



Fair Work
Australia

DECISION

Fair Work (Registered Organisations) Act 2009
s.159 – Alteration of other rules of organisation

Australian Hotels Association - New South Wales Branch
(R2009/10030)

T. NASSIOS

MELBOURNE, 28 AUGUST 2009

Alteration of other rules of organisation.

[1] On 19 August 2009 the Australian Hotels Association - New South Wales Branch lodged with Fair Work Australia a notice and declaration setting out particulars of alterations to the rules of the Australian Hotels Association - New South Wales Branch.

[2] The particulars set out alterations to rules 1, 2, 4, 7, 8, 9, 11, 13, 16, 17, 18, 19, 21, 22, 22A, 25, 28, 30, 31, 33, 36 and 39, the addition of new rule 17A and the deletion of rules 41 and 42 of the rules of the Australian Hotels Association - New South Wales Branch.

[3] On the information contained in the notice, I am satisfied the alterations were made in accordance with the rules of the organisation.

[4] In my opinion, the alterations comply with and are not contrary to this Act, the Fair Work Act 2009, modern awards and enterprise agreements, and are not otherwise contrary to law. I certify accordingly under subsection 159(1) of the Act.



Delegate of the General Manager
Fair Work Australia

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**STATEMENT BY AUTHORISED OFFICER OF THE ORGANISATION PURSUANT TO
REGULATION 126 OF THE FAIR WORK (REGISTERED ORGANISATIONS)
REGULATIONS 2009**

1. I am the Secretary/Treasurer of the Australian Hotels Association, NSW Branch (hereafter "the AHA NSW") and am authorised to make this statement on behalf of the AHA NSW.
2. Rule 39 of the Rules of the AHA NSW confers on the membership the power to amend the Rules by alteration, addition or rescission by a Special Resolution passed at a Special General Meeting, provided that the Special General Meeting is convened in accordance with Rule 15.2 and that members are given at least 21 days notice of the Special General Meeting.
3. In late June 2009, I became aware that the President had instructed the CEO to convene a Special General Meeting of the AHA NSW to consider proposed amendments to the Rules.
4. On 14 July 2009, all members of the AHA NSW were given notice of a Special General Meeting to be held on 11 August 2009 in Sydney. A copy of that notice is annexed hereto and marked "A".
5. Annexure A gives notice to members of a Special Resolution to consider a number of proposed amendments, which were set out in a document attached to the agenda. A copy of that document is annexed hereto and marked "B".
6. In my capacity as Secretary/Treasurer of the AHA NSW, I was in attendance at the Special General Meeting of the AHA NSW conducted at Sydney on Tuesday 11 August 2009. There was a quorum present at the meeting. The proposed Rule changes referred to in Annexure B were on the agenda for the meeting and were dealt with. All of the Rule changes proposed in Annexure B were adopted by the meeting without dissent.
7. The purpose of the Rule changes is largely to correct typographical errors, update legislation references, remove outdated Rules and incorporate the use of modern technology to conduct meetings and the giving of notice for such meetings. Annexure B contains comment/explanation in relation to each Rule change.
8. In relation to Rule 31, the purpose is to remove an ambiguous and duplicitous nomination process. Following the completion of election E2007/226, Rule 31 was identified as a Rule that was difficult to apply or interpret in relation to the conduct of an election. Annexed hereto and marked "C" is a copy of correspondence that was sent to the Australian Electoral Commission on 29 May 2008, in response to

the post election report for the said election. Accordingly, this amendment seeks to remove the said difficulty.

9. The Amendments set out in Annexure B are reflected in the attached mark up document annexed hereto and marked "D".
10. The Chief Executive of the AHA NSW has arranged for a Notice to be placed on the AHA NSW website, advising that the notice under s159 of the Fair Work (Registered Organisations) Act 2009 has been lodged.
11. I say that the alterations to the Rules of the AHA NSW concerned herein were made in accordance with its Rules.
12. I say that the particulars set out in this statement are true and correct to the best of my knowledge.

DATE:



Colin Waller

Secretary/Treasurer, AHA NSW

[024N-NSW: Incorporates alterations of 28/6/2004]
(replaces 4/9/2002 version)

**Australian Hotels Association,
New South Wales Branch**

I CERTIFY under section 161 of Schedule 1B of the Workplace Relations Act 1996 that the pages herein numbered 1 to 39 both inclusive contain a true and correct copy of the registered rules of the Australian Hotels Association, New South Wales Branch

DEPUTY INDUSTRIAL REGISTRAR

Rules of the Australian Hotels Association,
New South Wales Branch

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PART 1

GENERAL

1 - NAME AND REGISTERED OFFICE

The name of the Association shall be the Australian Hotels Association (NSW Branch) and its registered office shall be at 5th Level, 8 Quay Street, **Sydney, or such other place in New South Wales as may be determined by the Council from time to time and advised to the Industrial Registrar.**

2 - OBJECTS

The objects of the Association shall be:

- (a) The maintenance of the status of the Licensed Hotel and Retail Liquor Industry (hereinafter referred to as "the Industry"); the furtherance of service through the avenues of accommodation, food, beverages and entertainment; the maintenance of the law; to promote commerce and the Industry to the advantage of both the Industry and the community; to promote and protect the rights of persons engaged in the Industry and Members of the Association in the Commonwealth of Australia;
- (b) To watch all proceedings in Parliament both Australia and State and measures introduced therein affecting any branch of the Industry and to take such steps as may from time to time be deemed necessary to initiate, promote, amend, modify or reject, as the case may be, all or any of such measures;
- (c) To represent effectively the views and requirements of the Industry in all matters and questions touching or affecting its interests by means of periodical conference, deputations, meetings, petitions and otherwise;
- (d) To afford Members of the Association all such assistance, legal or otherwise, as shall appear proper or desirable to the Council for the time being and in accordance with the rules of the Association;
- (e) To consider any decisions of any Court which may affect the Industry adversely and, if considered desirable or necessary by the Council, to institute proceedings to secure a review of or appeal against such decision. The Council may, in the interests of the Members, institute, carry on or subsidise any action at law not hereinbefore provided for;
- (f) To establish Employment Agencies, Information Bureaux, Literary, Social, Education, Sporting or Trading Institutions for the benefit of Members;
- (g) To print, publish, issue and circulate such newspapers, magazines, and other papers, periodicals, books circulars and other literary undertakings as may be deemed desirable or expedient for the diffusion amongst the Members of the Association on matters affecting the Industry, or as may seem calculated directly or indirectly to advance or contribute to the interests of the Association or of its Members;
- (h) To take such action as may be necessary or advisable to regulate and determine the rates of pay and conditions of employment of employees of Members or of employees in the Industry either under **Federal workplace relations law** or otherwise;
- (i) To do and execute all such other acts, matters and instruments incidental to or in extension of the foregoing objects as may be deemed necessary from time to time in the interests of the Industry, and generally to perform all necessary acts for the advancement of the Association or its Members;

4 - INTERPRETATION

- (j) To promote, form and/or conduct an organisation to purchase commodities and products of all types used in the conduct of accommodation, catering and licensed premises and to sell or otherwise dispose of such products and commodities for the benefit of Members upon such terms and at such prices as it may from time to time determine.
- (k) To take such actions as may be necessary or advisable to provide for the proper training of personnel engaged in the Industry.
- (l) For any of the purposes of the Association to purchase acquire hold and deal with property of any kind.

3 - STRUCTURE

- 3.1 The Association will consist of the Members from time to time of the Association.
- 3.2 Each Member of the Association shall be a Member of a Sub-Branch.
- 3.3 The governing body of the Association shall be the Council. The Council shall be elected by the Members of the various Sub-branches.
- 3.4 The Executive Committee shall, subject to the control of the Council and the Annual General Meeting, be responsible for the management of the Association.

The Branch Committee of Management of the Association shall be the Executive Committee.

4 - INTERPRETATION

- 4.1 In the interpretation of these Rules unless inconsistent with the context:
 - (a) "Penalty Point" for the purposes of these Rules shall mean a sum not exceeding \$100.00 or such sum as shall be determined by special resolution of Council;
 - (b) "Annual Subscriptions" means the annual subscription determined by the Council in accordance with Rule 12.3.
 - (c) "Association" means the New South Wales Branch of the Australian Hotels Association being the body governed by the provisions of these Rules;
 - (d) "Auditor" means the Auditors of the Association.
 - (e) "Casual vacancy" means a vacancy in the office of a delegate to Council or a member of the Executive Committee, being a vacancy occurring during the term of office of any such delegate or member of the Executive Committee.
 - (f) "Corporate Member" means a Member of the Association (not being a natural person) but being a
 - (i) corporation (whether incorporated by or under a statute, Federal, State or Territory); or
 - (ii) partnership; ~~or~~
 - ~~(iii) company~~

which employs labour in a Licensed Establishment whether in its own right or in its capacity as trustee of a trust;

4 - INTERPRETATION

- (g) "Council" means the Council of the Association as referred to in Rule 20;
- (h) "Delegate" means a delegate elected to Council as provided for in these Rules;
- (i) "Disclosed Financial Interest" means an interest which is required to be disclosed under the Licensing Legislation and has **been** properly so disclosed.
- (j) "Division" means a Division of the Association as referred to in Rule 18.1.
- (ja) "Election Year" means the Membership Year commencing 1 January 1995 and each Membership Year occurring biennially thereafter with the exception of Membership Year commencing in the year 2003 which shall run until the year 2006 and thereafter occur biennially.
- (k) "Employer of Labour" means any person, partnership or corporation (including any person, partnership or corporation acting in this capacity as trustee of a trust) which:
 - (i) employs labour;
 - (ii) usually employs labour; or
 - (iii) may from time to time employ labour.
- (l) "Executive Committee" means Executive Committee of the Association as referred to in Rule 23;
- (m) "Financial member" means a member who has either:
 - (i) paid all fees, dues, subscriptions, fines, levies or other payments due to the Association at any point in time; or
 - (ii) by agreement with the Association, entered into a system of part payment of fees, dues, subscription, fines, levies or other payments due to the Association provided that such member is not in default under such part payment system.
- (n) "General Meeting" means and Annual General Meeting or a Special General Meeting of Members of the Association;
- (o) "Honorary Officer" means the President, Senior Vice Presidents (General Division) and (Accommodation Division), Vice President and Secretary/Treasurer of the Association from time to time as referred to in Rule 23.2 hereof;
- (p) "Licensed Establishment" means premises in respect of which a licence under the relevant Licensing Legislation has issued;
- (q) "Licensing Legislation" means the Liquor Act **2007** of the State of New South Wales or the Licensing Ordinance of the Australia Capital Territory and any amendments thereto or any legislation in substitution therefor;
- (r) "Member" or "Member of the Association" means a Financial Member of the Organisation attached to the Association and unless the context otherwise requires a reference to a Member shall not include an Unfinancial Member as referred to in Rule 12.7;
- (s) "Membership year" means the period from 1 January in each year to 31 December in each year, inclusive of both dates;

