings - Chairman**

At all General Meetings the President or, in his absence, the Vice-President shall occupy the Chair: provided that in the absence of both President and Vice-President the members present shall elect a chairman to preside at the meeting.
- (vii) **General Meetings - Questions: how determined**

At any General Meeting a motion put to the vote of the meeting shall be decided by majority on the voices except that:-

 - (a) the motion shall be decided on a show of hands if demanded by the Chairman or by any one member present in person; and
 - (b) a secret ballot may be required by the Chairman or by at least three members present in person;
 - (c) any secret ballot taken at a General Meeting shall conform to Rule 36 (xvii).
- (viii) **General Meetings - Those entitled to attend**

Any financial member of the Association shall be entitled to attend and vote at General Meetings.

A company or partnership proposing to be present at a General Meeting shall be entitled to one representative and shall on request notify the Chief Executive the name of its representative.
- (ix) **General Meetings - Proxies**

Any member may be represented at and may vote at General Meetings by proxy given under that member's hand provided that the proxy be a financial member of the Association and the instrument appointing him be deposited with the Chief Executive at least twenty-four hours before the holding of the meeting.
- (x) **General Meetings - Attorneys**

Absent members may be represented at and may vote at General Meetings by an attorney authorised by power of attorney to act generally on behalf of the absent member in respect of his property provided that the power of attorney be produced to the Chief Executive at least twenty-four hours before the holding of the meeting.

BANKING ACCOUNT

- 28. The funds of the Association shall be paid into a bank to its credit and the bank account shall be operated upon as the Executive Committee shall determine.

EXPENDITURE OF FUNDS

- 29. (i) After payment of the current expenses of the office the funds of the Association may be expended in the exercise of the powers of the Association as the Executive Committee may from time to time determine. Any money or funds of the Association not required for the purposes of the

Association may be invested either by way of establishment or continuance of a reserve fund or otherwise in such manner as the Executive Committee may from time to time determine.

- (ii) Subject to sub-rule (iii) of this rule, no funds of the Association will be used for a loan, grant or donation of an amount exceeding one thousand dollars (\$1,000) unless the Executive Committee has approved making the loan, grant or donation and satisfied itself:-
 - (a) that the making of the loan, grant or donation would not contravene the rules of the Association, and
 - (b) in relation to a loan - that in the circumstances for repayment of the loan there are satisfactory arrangements and adequate security is proposed to be given.
- (iii) The provisions of sub-rule (ii) will not apply to funds of the Association being:
 - (a) Invested in commercial script such as shares, debentures, mortgages or securities offered by persons or companies other than members, officers or employees of the Association.
 - (b) Used to provide for or make reimbursement of out of pocket expenses incurred by persons whilst acting for the benefit of the organisation.
- (iv) No member of the Executive Committee shall be responsible for any loss that may arise from investments or loans authorised by the Executive Committee, unless such loss be caused by his willful neglect or default.

SPECIAL PURPOSES FUND

30. (i) The Association may provide for the application of its money and property to special purposes which are consistent with its objects and within the scope of its powers provided the following conditions are observed:-
- (a) any payment in furtherance of such purposes shall be made out of a separate fund; and
 - (b) contribution to such separate fund shall be voluntary and not be a condition of admission to membership or of membership with the Association; and
 - (c) a member who does not contribute to such fund shall not be excluded from any of the benefits of the Association or be placed under any disability or at any disadvantage as compared with other members by reason of his failure so to contribute.
- (ii) Any question as to the purposes which shall from time to time be deemed special shall be determined by the Executive Committee.

FINANCIAL YEAR

31. The financial year of the Association shall terminate on the 31st day of December.

BOOKS OF ACCOUNT

32. Proper books of account shall be kept as the Executive Committee shall direct.

AUDIT

33. Yearly audit of the accounts of the Association shall be made by an auditor who is

a registered company auditor within the meaning of the Companies Act, 1961, as amended or a person registered under the Public Accountants Registration Act, 1945, as a public accountant. The auditor shall be elected at the Annual General Meeting and shall be eligible for re-election.

AUDITORS' DUTIES

34. The auditors shall have access at all times to the books (including Minute Books), vouchers, documents and securities of the Association, and they shall be furnished with such information and explanations as they may require for the performance of their duties as auditors. The auditors shall examine the annual accounts of the Association and their report shall be presented to the members at each Annual General Meeting.

RETENTION OF RECORDS

35. Subject to the Evidence (Reproductions) Act, 1967, the accounting records and auditor's report shall be retained by the Association for a period of at least seven years after the completion of the transactions to which they relate and shall be kept in the registered office of the Association in such manner as the Executive Committee may direct and there be available for inspection by any member of the Association.