4 - INTERPRETATION

- (t) "National Executive" means the National Executive of the Organisation;
- (u) "Organisation" means the Australian Hotels Association, an organisation of employers registered under the Workplace Relations Act 1996 or any successor thereto;
- (v) "President" means the President from time to time of the Association;
- (w) "Proxy" means:
 - (i) in the case of a delegate to Council, a person appointed by a delegate pursuant to and in accordance with Rule 31.6 for the purpose of voting in the elections for the Executive Committee pursuant to Rule 31; or
 - (ii) in the case of a member of the Association, a person appointed by a member pursuant to and in accordance with Rule 17.8 for the purpose of participation in a general meeting of the Association pursuant to Rule 17.
- (x) "Representative" means a Representative of a Member as referred to in Rule 6;
- (y) "Secretary/Treasurer" means the Secretary/Treasurer from time to time of the Association;
- (z) "Senior Vice President" means the Senior Vice President (General Division) from time to time of the Association;
- (za) "Special Levies" means any additional subscription determined by the Council in accordance with Rule 12.5.
- (zb) "Special Resolution" means:
 - (i) in the case of a resolution of the Association, a resolution passed by three-quarters of such of the financial members of the Association, who being entitled to vote, do vote in person or by proxy at a Meeting, where not less than 21 days written notice of the resolution has been given in accordance with the Rules; or
 - (ii) in the case of a resolution of the Council, a resolution passed by a majority; which comprises not less than three quarters of the delegates to Council as being entitled under these rules so to do voting in person or by alternate delegate when not less than 21 days written notice specifying the intention to propose the resolution as a special resolution has been given in accordance with these rules.
- (zc) "Sub-branch" means any Sub-branch of the Association formed under these Rules and By-laws as referred to in Rule 18.
- (zd) "Unfinancial member" means a member who has either:
 - (i) not paid, or is in arrears in respect of, any fees, dues, subscriptions, fines, levies or any other payment due to the Association at any point in time; or
 - (ii) made default in respect of any agreement between that member and the Association whereby the member had entered into a system of part payment of any fees, dues, subscriptions, levies or other payment due to the Association by the member;
- (ze) "Vice President" means the Vice President from time to time of the Association.

4 - INTERPRETATION

- (zf) “Chief Executive” shall mean the person appointed by the Council of the Association to be responsible for the day-to-day administration of the Association’s affairs.
- (zg) “Federal workplace relations law” means Federal legislation and all regulations made pursuant thereto, pertaining to or concerning workplace relations matters and/or the registration of employer and employee organisations, including without limitation, the Workplace Relations Act 1996 (Cth) and any legislation amending, replacing or succeeding that Act.
- 4.2 Every word used in these Rules importing the singular shall include the plural and vice versa.
- 4.3 Every word including any gender shall include any other gender.
- 4.4 Subject to the provisions of **Federal workplace relations law** in the event of any question or any matter arising at any time or any matter which is not provided for in these Rules or involving the interpretation of the Rules it shall be referred to for the determination by the Council and the decision by the majority of the Council on such question shall be final and binding on all Members of the Association.
- 4.5 The Rules shall be read subject to the Rules of the Organisation—~~from time to time to the intent that.~~ To the extent (if any) to which these Rules may conflict with the Rules of the Organisation, the Rules of the Organisation shall prevail.
- 4.6 Misconduct

Note: Nothing in these Rules is intended to limit the democratic right of members to express an opinion on the affairs or the running of the affairs of the Association.

For the purposes of Rule 14 and of Rule 21.12, Misconduct shall mean any or all of the following:

- A) Conduct which brings the Industry into disrepute including but not limited to:
- a) Criminal offence
 - b) Serious breach of responsibilities under Responsible Service of Alcohol or Gaming legislation and the Liquor Act
 - c) Failure to pay moneys owed to the Association
 - d) Refusal to comply with the Rules of the Association
 - e) Refusing or neglecting to comply with a resolution of the Association or of the Council or of a resolution of the National Board or National Executive of which resolution a member has notice
 - f) Refusal or neglecting to comply with the provisions of any legislation of the State or Federal Parliaments that has specific application to the hotel industry such as breaching the NSW Security Industry Code of Practice
 - g) Wilful underpayment of salaries and wages owed to employees.

PART 2

MEMBERSHIP

5 - ELIGIBILITY

(See Rules of the Organisation)

6 - REPRESENTATIVES

- (a) A Corporate Member shall from time to time nominate a person to act as its Representative.
- (b) A Member not being a Corporate Member may nominate a Representative.
- (c) A nomination of a Representative shall be in writing and delivered to the Registered Office of the Association.
- (d) Where a Member holds more than one Membership with the Association it may nominate a different Representative in respect of each Membership.
- (e) No appointment of a Representative shall be valid and effective unless and until the person nominated as Representative has been approved by a resolution of the Council.
- (f) In the event that any appointment of a Representative is not accepted by Council then that Member shall be entitled:
 - (i) Subject to approval of Council to appoint another Representative; or
 - (ii) To appeal against such rejection. Any appeal against such rejection shall proceed in the same manner as an appeal against rejection of Membership.
- (g) A Corporate Member shall not be entitled to attend meetings, vote or nominate any person for office except by its duly appointed Representative.
- (h) A Member, not being a Corporate Member, who has appointed a Representative shall not himself or herself be entitled to attend meetings, vote or to vote or nominate or be nominated for or hold office whilst such appointment of Representative is unrevoked.
- (i) Any Representative shall as Representative be entitled to attend at all meetings at which the Member appointing such Representative was entitled to attend and shall be entitled to be heard and to vote at such meetings and shall be entitled to vote at elections and ballots as such Representative.
- (j) Any Representative shall be entitled as such Representative to be nominated for and to be elected to and hold any office in the Association to which the Member appointing that Representative would have been entitled to be elected.
- (k) Should the appointment in favour of any Representative be revoked while the Representative holds any office of the Association the Representative shall be deemed to have and shall immediately vacate such office. His or her successor as such Representative shall not be entitled ipso facto to hold the office to which his or her predecessor was elected. Any vacancy so occurring shall be filled in the manner provided for in this Constitution.
- (l) Only Representatives of Financial Members or Financial Members of the Association are eligible to attend and entitled to be heard and to vote at Meetings of the Association.

7 - LIFE MEMBERS

- (a) The Council shall have power to elect as an Honorary Life Member of the Association any person who has been a member of the Organisation or a representative for not less than a continuous period of fifteen (15) years as at the date of election by the Council and who, in the opinion of the Council, has rendered distinguished service to the Association. The appointment as Honorary Life Member shall be honorary only and personal to the person so appointed.
- (b) A Honorary Life Member shall not be liable to pay any subscriptions for Membership of the Association. An Honorary Life Member shall as such Honorary Life Member be entitled to attend at all General Meetings of the Association and of all Sub-Branched of the Association but shall **not** be entitled to any vote. An Honorary Life Member shall be entitled to such other rights and privileges as Council may from time to time determine.
- (c) Honorary Life membership shall not grant to any person any rights of membership in respect of any Licensed Establishment owned by that Member. If an Honorary Life Member continues to be an employer of labour in ,a Licensed Establishment then separate ordinary membership must be effected to obtain the benefits of membership for that Licensed Establishment. Similarly if an Honorary Life Member shall be appointed a Representative of a Member that Member shall still be required to effect ordinary membership of the Association.
- (d) Nothing in this Rule shall affect the rights of Honorary Life Members appointed by the National Board of the Organisation. Such Honorary Life Members shall have such rights as shall be granted to them under or pursuant to the National Constitution of the Organisation.

8 - APPLICATION FOR MEMBERSHIP

Subject to Rule 9:

- 8.1 The Council shall approve a form of application for Membership but this may be varied from time to time by the Council. Any form of application shall also be approved by the National Executive.
- 8.2 An applicant for Membership of the Organisation must sign an application in the approved form. An applicant for Corporate Membership must nominate its first Representative. An application for Corporate Membership by a partnership shall be signed by each partner.
- 8.3 An application for Membership must nominate the Licensed Establishment in respect of which such application is made. A separate application must be made for each Licensed Establishment in respect of which Membership is to be held.
- 8.4 All applications for membership must be submitted to the Council. The Council may only reject an application so submitted to it upon one or more of the following grounds:-
 - 8.4.1 The application is contrary to or fails to conform with any applicable award or order made under **Federal workplace relations law**;
 - 8.4.2 The applicant for membership is not eligible to become a member of the Organisation;
 - 8.4.3 The applicant has failed to pay an amount properly payable in relation to membership;
 - 8.4.4 In a case where the applicant for membership is a natural person, such person is of general bad character;

8 - APPLICATION FOR MEMBERSHIP

- 8.4.5 In a case of an applicant that is a Body Corporate the constituent documents of the said Body Corporate make provisions inconsistent with the purposes for which the Association was formed (See Rule 2)."
- 8.5 If the Council accepts an application the applicant shall be deemed to become a Member **from** the date of receipt by the Association of the application.
- 8.6 If the Council **rejects** an application for Membership the Association shall notify the applicant in writing. The applicant may within seven days of notice of rejection being served, forward to the registered office of the Association an appeal against such rejection.
- 8.7 Any appeal against rejection of an application for Membership shall be considered by the next General Meeting of the Association which shall accept or reject the application for Membership.
- 8.8 If the General Meeting accepts the application for Membership the applicant shall be deemed to be a Member **from** the date of the application by a Member for membership.
- 8.9 Subject always to the rights of an applicant under **Federal workplace relations law**, if the General Meeting rejects the application, that decision shall be final and the applicant shall not become a member but may subsequently re-apply, pursuant to Rule 8.10.
- 8.10 Any applicant whose application has been rejected may again apply for Membership after twelve months following such rejection.
- 8.11 In the case of an application by a Corporate Member the Council shall also accept or reject the person nominated as Representative.
- 8.12 In the event that the Council shall approve an application to become a Corporate Member but rejects the nomination of the members' representative then:-
- (a) The Council shall specify in writing to the member the reason or reasons for the rejection of the nomination of the said representative; and
 - (b) Upon receipt of such written reasons the member may apply to the next meeting of the Council for approval of a different Representative.
- 8.13 All applicants for Membership of the Association shall be advised in writing of:
- (a) The financial obligations arising from Membership of the Association; and
 - (b) The circumstances and manner in which a Member may resign from the Association.
- 8.14 Within fourteen (14) days after:
- (a) The business or part of the business of a Member of the Association being assigned or transferred to a person not being a Member of the Association; or
 - (b) A person not being a Member of the Association succeeding to the business or part of the business of a Member of the Association;
- then the Member shall notify the Association of the assignment transfer or succession.

9 - SPECIAL MEMBERSHIP RULE

- 9.1 Subject to these Rules, a person, partnership or corporation eligible for membership of the Organisation may obtain membership of the Organisation by obtaining membership of "The Australian Hotels Association (NSW)" an Industrial Organisation of Employers Registered under the Industrial Relations Act 1996 (NSW) (hereinafter referred to as the "State Union") in accordance with the State Union's Rules, provided such person partnership or corporation is eligible for membership of the Organisation.
- 9.2 The Secretary/Treasurer of the Association shall establish, maintain and keep current a list of the members of the Association, which list shall also record whether members obtained membership of the Organisation pursuant to Rule 8 or rule 9 of these Rules.
- 9.3 A person, partnership or corporation who obtains membership of the Organisation pursuant to this Rule shall not be obliged to pay any monies to the Organisation provided that the State Union pays to the Organisation in respect of each person who obtains membership of the Organisation pursuant to this Rule all or any membership fee, subscription or levy payable to the Organisation pursuant to these Rules.
- 9.4 (i) Subject to these Rules, a person, partnership or corporation who or which obtains membership of the Organisation pursuant to this rule shall be entitled to continue his or its membership of the Organisation whether or not the State Union continues to make the payments referred to in sub-rule 9.3 hereof.
- (ii) If there is default or failure in making the payment referred to in sub-rule 9.3 hereof in respect of any person, partnership or organisation obtaining membership through this rule, the Association shall notify such person, partnership or corporation forthwith of his or its obligation to pay future membership fees to the Organisation and the amounts thereof. Unless and until a member is so notified the financial status of the member of the Organisation shall be unaffected by any such default or failure. Following such notification the member shall have a period of four weeks following receipt of said notification before his or its financial status of the Organisation is in any way affected.
- (iii) In the event of default or failure by the State Union in making any payments referred to in sub-rule 9.3 hereof, there shall be no affect upon the membership of that person, partnership or corporation in the Organisation, but the person, partnership or corporation shall be obliged thereafter to pay fees prescribed by these Rules, except that full credit shall be given for payments made to the Organisation pursuant to sub-rule 9.3 of this Rule.

10 - TERMINATION OF MEMBERSHIP

- 10.1 A member shall cease to be a Member of the Association if:
- (a) The Membership of that Member is determined for being unfinancial as provided for in Rule 12;
- (b) The Member is expelled from Membership according to these Rules;
- (c) The Member by notice to the Association resigns Membership pursuant to Rule 10.2.
- (d) The Member in the case of a natural person dies or in the case of a Corporate Member being a company is wound up. The change in the composition of a Corporate Member being a partnership shall not without notice of resignation by that Corporate Member terminate that Membership of the Association.

11 - REGISTER OF MEMBERSHIP

- (e) The Member ceases to be the Employer of Labour in the Licensed Establishment in respect of which that membership is held and does not within twelve (12) months of ceasing to be an Employer of Labour in respect of the Licensed Establishment again become an Employer of Labour in respect of a Licensed Establishment and thereafter hold membership in respect of that Licensed Establishment.

The provision of Rule 10.1(e) do not apply to Honorary Life Members.

10.2.1 A Member of the Association may resign from Membership of the Organisation by a notice addressed and delivered to the Secretary/Treasurer of the Association.

10.2.2 A Notice of Resignation from membership takes effect:-

- (a) Where the member ceases to be eligible to become a member of the organisation:-
 - (i) On the day on which the Notice is received by the Association;
 - (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 later; or
- (b) In any other case: -
 - (i) At the end of two weeks, after the Notice is received by the Association; or
 - (ii) On the day specified in the Notice;whichever is later.

10.2.3 Any subscriptions or other monies payable but not paid by a former member of the Organisation, in relation to a period before the member's resignation from the Organisation took effect, may be sued for and recovered in the name of the Organisation, in a court of competent jurisdiction, as a debt due to the Organisation.

10.3 Any Member ceasing to be a Member shall forfeit all rights and privileges to which that Member would, as a Member, have been entitled. However, that Member shall not be relieved of any liability that Member may have at the time that the member ceases to be a Member whether for any subscriptions then payable to the Association or otherwise.

10.4 When a Member holds separate Memberships in respect of more than one Licensed Establishment then a Member may cease to be a Member in respect of one Licensed Establishment while remaining a Member in respect of another Licensed Establishment.

11 - REGISTER OF MEMBERSHIP

11.1 The Association shall maintain an up to date register of Members.

11.2 The register shall contain such information as may be required by any relevant legislation and as the Council may from time to time direct.

11.3 The register of Membership shall be open for inspection by any member of the Association.

12 - SUBSCRIPTIONS AND OTHER PAYMENTS TO THE ASSOCIATION

- 11.4 A Member shall notify the Member's address to the Secretary/Treasurer of the Association in writing not later than the time of commencement of membership. If the Member wishes to receive communications from the Association in electronic form, the Member shall include in the address details the Member's electronic address ("email" address) for that purpose. A Member wishing to change that Member's address or other information contained in the Register of Members shall notify any such change to the Secretary/Treasurer of the Association in writing.
- 11.5 The address recorded for a Member in the Register of Members (including any email address) shall be regarded as the Member's registered address for the purposes of these Rules, including for the purpose of serving notices on or forwarding correspondence to that Member.

12 - SUBSCRIPTIONS AND OTHER PAYMENTS TO THE ASSOCIATION

- 12.1 Subscriptions payable by Members shall consist of:
- (a) Annual Subscriptions;
 - (b) Special Levies.
- 12.2 Each Membership year shall run for the period from 1 January to 31 December in each year.
- 12.3 Annual Subscriptions shall be fixed by the Council prior to the commencement of each Membership year and shall be payable by Members on 1 January in each Membership year.
- 12.4 Any new Member admitted to Membership during any Membership year shall pay such sum in respect of the Annual Subscription for that Membership year as is determined by the Executive Committee having regard to the number of months remaining in that Membership year.
- 12.5 The Council may from time to time as it thinks appropriate by Special Resolution impose Special Levies on Members on such basis as it considers appropriate.
- 12.6 The Association may in addition to the Annual Subscription and Special Levies charge Members for any services which the Association may provide to Members at such rates and on such basis as Council may determine.
- 12.7 If any Unfinancial Member, having been given three prior monthly demands therefore, fails to pay any subscription within three months of the due date, then that Member shall be liable to expulsion from Membership.
- 12.8 No Unfinancial Member or Representative of an Unfinancial Member shall whilst that Member remains liable to expulsion be entitled to hold any office in the Association and no Unfinancial Member or Representative of an Unfinancial Member shall be entitled to exercise any rights as a Member of the Association. At the discretion of the Council any Unfinancial Member or Representative of an Unfinancial Member may be debarred from admission to the premises of the Association.
- 12.9 If a Member shall become liable to expulsion Council may by resolution resolve to determine that Member's Membership. Notice of the resolution of Council will be given to the member. If the Member shall for 7 days after being given such notice still fail to pay any outstanding subscription, then such Member shall cease to be a Member of the Organisation upon the expiry of the said 7 days and the Member's name shall be struck from the Register of Membership.
- 12.10 A person or Corporate Member holding more than one Membership in respect of separate Licensed Establishments shall pay separate annual subscriptions for each Membership and shall also unless Council otherwise determines pay separate Special Levies for each Membership.

13 - BENEFITS OF MEMBERSHIP

- 12.11 (a) Subject to the succeeding provisions of this Rule, the annual Subscriptions and Special Levies for each division of Membership shall be calculated in such manner as Council may determine;
- (b) Council may determine Annual Subscriptions and Special Levies shall be calculated by different methods for different Divisions of Membership or differently for different Members in any Division of Membership.
- c) For the purpose of the Council exercising its powers pursuant to this Rule, the Association may obtain from the Liquor Administration Board the amount of liquor licence fees scheduled to be paid by the Member as of the next payment due date, and/or the amount of AAD licence fee paid by the Member at the most recent payment due date and/or the number of AADs licensed to the Member at the most recent payment date for each Hotel licence in respect of that member.

13 - BENEFITS OF MEMBERSHIP

- 13.1 Members who have incurred legal and/or other costs in the submission of a case to a Court of Law may make application for monetary assistance to the Association. The granting of assistance in such cases shall be for decision by the Council.
- 13.2 Only those persons who are financial Members of the Association shall be entitled to receive the direct services and benefits which are provided by the Association.
- 13.3 The Association shall establish and maintain a website, which may be shared with the State Union. A copy of these Rules and any amendments thereto shall be posted on the website by the Association. Publication of these Rules on the Association's website shall be sufficient means of access by members to a copy of these Rules, provided that if a Member wishes to obtain a hard copy of the Rules of the Association, that member may apply in writing to the Chief Executive who shall grant that request on payment to the Association of the sum approved by the Council, but not greater than \$50.00.

14 - MISCONDUCT OF MEMBERS

- 14.1 A member of the Association may be charged by any other member of the Association with any or all of the matters outlined in Rule 4.6.
- 14.2 Any such charge shall be made by notice in writing delivered or posted to the President of the Association or, if the member of the Association is to be charged by the President or the member to be charged is the President then by notice in writing addressed to the member and to the Secretary/Treasurer of the Association.
- 14.3 On receipt of such written complaint the President or Secretary/Treasurer will refer the matter to the next meeting of Council.
- 14.4 On presentation of the written complaint to Council, the Council will by resolution of a majority of members present refer the matter to the Hotels NSW Ethics Committee to be dealt with according to the provisions of Rule 21.12.
- 14.5 The Council at its next meeting shall consider any recommendation from the Ethics Committee for further action against the Member against whom a complaint has been lodged.
- 14.6 If the Ethics Committee has recommended that the member concerned be expelled, a two-thirds majority of members present at the Council meeting shall be necessary for the expulsion to take place.

16 - NOTICES OF MEETING

- 14.7 Any person expelled from membership as a result of such charge may by notice in writing delivered or posted to the Secretary/Treasurer of the Association and by notice to the National Secretary of the Organisation appeal to the National Executive.
- 14.8 The National Executive shall consider such appeal at its then next meeting and after hearing or reading any submission the expelled member may make, may allow the appeal, confirm the expulsion, or may in lieu of such expulsion suspend the membership for a period not exceeding six months or fine such member a sum not exceeding four penalty points. The Council shall abide by any decision of the National Executive.
- 14.9 If a member brings a charge against another which the Ethics Committee or Council determines to be frivolous or vexatious the Council may of its own volition or on the recommendation of the Ethics Committee, fine the member bringing such charge a sum not exceeding one penalty points.
- 14.10 For the purposes of this Rule and Rules 4.6 and 21.12, a member shall be responsible for the actions of its representative so that charges may be laid under this Rule in relation to the actions of a Representative as if those actions were the actions of a member. Where charges are found proven against a member in relation to the actions of its representative, Council may, as an alternate to or in addition to any of the remedies referred to in Rule 21.12 withdraw its approval of that representative as a representative of the member.

PART 3

MANAGEMENT

A - GENERAL MEETINGS

15 - GENERAL MEETINGS OF THE ASSOCIATION

- 15.1 The Annual General Meeting of the Association shall be held in each year upon such date between the first day of March and a date prior to the second Tuesday of April or on that date contemporaneously with the regular Council meeting.
- 15.2 A special general meeting of the Association may be convened:
- (a) by the President; or
 - (b) by resolution of Council; or
 - (c) by a petition signed by at least 100 Members of the Association or by 5% of the Members of the Association, whichever is the lesser.

16 - NOTICES OF MEETING

Notices for the convening of any meeting of the Council, of the Executive Committee or of the Members (whether by way of a General or Special meeting) shall comply with the requirements of this Rule.