ELECTORAL PROCEDURE - OFFICERS NAMED RULE 20

36. (i) **Nominations at Annual General Meeting**

When the term of office for any of the offices defined in Rule 20 hereof has expired or is about to expire, nominations of candidates for election to office pursuant to these rules shall be invited by the Returning Officer at the Annual General Meeting, of which not less than 14 days' notice has been given, including notice that nominations of candidates for election to office will be invited thereat. The roll of voters for an election for the offices defined in Rule 20 for which nominations will be invited at the Annual General Meeting, shall close 7 days before the date the President or Executive Committee determine the Annual General Meeting shall take place under sub-rule 27(i) of these rules.

Amended
17/5/04 AIR

- (ii) **Nomination for Office**

- (a) At the Annual General Meeting the Returning Officer shall invite nominations of candidates for the following offices:-
- (i) President.
 - (ii) Vice-President.
 - (iii) Treasurer.
 - (iv) Member of Executive Committee (6 positions to be filled).
 - (v) Chief Executive - on any occasion when the office of Chief Executive has expired, or is about to expire.
 - (vi) Trustee - on any occasion when the office of Trustee has expired or is about to expire.
- (b) No nomination shall be accepted pursuant to this rule unless the nominee has signed written acceptance of nomination.

Amended
5/6/02

(iii) **Ballot - when required**

- (a) If in respect of each office no more nominations are received than seats to be filled, the nominee or nominees, as the case may be, shall be declared elected;
- (b) If in respect of any office more nominations are received than seats to be filled, a ballot shall be held.

(iv) **Ballot papers - by whom received**

In the conduct of ballots for election of officers, ballot papers shall be sent to all financial members.

(v) **Returning Officer - appointment**

The Executive Committee shall appoint or secure according to law the appointment of a Returning Officer who shall not be a candidate for office, or the holder of any office in nor an employee of the Association.

(vi) **Returning Officer - duties**

The Returning Officer shall conduct the election from the calling for nominations to the declaration of the ballot. He shall satisfy himself that no nomination is defective, provided that, before rejecting any nomination, he shall notify the person concerned of the defect and, if it is practicable to do so, give him an opportunity to remedy the defect within seven days after his being so notified.

He shall state the time and date by which voting papers must be returned to him which date shall be not earlier than the 30th day after the date upon which the voting papers are sent to members. He shall satisfy himself that ballot papers have been sent to all financial members, and upon return of the ballot papers shall check and count them as prescribed by this rule.

(vii) **Scrutineers - appointment**

The Executive Committee may appoint two official scrutineers to attend the ballot. Any candidate may if he so desires appoint at his own expense a scrutineer to represent him at the ballot. A candidate appointing a scrutineer shall, before the commencement of the count, notify the Returning Officer in writing of the name of such scrutineer.

(viii) **Scrutineers - conduct and duties**

The conduct and duties of scrutineers shall be as follows:-

- (a) The scrutineer shall be entitled to be present throughout a ballot and may query the acceptance or otherwise of any nomination and inclusion or exclusion of any vote in the count but final determination in these matters shall remain with the Returning Officer;
- (b) a scrutineer shall not be entitled to remove, mark, alter or deface any ballot paper or other document used in connection with the election;
- (c) In every case the scrutineer shall observe any direction given by the Returning Officer and the Returning Officer shall take all reasonable steps by notification or otherwise to enable each scrutineer to exercise his rights but no election shall be vitiated by reason of the fact that a scrutineer does not exercise any or all of such rights if he has had reasonable opportunity so to do.

(ix) **Format of voting papers**

- (a) Each eligible voter shall vote for all candidates in order of preference, otherwise his vote shall be informal.
- (b) A composite voting paper shall be sent to all voters in respect of each of the following Groups-

Group A -

persons nominated for election as President, Vice-President and Treasurer; that is to say persons nominated for offices the occupiers of which become members of the Executive Committee ex-officio;

Group B -

persons nominated for election to the Executive Committee which group shall automatically include the persons whose names appear in Group A except in circumstances where a Group A nominee has advised the Returning Officer in writing on or before the day of nomination of his intention to decline nomination for Group B;

Group C -

persons, natural or artificial, nominated for the office of Trustee;

Group D -

persons nominated for the office of Chief Executive.

(x) **Dispatch of Ballot Papers**

The Returning Officer shall, as soon as reasonably practicable following the calling of nominations at the Annual General Meeting, forward by prepaid post ballot papers to each eligible voter addressed to his registered address or to such other address as the voter shall on account of his absence from his registered address, have notified to the Chief Executive in writing.