- 16.1 Any notice of meeting which the Association desires to serve upon any Member or any delegate to Council may be served either personally or by sending it through the post in a prepaid envelope or by facsimile or electronic mail addressed to such Member or delegate to Council at their address as recorded in the Register of Members.
- 16.2 Any notice calling for nomination for election or forwarding ballot papers may be served by sending it in a pre-paid circular or letter through the post addressed to the Member at their registered address.

17 - PROCEDURES AT GENERAL MEETINGS

16.3 The signature to any notice to be given by the Association may be written or electronically printed.

17 - PROCEDURES AT GENERAL MEETINGS

- 17.1 At least twenty one (21) days' notice shall be given of any General Meeting called to consider any amendment to these Rules. At least seven (7) days' notice of every other General Meeting shall be given.
- 17.2 Notice of General meeting shall be given by circular notice to all Members. Such notice shall be forwarded to all Members in a manner provided for in Rule 16 and shall specify the nature of the business to be brought before the meeting.
- 17.3 Any Member of the Association shall be entitled to attend at any General Meeting and to speak and vote on all matters before the meeting.
- 17.4 Thirty (30) Members shall constitute a quorum at any General Meeting.
- 17.5 The business of the Annual General Meeting shall include the following:
- (a) Presentation of the Annual Report of the Council;
 - (b) Presentation of the Auditor's Report, balance sheet and statement of receipts and expenditure;
 - (c) Subject to the rules any other business of which at least 48 hours notice in writing has been given to the President.
- 17.6 No business shall be dealt with at any General Meeting of the Council except:
- (a) the business specified in the Notice of Meeting; and
 - (b) in the case of an Annual General Meeting any business as referred to in Rule 17.5.
- 17.7 The President shall be the ex officio Chairman at all meetings of the Association. In the absence of the President from any such meeting, the Senior Vice-President or in his or her absence the Vice-President shall occupy the Chair. In the absence of the President, the Senior Vice-President and the Vice-President, the meeting shall appoint a Chairman.
- 17.8 A Member shall be entitled to appoint a proxy to represent that Member at any General Meeting of the Association, but no such appointment shall be effective unless the appointment is in writing and in accordance with a proxy form approved by the Executive Committee. A notification of Appointment of a proxy may be lodged by post, facsimile or electronic mail. Where electronic mail is used, the proxy form must be forwarded to the electronic mail address of the Chief Executive or such other employee or officer of the Association as nominated by the Chief Executive on the website of the Association from time to time.

17A - ALTERNATIVE MEANS FOR CONDUCT OF MEETINGS

- 17A.1 Notwithstanding any other provision of these Rules, any of the meetings of the Association which are referred to in Rule 17A.2 may be conducted in person, by telephone or videoconference, or by a combination of these forms of meeting or communication. Where any such meeting is conducted other than by way of all of the participants being present in person, such meeting shall be as valid as if all participants had met in person provided that:
- (a) any such meeting is convened and conducted in accordance with the requirements of the Rules applicable to the meeting concerned, including (without limitation) the relevant rules relating to notice of and quorum for the meeting; and

18 - DIVISION INTO SUB-BRANCHES

(b) each of the members participating in the meeting must be able to hear each of the other members present at the meeting.

17A.2 The meetings to which this Rule applies are:

- a) a meeting of the Executive;
- b) a meeting of the delegates to Council;
- c) an Annual General Meeting;
- d) a Special General Meeting.

B - SUB-BRANCHES

18 - DIVISION INTO SUB-BRANCHES

18.1 The Association shall be divided into Divisions in the following categories:

- (a) General Division
- (b) Accommodation Division
- (c) Off-Licence Division
- (d) Motels Division
- (e) Security Division
- (f) Hotel Freehold Owners Division

The General Division shall consist of the territorial Sub-branches referred to in Rule 18.2

18.2 The General Division Sub-branches shall have such territorial boundaries as Council may determine. The Council may alter the boundaries of any General Division Sub-branch and may create new General Division Sub-branches if it thinks it desirable and in the interests of the Association to do so. Each General Division Sub-branch shall consist solely of Members having Licensed Establishments within the territorial boundaries for that Sub-Branch.

18.3 The Accommodation Division shall constitute a separate Sub-branch. The Accommodation Division shall comprise solely Members whose Licensed Establishment contain a minimum of twenty bedrooms (20) available to the public.

18.4 The Off-Licence Division shall constitute a separate Sub-branch. The Off-Licence Division shall comprise solely Members who hold in respect of their Licensed Establishment an Off-Licence (Retail) and who conduct a retail liquor store.

18.5 The Motels Division shall constitute a separate Sub-branch. The Motels Division shall comprise solely Members whose Licensed Establishment consists of a motel where an on-licence is held in connection with that motel.

18.6 The Security Division shall constitute a separate Sub-branch and shall comprise solely members whose Licensed Establishment holds a Master Security Licence under the provisions of the NSW Security Industry Act.

18.7 The Hotel Freehold Owners Division shall constitute a separate Sub-Branch and shall comprise solely owners of freehold where a Licensed Establishment conducts its business under the provisions of the **Licensing Legislation**.

19 - MANAGEMENT OF SUB-BRANCHES

- 18.8 Where a member is entitled in respect of one Licensed Establishment to membership of more than one Division the member must elect the Division in which that membership will be held. The election may by notice to the Association be varied from time to time. However, if nominations have been called for any ballot in relation to which a member of a particular Sub-Branch is entitled to vote, no notice by the member under this Rule shall take effect until after completion of such a ballot.
- 18.9 Members of the Security Division and Hotel Freehold Owners Division shall have no separate rights to elect delegates other than through their membership of the General Division, Accommodation Division, Off-Licensed Division or Motels Division.

19 - MANAGEMENT OF SUB-BRANCHES

- 19.1 Each Sub-branch shall be entitled subject to these Rules and the consent or directions of the Council or the Executive Committee to make, alter or amend its own by-laws for the management and control of its internal affairs. A copy of those by-laws and of any amendment or variation that may be made from time to time (certified by the President or Secretary of the Sub-branch) shall be forwarded to the Association within seven days after the making thereof. If any such by-law conflicts with the Rules of the Sub-branch the Rules shall prevail.
- 19.2 Each Sub-branch shall meet at least four times in every year and at such other times as the Council may determine.
- 19.3 The quorum for any meeting of a Sub-branch shall be two Members or such greater number as the Sub-branch may from time to time determine.
- 19.4 A special general meeting of the Sub-branch may be convened by:
- (a) the Council;
 - (b) the President of that Sub-branch;
 - (c) the Committee of that Sub-branch;
 - (d) by a petition signed by not less than 5% of the Members of that Sub-branch;
 - (e) the President.
- 19.5 Seven clear days' notice of the convening of any meeting of any Sub-branch shall be given to all Members of that Sub-branch.
- 19.6 The management of each Sub-branch shall, subject to these Rules, and in particular Rule 19.11 be vested in the Committee thereof.
- 19.7 The Committee for each Sub-branch shall consist of the Honorary Officers and such other Members of the Committee as the Sub-branch shall from time to time determine, and the functions of those Honorary Officers and other members of the Committee shall be confined to the Management of the Sub-branch.
- 19.8 The Honorary Officers of the Sub-branch shall consist of:
- (a) President;
 - (b) Honorary Secretary; and
 - (c) Honorary Treasurer.

20 - CONSTITUTION

However the Sub-branch may decide to elect an Honorary Secretary/Treasurer in lieu of having a separate Honorary Secretary and an Honorary Treasurer. Sub-branch secretaries-treasurers shall have the same duties and functions mutatis mutandis as their counterparts in the Association.

- 19.9 The Sub-branch shall annually elect the Honorary Officers of that Sub-branch and the Committee. The procedures for electing the Honorary Officers and Committee of the Sub-branches shall be as determined by each Sub-branch.
- 19.10 Honorary Officers of the Sub-branch and Members of the Sub-branch committee may be removed from office by Council in the same manner that Delegates to Council may be removed from office. The provisions of Rule 34.1 of the Rules shall apply mutatis mutandis to such removal.
- 19.11 Notwithstanding any of the other provisions of this Rule, the powers and responsibilities of office holders of sub-branches and committees of sub-branches, shall not include the following:-
- 19.11.1 the management of the financial and other affairs of the Association;
- 19.11.2 the determination of policy for the Association;
- 19.11.3 the making, alteration or **rescission** of the Rules of the Association;
- 19.11.4 the enforcement of the Rules of the Association or the performance of functions in relation to the enforcement of such Rules.
- 19.12 Notice of a meeting of a Sub-Branch shall be given by the Honorary Secretary of the Sub-Branch to the Chief Executive of the AHA (NSW Branch) **fourteen (14) days** prior to the holding of the meeting.

C - THE COUNCIL

20 - CONSTITUTION

- 20.1 The Council shall be the governing body of the Association shall rule and conduct the business of the Association.
- 20.2 The Council shall consist of Delegates elected to the Council by the members of the Sub-branches.
- 20.3 The number of Delegates to Council which each Sub-branch shall be entitled to elect shall be determined by Council having regard to the number of members of each such Sub-Branch.
- 20.4 Council may from time to time vary the number of Delegates which any Sub-branch may elect to Council. Any such variation must be made prior to nominations being called for the next election of Delegates to Council. Any variation will only take effect at the next election of Delegates to Council.
- 20.5 Only natural persons may be elected as Delegates to Council.
- 20.6 To be elected as the delegate of a Sub-branch to Council a person must be either:
- (a) a Member of that Sub-branch; or
- (b) a Representative of a Member of that Sub-branch.
- 20.7 The procedure for calling of nominations and conduct of election for Delegates to Council shall be set out in Rule 30.
- 20.8 The results of the election of Delegates to Council shall be declared at the meeting of Council to be held in February of each Election Year as referred to in Rule 22.2.

21 - ROLE AND POWERS

- 20.9 Delegates shall hold office from the conclusion of the Council meeting at which they are declared elected until the conclusion of the Council meeting at which the election of the next Council is declared.
- 20.10 If a Sub-branch shall fail to nominate sufficient numbers of Delegates to Council or shall fail to elect such Delegates to Council then Council shall have the power to fill such vacancy or vacancies from the Membership within the Sub-Branch in default.
- 20.11 If any delegate shall vacate office during the term of that office then the following provisions shall apply.
- 20.11.1 If any delegate shall vacate office during the term of that office then the President shall forthwith notify the Council of that casual vacancy;
- 20.11.2 Where the unexpired part of the term of office of the said delegate exceeds 18 months as at the date of vacation of office, the vacancy in that office shall be filled by an election within the sub-branch in which the vacancy has occurred and in accordance with the Rules of the Association in connection with the conduct of elections;
- 20.11.3 Where the unexpired term of the office to which the vacancy relates is less than 18 months, then the vacancy may be filled by a secret ballot of the remaining delegates to Council;
- 20.11.4 A delegate so elected shall hold office until the declaration of the result of the next election of Council.

21 - ROLE AND POWERS

The Council shall be the governing body of the Association and shall rule and conduct the business of the Association. Without limiting the foregoing, the powers and duties of the Council shall be as follows.

- 21.1 To control and manage the property and funds of the Association and to invest and deal with any of the moneys of the Association not immediately required for the purposes thereof upon such securities as Council may from time to time approve and from time to time to vary or realise such investments.
- 21.2 To deal with any case of misconduct on the part of a Member in accordance with the provisions of these Rules.
- 21.3 From time to time fix the rate of **annual subscriptions** in accordance with the provisions of Rule 12 of the Rules hereof and to make, demand, receive and calculate all levies, subscriptions and demands payable by Members.
- 21.4 To demand, receive and keep possession of all books of account of the Association.
- 21.5 To demand or cause to be made an audit of the books of the Association at the end of each **membership** year of the Association and at such period as may from time to time be determined.
- 21.6 To incur all necessary expenditure for the proper upkeep of the Association and to pay all sums so incurred.
- 21.7 To appoint a Returning Officer in connection with the conduct of any election of members of the Council or of the Executive Committee.
- 21.8 To elect the Executive Committee and to fill any vacancy which may occur in the Executive Committee as provided for in Rule 23.12 of the Rules.
- 21.9 deleted.

- 21.10 The Council shall have authority to delegate to the Executive Committee or to any one of the honorary officers any specific duty provided that such authority shall not be given except at a properly constituted meeting of the Council and shall, in the case of any one of the honorary officers, be carried out in accordance with the directions, and subject to the Supervision of the Council.
- 21.11 The Council shall have authority to adjudicate upon and deal with any matter not specially provided for in these Rules as provided for in Rule 4.4 of the Rules.
- 21.12 (a) The Council shall appoint a Committee to be known as HOTELS NSW ETHICS COMMITTEE
- (b) The Committee shall consist of three (3) members of the Association each of whom shall have a minimum of 10 years continuous financial membership and are not currently members of the Executive or the Council; a solicitor or other legally qualified person who is not a member of the Association; and the Chief Executive of the Association.
- (c) The Committee shall be appointed at the February Council meeting for a term not exceeding twelve (12) months.
- (d) The Committee once appointed shall meet at the request of Council or the Executive Committee to consider matters referred to it and when otherwise required to finalise such matters.
- (e) The Committee although not subject to direction by the Council shall only consider matters referred to it by the governing body of the Association.
- (f) The Council shall refer the following matters to the Ethics Committee:
- (i) Written complaints about a member of the Association submitted by another Member or a Member of the public or a Minister or any Government or Statutory Authority.
- (ii) Complaints about any member of the Association that may be referred to the Committee shall only relate to the member's Membership of the Association, conduct and behaviour as defined in Rule 4.6 of these Rules.
- (g) The member complained of will be invited to a meeting of the Committee, of which meeting fourteen (14) days notice must be given to all parties concerned with the complaint, to give any explanation of the complaint if the member so desires and at that meeting may be represented by a person of their choice.
- (h) The Committee shall ensure that at all times a member who is the subject of a complaint referred to it has every opportunity to defend their position and make such submission as deemed necessary.
- (i) The Committee shall report to the next Meeting of Council the result of its deliberations in a particular case and make recommendations to Council as to what, if any, further action may be considered appropriate by Council within the context of these Rules.

Such Recommendations may include:

1. Expulsion of the member from the Organisation
2. Suspension of Organisation and/or Association services for a set period.
3. Reporting of the facts of the complaint to the appropriate authority for consideration of action under the law.
4. Fines to a maximum of two (2) penalty points, as defined by these Rules, for each complaint.

22 - COUNCIL MEETINGS

- 22.1 (a) Meetings of Council shall be held on the second Tuesday in each of the following months of a calendar year - February, April, August and December, provided that the President or the Executive Committee may, if he or it considers it desirable or expedient:
- (i) Alter the day of the month on which such Meeting is required by the Rules to be held; and/or
 - (ii) Postpone the holding of any such Council Meeting for a period not exceeding 45 days.
- (b) All such Meetings shall be held at the Registered Office of the Organisation, unless the Council otherwise directs by resolution.
- 22.2 In February of each Election Year there shall be held:
- (a) A meeting of the Delegates to Council who have held office for the preceding year.

The purpose of such meeting shall be to receive the declaration of the results of the election of Delegates to Council and to deal with such other matters as the President shall think fit.
 - (b) A Meeting of the Delegates to Council declared elected to Council at the Meeting referred to in paragraph (a).

The purpose of this meeting is to deal with such business as the President shall think fit.
- 22.3 A special meeting of the Council may be convened at any time by:
- (a) The President; or
 - (b) Any ten Members of the Council.
- 22.4 Not less than seven days' notice shall be given of Ordinary Meetings of the Council except:
- (a) where a Special Resolution shall be proposed, when twenty one (21) days' notice shall be given;
 - (b) where it is proposed to hold a ballot to fill a vacancy as provided for in Rule 23.12, when fourteen (14) days' notice shall be given.
- Such notice shall be in a form provided for in Rule 16.**
- 22.5 Not less than 48 hours' notice **in-writing** shall be given of any Special Meetings of Council, pursuant to Rule 22.3 except:
- (a) where a Special Resolution shall be proposed, when twenty one (21) days' notice shall be given;
 - (b) where it is proposed to hold a ballot to fill a vacancy as provided for in Rule 23.12, when fourteen (14) days' notice shall be given.
- Such notice shall be in a form provided for in Rule 16.**

22 - COUNCIL MEETINGS

- 22.6 Not less than 48 hours' notice ~~in writing~~ shall be given, where possible, of any decision to postpone the holding of any Ordinary Council Meeting. **Such notice shall be in a form provided for in Rule 16.**
- 22.7 The quorum for a meeting of the State Council is that number of delegates equal to the number of members of the Executive Committee then holding office plus one.
- 22.8 A meeting of the Council at which a quorum is present shall be competent to exercise all or any of the authorities, powers and discretions for the time being listed in or exercisable by the Council.
- 22.9 Any Member of the Association may attend a meeting of the Council and take part in all discussions but no Member shall have the right to vote at any Council meeting unless he or she is a delegate to Council.
- 22.10 The **President of the Association**, or in his or her absence the Senior Vice-President, or in his or her absence the Vice President or in his or her absence such person as the meeting shall choose, shall be Chairman of every meeting of the Council.
- 22.11 The President or Chairman shall at any time have the power to exclude from Council meetings any persons, other than Delegates to the Council, whom the President thinks appropriate should be excluded.
- 22.12 A delegate to the Council who is unable for any reason to attend any meeting or meetings of the Council shall be entitled to appoint any other delegate to the Council to be his proxy in which case the following provisions shall apply:
- (a) Notification of Appointment of any proxy must be in writing signed by the Delegate and lodged promptly with the President or the Chairman of the meeting. Any notification must be **so** lodged prior to the commencement of any meeting of the Council. **A Notification of Appointment of any proxy may be lodged by post, facsimile or electronic mail. Where electronic mail is used, the proxy form must be forwarded to the electronic mail address of the Chief Executive, or such other employee or officer of the Association as nominated by the Chief Executive on the website of the Association from time to time;**
 - (b) Any person who appoints a proxy may, at his or her discretion, by notice to the President or the Chairman of the Meeting withdraw that appointment;
 - (c) Any appointment of a proxy may be for a specified meeting or for any specified period during which meetings of Council may be held;
 - (d) Any delegate appointed as a proxy of another delegate shall during such appointment be entitled to notice of all meetings of the Council and to attend and vote thereat and generally to exercise the powers, authorities and discretions as are vested in and exercisable by Delegates to Council;
 - (e) Deleted
 - (f) The attendance of a proxy at a meeting of the Council shall be deemed to be attendance by his or her appointor at the Council;
 - (g) Any dispute as to validity of the appointment of a proxy shall be referred to the Chairman of the meeting of Council at which such proxy seeks to attend, and the decision of such Chairman shall be final.
 - (h) The delegate appointing a proxy may appoint, in writing in a form approved by the Executive Committee, any member or representative who is a member of the same Sub-Branch of that delegate, to be an observer at any meeting where the proxy of that delegate is in force.

PROVIDED THAT this Sub-Rule shall have no application to the conduct of an election for the Executive Committee pursuant to Rule 31.

- 22.13 Except as provided for in Rule 31.9(c) or Rule 22.12 a Delegate to Council is not entitled to appoint any proxy or other alternate Delegate to represent that Delegate at any meeting of Council.

22A STANDING ORDERS

22A.1 APPLICATION

Standing Orders under this Rule are to apply to all General Meetings of the Association and all Meetings of the Council of the Association.

22A.2 SOURCE

The Standing Orders are derived from those applying in the Legislative Council of the State of New South Wales and the Code of Meeting Practice as adopted by Local Government in the State of New South Wales.

22A.3 DEFINITIONS

In these Standing Orders:

“Amendment” in relation to an original motion, means a motion moving an amendment to that motion.

“Foreshadowed Amendment” means an amendment proposed to be moved in the event that the current amendment is not successfully carried.

(NOTE: Amendments are an endeavour to change a motion but must not contradict the motion.)

“Motion” means a proposed resolution before it is adopted (ie passed or carried) by voting of the Meeting.

“Foreshadowed Motion” means a motion to be put to the Meeting when it is desired to have a motion opposite to that proposed in the motion currently before the Meeting, or when it is desired to alter a motion more drastically than is possible by amendment.

“Point of Order” means a situation where a person formally draws the attention of the Chairperson of a Meeting to an alleged irregularity in the proceedings.

(NOTE: A point of order takes precedence over all other business. When a point of order is taken it must include the incident objected to and the reasons for the objection. The Chairperson must Rule on the point taken by either having the point upheld or overruled.

Examples of points of order include, the time limit has been exceeded, the speaker’s remarks are irrelevant or contrary to the maintenance of good order or alleged disregard for a previous resolution.)

“Procedural Motion” means a motion concerned with the conduct of the Meeting itself. Examples include closure of the Meeting, adjournment and suspending standing orders to vary the order of business or introduce a guest speaker.)

“Motion that the Motion be Put” means a procedural motion which must be put to the Meeting without further discussion of the business before the Chair and if passed the motion itself must be put after the mover of the original motion has exercised his or her right of reply. If lost then discussion on the matter before the Chair resumes.

“Motion that the Speaker be no longer heard” means a motion that must be put to the Meeting without further discussion of the matter before the Chair.