Amended
17/5/04 AIR

A voting paper or papers shall be despatched in one envelope and shall set out the names of the candidates in an order determined by lot and in accordance with Rule 36(ix) and shall be accompanied by two printed envelopes.

One envelope shall be a declaration envelope with a removable flap or label and the other a prepaid envelope. Both envelopes must comply with the forms prescribed by the Workplace Relations (Registration and Accountability of Organisations) Regulations 2003. The Returning Officer shall have his own locked bag service at the General Post Office, Sydney.

(xi) **Return of voting paper**

Each voting paper received by voters shall be placed by them in the declaration envelope.

Amended
17/5/04 AIR

Each voting paper in order to confer a vote must be received by the Returning Officer not later than the date determined for its return. Before counting any votes or removing any ballot paper from the declaration envelope, the Returning Officer shall remove the flap or label from the envelope.

(xii) **The count**

- (a) On the week day next following the last day for receipt of voting papers, the Returning Officer shall count the votes. The Returning Officer shall not count any vote unless the ballot paper on which it is recorded is returned in the envelope sent to the voter and the declaration envelope has been returned in a prepaid envelope.

Amended
17/5/04 AIR

Otherwise the Returning Officer shall open the voting papers and remove ineligible and informal votes and count formal votes.

- (b) The Returning Officer shall count first the votes recorded in respect of Group A and shall declare the successful candidates in that Group to be members of the Executive Committee: Provided that, in the event of the name of the successful candidate for the office of President appearing also in the ballot for election of Vice-President, his name shall be struck out of the ballot for Vice-President. And further provided that in the event of the names of the successful candidates for the office of President and/or Vice-President appearing also in the ballot for the office of Treasurer, their names shall be struck out of the ballot for the office of Treasurer.
- (c) The Returning Officer shall next scrutinise the votes recorded in respect of Group B and shall strike out from the voting papers the names of candidates who have been declared elected in accordance with subparagraph (b) of this rule. He shall then proceed to count the votes cast in respect of the remaining candidates in Group B in order of preference then disclosed adjusted to the number of candidates then remaining. When six candidates are elected, the Returning Officer shall declare these six to be members of the Executive Committee.
- (d) In ballots for the offices of President, Vice-President, Treasurer, Chief Executive and Trustee, every count shall be by the ordinary preferential system in accordance with Schedule 1.
- (e) In ballots for the office of Member of Executive Committee every count shall be by the multiple preferential system in accordance with Schedule 2.

Amended
5/6/02

(xiii) **Declaration of the ballot**

The Returning Officer shall declare the results of the ballot by giving to the Chief Executive a written declaration signed by the Returning Officer, dated and identifying the ballot by reference to the rule or rules under which it was conducted, and the candidates successful in the ballot shall take in accordance with these rules, the offices to which they were respectively elected.

(xiv) **Further ballot**

Notwithstanding any provision in these rules to the contrary, should any error or informality occur in any election, the Returning Officer may order a new election at times and dates to be determined by him. Where the Returning Officer so orders, the roll of voters for any new election for any of the offices defined in Rule 20 shall close seven days before nominations open for the new election.

Amended
17/5/04 AIR

(xv) **Retention of ballot papers - Returning Officer**

The Returning Officer shall retain all ballot papers (voting papers, envelopes and records of counts) for a period of one year from the date of declaration of each ballot.

(xvi) **Insufficiency of nominations - Executive Committee**

In the event of insufficiency of nominations being received in respect of any election conducted pursuant to Rules 22 and 23, any vacancy or vacancies upon the Executive Committee shall be filled by the Annual General

Meeting which in filling any such vacancy shall be informed of any informal nominations that may have been received. For this purpose the Annual General Meeting may nominate any financial member or financial members, and, in the event of contested election the matter shall be determined by secret ballot in accordance with sub-rule (xvii).

(xvii) **Secret ballots at meetings**

- (a) In the event of a secret ballot being held at a meeting, the Chairman shall appoint or secure, according to law, the appointment of a Returning Officer who shall not be the holder of any office in, nor an employee of the Association and shall invite the candidates for election each to appoint a scrutineer to represent him at the ballot. If the number of scrutineers appointed is fewer than two, the Chairman shall appoint sufficient scrutineers to ensure that at least two are present at the count.
- (b) The voting papers shall consist of a ballot paper which shall be initialled by the Returning Officer.
- (c) The Returning Officer shall deliver a voting paper so marked, to each eligible voter present.
- (d) The Returning Officer shall read in order or sequence determined by lot the names of the candidates for election whereupon the voters shall write down the names upon their voting papers in that order or sequence and thereafter exercise their votes according to the instructions of the Returning Officer.
- (e) The Returning Officer shall collect the voting papers and in the presence of the scrutineers shall count the votes and report the result of the ballot to the Chairman of the meeting.