22A.4 PROCEDURE FOR CONDUCT OF MEETINGS

(i)

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- a) The President of the Association will Chair all Meetings.
 - b) In the absence of the President, the Senior Vice-President and in the absence of the Senior Vice-President, the Vice-President will Chair the Meeting.
 - c) In the absence of all three of the above, the Meeting may elect a Chairperson from the body of the Meeting.
- (ii) Chairperson to have precedence
When the Chairperson rises, or the meeting is otherwise informed by the Chairperson of the Chairperson's intention to speak during a Meeting, any Member then speaking must remain silent to enable the Chairperson to be heard without interruption.
- (iii) Chairperson's Duty with respect to Motions
It is the duty of the Chairperson at a Meeting to receive and put to the Meeting any lawful motion that is brought before the Meeting.
- (iv) Minutes
It is the Chairperson's duty to ensure that full and accurate minutes are kept of Meeting proceedings which minutes must when they have been confirmed at a subsequent Meeting be signed by the Chairperson presiding at that subsequent Meeting.
- (v) Order of Business
The Order of Business at any Meeting of Council shall be as follows unless varied by resolution or by the passing of a motion to suspend standing orders
- a) Apologies
 - b) Confirmation of Minutes
 - c) President's Report
 - d) Chief Executive's Report
 - e) Finance Report
 - f) Reports from other Officers or Employees of the Association and/or Organisation if relevant
 - g) Sub-Branch Business
 - h) General Business including consideration of Motions, written notice of which has been received prior to commencement of the Meeting.
- (vi) Length of Meeting
The Chairperson shall close the Meeting at the expiry of four (4) hours after commencement unless a resolution is passed to extend the time.
- (vii) Business Papers for Meetings
The Chief Executive must ensure that all business papers for Meetings, **which may include documents in electronic format**, are received by Delegates no less than 24 hours prior to the Meeting place.
- (viii) Notice of Motion
Any Delegate may give notice of any motion for consideration of the Council by providing the proposed motion in writing to the Chief Executive no less than seven (7) days prior to the date of the Meeting.
- (ix) Motions to be Seconded

A motion or an amendment cannot be debated unless and until it has been seconded. Providing there is no objection from any Delegate present any motion can be put to the vote without discussion or debate.

(x) Subsequent Amendments may be Moved

If an amendment has been rejected, a further amendment can be moved to the motion to which the rejected amendment was moved, and so on, but no more than one motion and one proposed amendment can be before the Council at any one time.

If, during discussion, one motion and one amendment are already before the Meeting, any further amendments can only be “foreshadowed” and cannot be considered by the Meeting until the amendment before it has been determined.

A motion and an amendment can be debated concurrently.

(xi) Points of Order

A Delegate must take a Point of Order by announcing same to the Chairperson and then standing, at which time all business of the Meeting is suspended while it is dealt with.

The Delegate must then identify the procedural irregularity which is alleged to have occurred and if the Chairperson determines that it is a proper Point of Order must allow the Delegate to speak to it. After hearing the Delegate the Chairperson may make a ruling immediately or after hearing no more than two other speakers on whether the Point of Order is valid.

Any motion of dissent from the Chairperson’s ruling must be moved immediately after the ruling is made and as with the original point of order motion all business must be suspended until the dissent motion is dealt with.

Only the mover of the motion and the Chairperson can speak to the motion of dissent before it is put to the Meeting.

(xii) Limitation as to Number of Speeches

A Delegate who moves an original motion has the right to speak to the motion for a maximum period of four (4) minutes and a right of reply of no more than one (1) minute prior to the motion being put to the Meeting. The mover of the motion also has a right to speak to any amendment to the original motion.

A Delegate other than the mover of an original motion has the right to speak once on the motion and once on each amendment to it.

No Delegate without the consent of the Meeting has the right to speak more than once on a motion or amendment or for longer than four (4) minutes at any one time.

(xiii) Limitation as to time of speeches

No Delegate may speak at a Meeting of the Council of the Association unless there is a motion before the Chair.

NB: Presidential and other Reports are to be introduced by the moving of a “Motion to Accept the’s Report. After discussion that motion is to be put and passed at which time a further motion is to be moved that is a motion that “The Report be Adopted”. The latter motion is to be put to the Meeting without further discussion.

The Mover of a Motion is entitled to speak for a maximum of four (4) minutes in favour of the motion and at the end of discussion is entitled to one (1) minute to reply to any points raised.

One speaker against the motion, who is to be given the call by the Chairperson once the Mover has finished speaking, will be entitled to speak for no more than four (4) minutes.

23 - CONSTITUTION

All subsequent speakers in the discussion will have a two (2) minute time limit with a maximum of six speakers for each motion.

In any event discussion on any particular motion lapses after 30 minutes.

Nothing in these Rules shall prevent any Delegate moving suspension of Standing Orders so as to extend (or reduce) the time limits set above.

Once the time for discussion has concluded the motion is to be put to the Meeting.

D - THE EXECUTIVE COMMITTEE

23 - CONSTITUTION

- 23.1 The powers and the duties of the Executive Committee shall be as set out in Rule 24.
- 23.2 The Executive Committee shall consist of:
- (a) The President;
 - (b) The Senior Vice-President (General Division);
The Senior Vice-President (Accommodation Division)
 - (c) The Vice-President;
 - (d) The Secretary/Treasurer;
 - (e) Three Country Members representing the General Division;
 - (f) Three Metropolitan Members representing the General Division;
 - (g) A member to represent the Accommodation Division but only if that division has 50 members or more at the time of election of the Executive Committee;
 - (h) A member to represent the Motels Division but only if that division has 50 members or more at the time of election of the Executive Committee;
 - (i) A member to represent the Off Licence Division Sub-Branch but only if that division has 50 members or more at the time of election of the Executive Committee.
- 23.3 Each Sub-branch in the General Division shall be designated by Council as either a metropolitan Sub-branch or a country Sub-branch. The metropolitan Sub-branches shall consist of those Sub-branches located primarily within the general metropolitan area of Sydney. All other Sub-branches in the General Division shall be country Sub-branches. The Council may from time to time change the designation of any Sub-branch in the General Division. However, a change of designation may not be effected at any meeting of the Council referred to in Rule 22.2.
- 23.4 Deleted
- 23.5 A Delegate to Council shall only be entitled to be elected as a representative of a Division or a group of Divisions if that Delegate is a Member in the relevant Division or group of Divisions or a Representative of a Member in the relevant Division or group of Divisions. A delegate to Council shall only be eligible to be elected as a country Member representing the General Division if that delegate is a delegate of a country Sub-branch of the General Division and shall only be eligible to be elected as a metropolitan Member representing the General Division if that delegate is a delegate of a metropolitan Sub-branch of the General Division.

24 - ROLE AND POWERS

- 23.6 All delegates to the Council shall be eligible to vote in the election of the Honorary Officers.
- 23.7 In the election of the other Members of the Executive Committee to represent each Division or group of Divisions only delegates to the Council representing that Division or group of Divisions shall be eligible to vote. All delegates to Council representing the General Division shall be eligible to vote in the election for both the country Members representing the General Division and the metropolitan Members representing the General Division.
- 23.8 The procedure for election of Members of the Executive Committee shall be as set out in Rule 31.
- 23.9 The results of the election of Members of the Executive Committee shall be declared at the meeting of Council at which the election is conducted.
- 23.10 Members of the Executive Committee shall hold office from the close of the Council meeting at which they are declared elected until the close of the Council meeting at which the election of the next Executive Committee is declared.
- 23.11 Any vacancy in any of the Honorary Officers or any other Member of the Committee shall be filled by the Council as provided for in Rule 23.12. Any person who fills any such vacancy shall hold office until the declaration of the result of the next election of the Executive Committee.
- 23.12 Any casual vacancy in the office of any of the Honorary Officers or in the other Membership of the Executive Committee shall be filled by a secret ballot of Delegates to Council. Such ballot shall be held at a meeting of Council of which not less than fourteen (14) days' notice has been given, such notice specifying that the business to be conducted at such meeting shall include the conduct of elections to fill vacancies in the Executive Committee. At any such meeting of the Council successive ballots may be held to fill not only the vacancy originally occurring but also any further vacancies which may occur on the Committee by reason of an Honorary Officer or other Member of the Committee being elected to fill any vacancy.
- 23.13 Procedures for meetings of the Executive Committee shall be as set out in Rule 25.
- 23.14 The duties of the President, Senior Vice Presidents, Vice President and Secretary/Treasurer shall be as set out in Rules 26, 27 and 28 respectively.

24 - ROLE AND POWERS

- 24.1 The Executive Committee shall be responsible for the management of the Association subject to the direction and control of the Council and any general meeting of the Members of the Association.
- 24.2 Without limiting the generality of the foregoing the powers of the Executive Committee shall include:
- (a) To institute manage and control all actions proceedings and suits on behalf of the Association or in furtherance of any of its objects and to appoint Counsel, Solicitors, Agents or other representatives to represent the Association or any of its Members in any Court or proceedings legal or otherwise.
 - (b) To appoint or remove all employees required for the carrying out of the objects of the Association and the management and protection of its property and to define the duties and to fix the salaries of or allowances of all such employees.
 - (c) To act in relation to all matters delegated to it by the Council.
 - (d) To constitute and regulate such sub-committees as may be deemed desirable from time to time.

- 24.3 The Executive Committee may act through the employees of the Association, whom the Executive Committee may employ on such terms and conditions as it shall consider fit and just, subject to the requirements of the laws of the Commonwealth and New South Wales. Such employees shall be subject to the direction and control of the Executive Committee in all matters.

25 - MEETINGS

- 25.1 Executive meetings shall be held at such time as the President or the Executive may decide.
- 25.2 Not less than seven days' notice shall be given of Ordinary Executive Meetings. **Notice shall be in accordance with Rule 16.**
- 25.3 At least 24 hours' notice of any Special Executive Meeting shall be given ~~in writing or verbally~~ to all Members of the Executive. **Notice shall be in accordance with Rule 16.**
- 25.4 The quorum for meetings of Executive Committee shall be a majority of the members of the Executive Committee then holding office.
- 25.5 The President shall be the ex officio Chairman at all meetings of the Executive. In the absence of the President from any such meeting, the Senior Vice-President or in his or her absence the Vice-President shall occupy the Chair. In the absence of the President, the Senior Vice-President and the Vice-President, the meeting shall appoint a Chairman.
- 25.6 No Member of the Executive Committee shall be entitled to appoint a proxy vote at any meeting in his or her absence.

E - DUTIES OF PRESIDENT, VICE PRESIDENTS AND SECRETARY/TREASURER

26 - DUTIES OF PRESIDENT

- 26.1 The President shall be ex officio Chairperson:
- (i) at all General Meetings of the Organisation;
 - (ii) at all Meetings of the Council;
 - (iii) at all Meetings of the Executive Committee;
 - (iv) at all Meetings of any Sub-committee constituted by the Executive Committee from time to time or his/her nominee.
- 26.2 The Chairman for the time being shall have at all meetings whether of the Council, Executive Committee or of the Association a deliberative vote and, when the voting is equal, may exercise a casting vote.
- 26.3 The President shall have the power to authorise the expenditure of a sum not exceeding \$5,000.00 (or such greater amount as the Council may from time to time approve) but shall submit a report to the next meeting of the Council respecting any such expenditure.

29 - RETURNING OFFICER

- 26.4 The President may receive an allowance in such sums as the Council may from time to time determine.

27 - DUTIES OF VICE PRESIDENTS

- 27.1 The Senior Vice President or if the Senior Vice President is absent the Vice President shall in the absence of the President preside at all meetings at which the President would have presided if the President was present. The person so presiding shall have all the powers and duties of the President.
- 27.2 Should there be any vacancy in the office of President then until such vacancy is filled by ballot of the Council as provided for in Rule 23.12 the Senior Vice President shall assume the office of President and shall have all the powers and duties of the President.
- 27.3 Should there be any vacancy in the office of Senior Vice President then until such vacancy is filled by ballot as provided for in Rule 23.12 the Senior Vice President (Accommodation Division) shall assume the office of Senior Vice President and have all the powers and duties of the Senior Vice President.

28 - DUTIES OF SECRETARY/TREASURER

- 28.1 To keep or cause to be kept in appropriate books a proper and correct account of all moneys received and expended by the Association.
- 28.2 To have the custody of the bank pass-books documents and securities and produce them and all other returns, accounts, dockets, books and papers as and when requested by the President, the Council or the auditors.
- 28.3 Submit to the Council all accounts for payment and make all authorised payments from the funds of the Association.
- 28.4 Prepare and submit or cause to be prepared and submitted to the Council at each of its meetings and to the Executive Committee as and when required by it an up-to-date statement of the financial affairs of the Association.
- 28.5 Assist in drawing up an annual balance sheet and statement of accounts and sign same and submit it to the Auditors.
- 28.6 To give to the Auditors such information and assistance as they may require in auditing the books of the Association and such balance sheets and statement of account.
- 28.7 The Secretary/Treasurer shall on no account advance to any officer of the Association or any other unauthorised person any moneys of the Association.
- 28.8 The Secretary/Treasurer shall cause to be kept the records required to be kept by an Organisation pursuant to provisions of **Federal workplace relations law** and cause to furnish to the **relevant Tribunal or agency** all returns and information thereby required and in that regard may give all such necessary directions as are required to the Chief Executive **Officer**.

F - ELECTIONS TO COUNCIL AND EXECUTIVE COMMITTEE

29 - RETURNING OFFICER

- 29.1 Council shall at its first meeting following its election appoint a Returning Officer. The Returning Officer shall be the Returning Officer for the term of that Council.

30 - DELEGATES TO COUNCIL

- 29.2 The Returning Officer need not be a Member of the Association. The Returning Officer shall not be the holder of any office in nor an employee of the Association or any Branch, Section or Division of the Association.
- 29.3 The Returning Officer shall be entitled to be paid such reasonable remuneration as the Executive Committee may approve.
- 29.4 Any Returning Officer may by notice in writing resign that office. The Council shall be entitled to remove a person from the position of Returning Officer only by resolution of the Council following:
- (a) gross misconduct by the Returning Officer or
 - (b) gross neglect by the Returning Officer of his or her duties.
- 29.5 Council may fill any casual vacancy in the office of Returning Officer which occurs during its term.
- 29.6 The Returning Officer shall be responsible for the conduct of all ballots:
- (a) for Delegates to the Council
 - (b) for Members of the Executive Committee
 - (c) if Council so requests for Honorary Officers and Executive of any Sub-branch.
- 29.7 The Returning Officer shall in addition to the powers contained in these Rules take such action and give such directions as are reasonably necessary:
- (a) to ensure that no irregularities occur in or in connection with the ballot
 - (b) to ensure that any election is conducted by secret ballot
 - (c) in order to remedy any procedural defects therein.

No person shall refuse or fail to comply with any such directions or hinder or obstruct the Returning Officer or any other person in the conduct of the elections or the taking of such action.

30 - DELEGATES TO COUNCIL

30.1 Calling for Nominations

- (a) The Returning Officer shall call for nominations for Delegates to Council prior to 15 October in the year prior to the Election Year.
- (b) The notice calling for nominations shall be forwarded to each person entitled to vote in that election. The notice shall:
 - (i) enclose a form of nomination
 - (ii) require the nomination to be properly completed and forwarded to the Returning Officer within 21 days of the date of such notice
 - (iii) indicate the time and date of the closing of nominations and the address to which nominations are to be forwarded.

- (c) Council may from time to time determine the form of any nomination form. A nomination form must be:
 - (i) signed by the person so nominated
 - (ii) signed by two persons proposing and seconding the person so nominated.

The persons proposing and seconding the person so nominated must be persons entitled to vote in that election for which the person is nominated.

- (d) If the Returning Officer finds any nomination to be defective the Returning Officer shall, before rejecting that nomination, notify the person nominated of the defect and where it is practicable so to do give that person the opportunity of remedying that defect within a period not less than seven (7) days after being so notified.
- (e) The Returning Officer may in any notice calling for nominations specify a facsimile number to which nominations can be forwarded. The Returning Officer may then accept nominations lodged at that facsimile number before the time and date specified for receipt of nominations. The Returning Officer may require that the original of the facsimile nomination be forwarded in due course.
- (f) Where nomination forms must be signed by more than one party (eg the person nominated, the proposer and the seconder) the Returning Officer shall be entitled to accept as a valid nomination forms lodged in more than one part ie where the person nominated signs one part, the person proposing the nomination signs a second part etc.
- (g) Eligibility to nominate and vote in election of Delegates

The only persons who shall be eligible to nominate as Delegates and/or vote in any election for Delegates will be, at the date in October of any election year when the Returning Officer calls for nominations, either:

- (a) Financial members of the Organisation OR
 - (b) A nominated representative of a member qualified as in (a).
- (h) The roll of voters for any ballot for any direct voting system election required under these rules is to be closed 7 days before the day on which nominations for the election open.

30.2 Nominations Do Not Exceed Positions to Be Filled

In the event that for any position to be filled the number of persons nominated does not exceed the number of persons to be elected then the persons nominated shall be declared by the Returning Officer to be elected to those positions.

30.3 Contested Elections

In the event of the Returning Officer receiving a number of nominations in excess of the number of positions to be filled in any Council election the following provisions shall apply:

- (a) The Returning Officer shall fix a day for the return of ballot papers.
- (b) The Returning Officer shall prepare or cause to be prepared such number of ballot papers as there are persons entitled to vote in that election.
- (c) The Returning Officer shall conduct a ballot to determine the order in which all duly nominated candidates are to appear on the ballot paper. There shall be included on each ballot paper a notice directing Members as to the manner in which they are to record their vote and directing them that after voting the voter should fold the ballot paper so that the markings are not visible until the paper is unfolded.

- (d) The notice shall direct the Members to strike out the names of the candidates for whom they do not wish to vote.
- (e) On or before 1 December in the year prior to an election year the Returning Officer shall forward by pre-paid post to every member entitled to vote in that ballot one ballot paper for each ballot to be conducted. If a member who is entitled to vote at any election held under this Rule will be absent from his usual address during a ballot such member may apply to the Returning Officer for a ballot paper to be sent to him at an address which he nominates.
- (f) Each ballot paper submitted by the Returning Officer shall be initialled by the Returning Officer and shall be accompanied by a declaration envelope and a prepaid envelope, both in the form prescribed by the Workplace Relations (Registration and Accountability of Organisations) Regulations 2003 (or any applicable Federal workplace relations law) for the return of ballot papers as set out below. Arrangements shall be made so that ballot papers may be returned by post without expense to the voter.
- (g) Each ballot paper shall be accompanied by a notification of the closing date for the receipt of the ballot papers. This date shall be not earlier than seven nor later than fourteen days after the date of the posting of the last ballot papers.
- (h) The Returning Officer shall hire or otherwise arrange for a post office box or other address to which ballot papers may be forwarded and arrange as far as possible that ballots forwarded to such box or other address shall not be available to be opened by anyone but him or her.
- (i) After the closing date the Returning Officer shall collect the envelopes containing the ballot papers and check to see that no votes are admitted except from persons entitled to vote in that election and that each Member votes only once for each Membership of the Association held. The Returning Officer shall thereafter remove the sealed envelopes containing the ballot paper so that identification becomes impossible. For such checking purposes the Returning Officer may if the Returning Officer thinks fit require each voter to sign his or her name or otherwise identify himself or herself on the outside of the sealed envelope addressed to the Returning Officer.
- (j) The Returning Officer shall admit the ballot papers properly marked and count the votes thereon indicated.
- (k) In the event of an equality of votes between candidates the Returning Officer shall determine by lot which of those candidates are to be elected.
- (l) The Returning Officer shall advise each candidate, the Association's Executive Committee and each Sub-branch Secretary by letter of the results of the election as soon as possible after completion of the election and in any case at least sixteen days prior to the meeting of Council to be held in the February of each Election Year.
- (m) The Returning Officer shall declare the candidate or candidates receiving the greatest number of votes or elected by lot duly elected at the Council meeting referred to in Rule 22.2(a).

31 - EXECUTIVE COMMITTEE

- 31.1 The Election of the Executive Committee shall be conducted at the meeting of Council to be held in April of each Election Year following the Annual General Meeting of the Association.
- 31.2 The Returning Officer shall call for, and accept nominations for the Executive Committee in accordance with the provisions of this clause:

- (a) The Returning Officer shall call for nominations not less than 28 days before the date that the Council is to meet in April in an Election Year, and shall close nominations 14 days prior to that date.
 - (b) Nominations must be in writing in a Form approved by the Executive Committee, and any such nomination must bear the signature of the candidate and the signatures of two members of the Council as proposer and seconder. All nominations must be received by the Returning Officer before the close of nominations and any nomination received after that time must, except for nominations received in the circumstances referred to in Rule 31.8, be rejected. A Delegate may nominate for a maximum of two Honorary Officer offices on the Executive Committee.
 - (c) Notice of all nominations received will be published on the Association's website no less than seven days prior to the Council Meeting at which the election of the members of the Executive Committee will take place.
- 31.3 If the Returning Officer finds any nomination to be defective the Returning Officer shall, before rejecting that nomination, advise the affected person in writing of the defect and where it is practical so to do give that person seven days to rectify the defect, provided that if the nomination is one that may be given at the meeting where the election is conducted, the Returning Officer shall give the affected person the opportunity of remedying that defect at the meeting.
- 31.4 Elections for Members of the Executive Committee shall be held sequentially in the following order:
- (a) President;
 - (b) Senior Vice-President (General Division) and Senior Vice-President (Accommodation Division);
 - (c) Vice-President;
 - (d) Secretary/Treasurer;
 - (e) Members representing the various Divisions.
- The Returning Officer shall not commence the election for any of the said offices until any preceding election has been completed and the Returning Officer has declared the results thereof.
- 31.5 A Delegate having been elected to one office on the Executive Committee shall not be eligible to be elected to any other office of the Executive Committee. In the event that such Delegate has nominated for election to another office on the Executive Committee, that nomination shall immediately lapse and be of no effect.
- 31.6 A Delegate having unsuccessfully stood for election to one office on the Executive Committee is entitled, if otherwise nominated in accordance with Rule 31.2 or Rule 31.8, to stand for election for another office on the Executive Committee.
- 31.7 In the event that for any office to be filled the number of persons nominated is equal to the number of persons to be elected then the persons nominated shall be declared by the Returning Officer to be elected to those offices.
- 31.8 In the event that for any office to be filled the number of persons nominated is less than the number of offices to be elected then either:
- (a) the delegates who have nominated for the offices concerned shall be declared by the Returning Officer to be elected to those offices and the Returning Officer shall call for nominations from the floor for the unfilled offices; or

(b) if no nominations were received for the relevant office or offices, the Returning Officer shall call for nominations from the floor.