POWER TO SUE

37. (i) The Association may sue or take any other proceedings either at law or in equity including proceedings to enforce payment by members of contributions due.
- (ii) The holder for the time being of the position of Chief Executive shall have power to sue and be sued on behalf of the Association.

COSTS AND PENALTIES INCURRED BY MEMBERS

38. In the event of any member of the Association violating any industrial agreement to which the Association is a party or disobeying any award or order of any Industrial Arbitration Court or other tribunal contrary to the instructions of the Association, no costs or penalties incurred by him by reason of such violation or disobedience shall be borne by the Association.

INDEMNITY

39. Every member shall indemnify and keep harmless to the Association and the officers and members of staff thereof in respect of all penalties, damages, losses, actions, claims, costs and demands whatsoever which may be made against the Association or such officers and members in respect of any breach or non observance of any undertaking given to any Commonwealth or State industrial tribunal or any other tribunal, committee or industrial authority.

SEAL

40. The Executive Committee shall provide for the safe custody of the seal which shall be used only by the authority of the Executive Committee, and every instrument to which the seal is affixed shall be signed by a member of the Executive Committee and shall be countersigned by the Chief Executive or by a second member of the Executive Committee.

INSPECTION OF RULES AND BY-LAWS

41. (i) The rules shall be available in the registered office of the Association for inspection by members.
- (ii) Every applicant for membership, and every member upon application to the Chief Executive, shall receive a copy of the rules.

RULES OF DEBATE

42. Rules of debate to be observed at all meetings of the Association and of committees and local committees thereof shall be in accordance with a schedule circulated by the Executive Committee from time to time.

DISSOLUTION OF ASSOCIATION

43. At a meeting called for that purpose (of which at least fourteen days' notice shall have been given by advertisement and also by notice addressed to each member stating the object thereof), the members may by a majority of three-quarters of the members of the Association who may be present personally or represented by proxy or attorney at such meeting determine that the Association shall be dissolved and the same thereon shall be dissolved accordingly, and the Executive Committee shall take such means for winding up and closing the affairs of the Association as the Executive Committee may deem advisable, but subject to the following. The Association shall be dissolved automatically in the event of the number of members thereof not exceeding fifty. Upon a dissolution the real and personal property of the Association shall be applied. First, in payment of all just claims of members and persons entitled to any salary, relief or benefit from the Association. Secondly, in payment of all just debts and liabilities of the Association due and owing to persons being members thereof. Thirdly, in payment of all just debts and liabilities of the Association. Any surplus after payment of the cost of dissolution shall not be paid to or distributed among the members of the Association but shall be given or transferred to some other association or institution having objects similar to the objects of the Association, and which shall prohibit the distribution of its or their income and property among its or their members, such institution or institutions to be determined by the members of the Association at or before the time of dissolution, and if and so far as effect cannot be given to the aforesaid provision, then to some charitable object.

ALTERATIONS TO RULES - PROCEDURE

44. The Rules of the Association may be altered, added to, varied or rescinded by a resolution of a General Meeting carried by at least one half of the members present personally or represented by attorney or proxy. Proposals for alteration, addition to, variation or rescission of any of the Rules of the Association may be submitted to the Chief Executive at any time by the Executive Committee or in writing by any twenty financial members or any Local Industrial Committee

created pursuant to these Rules, provided that when such proposals are made by either twenty financial members or a Local Industrial Committee, such proposals must be received by the Chief Executive at least sixty days prior to the General Meeting to which they are to be submitted. Notwithstanding any of the foregoing provisions of this Rule, the Executive Committee shall be empowered to amend to the extent necessary to comply with a request or direction from the Industrial Registrar, any proposals for alteration, addition to, variation or rescission of any of the Rules adopted by or to be submitted to a General Meeting.

Ballot Counting System

SCHEDULE 1

**Ordinary Preferential Voting for election of President, Vice-President,
Treasurer, Chief Executive and Trustee**

- (i) A candidate who has received a number of first preference votes greater than half the total number of formal voting papers (ie, an absolute majority) shall thereupon be eligible to be declared elected.
- (ii) If no candidate has received an absolute majority of first preference votes, the Returning Officer shall proceed as follows:
 - (a) The candidate who received the fewest first preference votes shall be excluded and each voting paper counted to him shall be counted to the candidate next in order of the voters' preference.
 - (b) Then if no candidate has an absolute majority of votes, the process shall be repeated by excluding the next candidate who has the fewest votes and counting each of his voting papers to the unexcluded candidate next in order of the voters' preference, until one candidate has received an absolute majority of votes and is then eligible to be declared elected.

SCHEDULE 2

Multiple Preferential Voting for election to the office of Member of Executive Committee

Definitions

"Primary votes" are of equal value and comprise all preferences marked on the ballot paper by the voter down to the number of candidates to be elected.

"Secondary votes" are preferences beyond the primary votes marked on the ballot paper by the voter.

"Exhausted votes" are ballot papers which contain primary votes for the candidate being excluded in a particular exclusion and any other candidate previously excluded.

"Contingency votes" for a particular exclusion are the secondary votes received prior to his exclusion by the candidate then being excluded, ie, ballot papers which during any preceding exclusion we received by the candidate now being excluded from a candidate previously excluded.

Ineligible and informal ballot papers

Count and record the number of ineligible and informal ballot papers which shall not be included in any subsequent count of the ballot.

Count primary votes

For each candidate, determine the number of first preference ballot papers and record this number on the tally sheet.

Repeat this procedure for each of the remaining primary votes.

For each candidate determine the total number of primary votes received and record this on the tally sheet.

First exclusion

Exclude the candidate with the lowest total number of primary votes.

On each ballot paper which gives the excluded candidate a primary vote, place a tick adjacent to that candidate's name, then distribute all of his primary votes on to continuing candidates according to the first of the secondary votes on each ballot paper.

Determine the number of preferences so directed to each continuing candidate and record details on the tally sheet.

Second and subsequent exclusions

Each ballot paper is transferred on only once.

Exclude the continuing candidate with the lowest progressive total.

Locate, count and record on the tally sheet as contingent votes the number of ballot papers which the candidate then being excluded received from the candidate previously excluded, ie, that candidate's secondary votes.

Then locate all ballot papers upon which the candidate then being excluded received a primary vote. Of these ballot papers separate those previously ticked, thus being exhausted, and record this number on the tally sheet as exhausted

votes.

On the remaining ballot papers which the candidate then being excluded receives a primary vote, place a tick adjacent to his name and distribute these ballot papers between continuing candidates according to the first of the secondary votes or if this vote is for a previously excluded candidate, then the vote is passed on to a continuing candidate according to the next available secondary vote.

Determine the number of votes thus received by each continuing candidate and record on the tally sheet a progressive total for each continuing candidate.

Repeat this procedure of excluding candidates with the lowest progressive total until there remains a number of continuing candidates one greater than the number of offices to be filled.

The candidate who then has the lowest progressive total is excluded and the remainder of the candidates are then eligible to be declared elected.

The following table comprises a form of tally sheet which could be used for a step by step ballot count using the multiple preferential system of counting, commencing after any informal or ineligible ballot papers have been identified, separated, counted and recorded on the tally sheet.

FIVE OFFICES TO BE FILLED

	A	B	C	D	E	F	G	H	I	J	Contingent	Exhausted	Total	
1st Preference votes	62	65	103	27	90	16	20	35	46	22		-	-	486
2nd Preference votes	52	46	26	48	193	43	26	13	17	22		-	-	486
3rd Preference votes	63	75	35	32	86	31	33	49	56	26		-	-	486
4th Preference votes	60	58	49	62	39	46	70	43	30	29		-	-	486
5th Preference votes	58	51	63	47	26	72	62	36	29	42		-	-	486
Total Primary votes	295	295	276	216	434	208	211	176	178	141		-	-	2430
"J" excluded 141 votes transferred		32	10	23	13	9	27	11	2	5	Ex	-	-	141
Progress Total		327	314	299	229	443	235	222	178	183	-	-	-	2430
"H" excluded 178 votes transferred		10	13	19	31	11	12	8	Ex	19	-	2	53	178
Progress Total		337	327	318	260	454	247	230	-	202	-	2	53	2430
"I" excluded 202 votes transferred		21	17	26	16	-	13	14	-	Ex	-	24	71	202
Progress Total		358	344	344	276	454	260	244	-	-	-	26	124	2430
"G" excluded 244 votes transferred		26	30	28	18	1	22	Ex	-	-	-	33	86	244
TOTAL		384	374	372	294	455	282	-	-	-	-	59	210	2430

"A", "B", "C", "D" and "E" eligible to be declared elected.