31.9 In the event that for any office to be filled the number of delegates nominated is greater than the number of offices to be filled, then the following provisions shall apply:

- (a) A secret ballot of Delegates shall be held.
- (b) Only Delegates present at the meeting in person or by proxy shall be entitled to vote in such election.
- (c) For the purpose only of voting in such election a Delegate may appoint a proxy who must be another delegate and whose appointment is in writing in accordance with a form approved by the Executive Committee. A notification of Appointment of a proxy may be lodged by post, facsimile or electronic mail. Where electronic mail is used, the proxy form must be forwarded to the electronic mail address of the Chief Executive or such other employee or officer of the Association as nominated by the Chief Executive on the website of the Association from time to time.
- (d) The Returning Officer shall prepare or cause to be prepared such number of ballot papers as there are Delegates entitled to vote in that election.
- (e) Each ballot paper shall list the name of all duly nominated candidates in alphabetical order. Delegates shall be directed that after voting the voter should fold the ballot paper so that the markings are not visible until the paper is unfolded.
- (f) Delegates shall be directed to strike out the names of the candidates for whom they do not wish to vote.
- (g) Each ballot paper submitted by the Returning Officer shall be initialled by the Returning Officer.
- (h) The Returning Officer shall check to see that no votes are admitted except from Delegates entitled to vote in that election and that, except where any Delegate is also voting as a proxy of another Delegate, each Delegate votes only once.
- (i) The Returning Officer shall admit the ballot papers properly marked and count the votes thereon indicated.
- (j) In the event of an equality of votes between candidates the Returning Officer shall determine by lot which of those candidates are to be elected.
- (k) The Returning Officer shall declare the candidate or candidates receiving the greatest number of votes or elected by lot duly elected forthwith on completion of the ballot.

31.10 The Executive Committee elected in accordance with this Rule shall continue to hold office in an Election Year for the period following the February Council Meeting of newly elected Delegates up to and including the election of a new Executive Committee at the April Council Meeting at which time a handover to the new Committee will occur.

32. SCRUTINEERS

32.1 In any election any duly nominated candidate may appoint in writing any Member or Representative who is not a candidate for that election to act as scrutineer on that candidate's behalf at that election and such candidate may appoint any other such Member or Representative in substitution for or in place of the original appointee.

32.2 All scrutineers shall, so far as possible, having regard to the time of their appointment in the case of a postal ballot be entitled to observe the posting of nomination forms and the consideration thereof

34 - REMOVAL FROM OFFICE

- on return and in the case of all elections be entitled to inspect the nomination forms and observe the form and distribution of ballot papers, the collection of ballot papers on their return, the checking of votes, the admission and counting of votes, the conduct of the determination of the election by lot and the declaration of the ballot.
- 32.3 In every case it shall be the right and duty of the scrutineer to observe any act performed or directed by the Returning Officer which may affect the result of the election and the Returning Officer shall take all reasonable steps by notification or otherwise to enable such scrutineer to exercise this right, but no election shall be vitiated by reason of the fact that a scrutineer does not, in fact, exercise all or any of such rights if that scrutineer has had a reasonable opportunity to do so.
- 32.4 A scrutineer shall direct the attention of the Returning Officer to any irregularity that may be detected whether in the nomination forms, the form or right of any person to vote, the admission or counting of ballot papers or in respect of any other matter to be observed or done under these Rules in connection with elections.
- 32.5 A scrutineer shall do all things necessary so that the conduct of an election shall conform to these Rules and so that the secrecy of the ballot shall be observed.

G - CESSATION OF AND REMOVAL FROM OFFICE

33 - CESSATION OF OFFICE

- 33.1 A person shall cease to be eligible to be a Delegate to the Council or a Member of the Executive Committee (as the case may be) if:
- (a) the person resigns in writing;
 - (b) the person ceases to be a Member of the Association, or if the person is a Representative, the Member which that person represents ceases to be a Member of the Association;
 - (c) if the person having been a Representative of a Member ceases to be a Representative of that Member;
 - (d) if the person is removed from office in the manner provided for in Rule 34;
 - (e) if the person is certified by a medical practitioner to be insane or otherwise incapable of acting; or
 - (f) if the person is absent without prior leave from the Council from three or more meetings of the Council or the Executive Committee (as the case may be).
 - (g) if a person no longer meets the criteria for nomination under rule 30.1(g).
- 33.2 A person shall cease to be a member of the Executive Committee if that person ceases to be a Delegate to Council, except under the circumstances created by Rule 31.10

34 - REMOVAL FROM OFFICE

- 34.1 The Council may remove from office any delegate to the Council or any Member of the Executive Committee subject to the following procedures:

- (a) If a person is believed by the Executive Committee to be guilty of misappropriation of funds of the Association or a Sub-branch, or a substantial breach of these Rules, or of gross misbehaviour, or of gross neglect of duty, or is believed to be ineligible according to these Rules to hold office then the Executive Committee shall summons that person to appear before the next meeting of the Council to show cause why that person should not be expelled from his or her position as delegate to the Council or Member of the Executive Committee (as the case may be).
- (b) A person summonsed to show cause pursuant sub-rule 34.1 (a) shall be given at least fourteen days' notice of the time and place of the meeting to which that person is summonsed. The notice summonsing such person shall also specify the ground or grounds upon which it is proposed to consider such removal.
- (c) The Council shall give to any person so summonsed an opportunity to show cause why that person should not be removed as a delegate to Council or a member of the Executive Committee (as the case may be).
- (d) The Council may proceed to hear and determine the matter under this Rule notwithstanding the absence of the person summonsed if due notice of the hearing has been given in accordance with these Rules.

PART 4

FINANCES

35 - FINANCES AND ACCOUNTS

35.1 The Association fund shall consist of:

- (a) Any real or personal property of which the Association, by the Rules or by any established practice not inconsistent with the Rules, has, or in the absence of any limited term lease, bailment or arrangement, would have the right of custody, control or management;
- (b) The amounts of entrance fees, subscriptions, fines, fees or levies received by the Association;
- (c) Any interest, rents or dividends derived from the investment of the fund;
- (d) Any superannuation or long service leave fund operated or controlled by the Association for the benefit of its officers or employees;
- (e) Any sick pay fund, accident pay fund, funeral fund, tool benefit fund or like fund operated or controlled by the Association for the benefit of its Members;
- (f) Any property acquired wholly or mainly by expenditure of the moneys of the fund or derived from other assets of the fund; and
- (g) The proceeds of any disposal of parts of the fund.

35.2 The Council and Executive Committee shall cause accounts to be kept of all moneys received and expended by the Association and of all assets and liabilities of the Association including all mortgages, charges and securities of any description affecting any property of the Association.

35.3 The books of the accounts shall be kept at the registered office of the Association and shall be open for inspection by any Member of the Council upon reasonable notice.

- 35.4 All moneys which shall be received on behalf of the Association shall as soon as practicable after receipt be paid into a bank to be nominated by the Council after having been entered into the books of the accounts of the Association.
- 35.5 All disbursements exceeding \$200.00 (or such greater amount as the Council shall approve) shall be paid by a cheque drawn on the bankers of the Association signed by any two of the following officers of the Association:
- The President
 - The Senior Vice-Presidents
 - The Vice-President
 - Secretary/Treasurer
 - Any person so authorised by the Executive.
- 35.6 All accounts shall be submitted to Council for authorisation of payment.
- 35.7 The Executive Committee shall submit to the Council at each Council meeting such financial statements as the Council may from time to time determine.
- 35.8 At the Annual General Meeting in each year the Secretary/Treasurer shall lay before the meeting a duly audited statement of the income and expenditure of the Association during the preceding year and an audited balance sheet for the same period containing a summary of the property, assets and liabilities of the Association.
- 35.9 A loan, grant or donation shall not be made by the Association unless the Council of the Association:
- (a) has satisfied itself that the making of the loan grant or donation would be in accordance with the Rules of the Association;
 - (b) has satisfied itself in the case of a loan that in the circumstances the security proposed to be given for the repayment of the loan is adequate and the proposed arrangements for the repayment of the loan are satisfactory; and
 - (c) has approved the making of the loan, grant or donation.
- 35.10 Notwithstanding any other provision of these Rules, the funds of the Association may only be expended in furtherance of the objects of the Association as prescribed in Rule 2 herein and pursuant to the authority provided by a resolution or resolutions of the Council.
- 35.11 Council shall cause the Secretary/Treasurer to notify particulars of loans, grants or donations exceeding \$1,000.00 to the Registrar of the Australian Industrial Relations Commission.

36 - AUDIT

- 36.1 At its first meetings after the Annual General Meeting in each year the Council shall appoint an Auditor. The retiring Auditor shall be eligible for re-appointment. The Council shall pay the reasonable fees and expenses of the Auditor.
- 36.2 No paid or Honorary Officer or member or servant of the Association shall be entitled to act as an Auditor. Any casual vacancy in the office of Auditor shall be filled by the Council at its next ensuing meeting.

- 36.3 An auditor appointed pursuant to Sub-Rule 36.1 shall not be dismissed during the period of his appointment except by Resolution of the Council, on one or more of the following grounds:-
- (i) Excessive costs;
 - (ii) Acting contrary to retainer;
 - (iii) Unprofessional conduct; or
 - (iv) Conflict of interest.
- 36.4 The Auditor shall have access at all times books of account, receipts, vouchers, moneys, contracts or other documents pertaining to the financial transactions of the Association.
- 36.5 At the Annual General Meeting the Auditor shall submit a detailed report upon the financial position of the Association. Any such audit report shall be made in accordance with the provisions of **Federal workplace relations law**.

37 - INSURANCE

- 37.1 The Association shall effect and maintain appropriate policies of insurance.

PART 5

OTHER PROVISIONS

38 - QUORUM

The quorum of a General Meeting, Council Meeting or Executive Meeting shall be as specified in these Rules. If within half an hour from the time appointed for any General, Council or Executive Meeting a quorum is not present such meeting shall stand adjourned until the next day at the same time and place.

The persons present at the adjourned meeting may transact any business as if they constituted a full quorum.

39 - AMENDMENT OF RULES

- 39.1 The Constitution and Rules of the Association may be altered, added to or rescinded only by a Special Resolution passed at the Annual General Meeting or at a Special General Meeting of the Association convened for that purpose.
- 39.2 A Special General Meeting to consider any proposed amendment to the Constitution and Rules shall be convened as provided for in Rule 15.2.
- 39.3 Notice of any proposed amendment of the Constitution and Rules must be submitted in writing to the Secretary/Treasurer at least 21 days prior to the Annual General Meeting or Special General Meeting.
- 39.4 The Notice of Meeting provided to Members pursuant to these Rules in relation to amendments to the Rules shall be accompanied by either:
- (a) a memorandum that specifies the amendment or amendments proposed and provides an explanation of the reasons for each amendment proposed; or
 - (b) a notice advising Members that the memorandum prescribed by paragraph (a) of this Sub Rule may be accessed at the Association's website or an alternative website to which all Members have access.

- 39.5 If the Association proposes to comply with the foregoing Rule 39.4 by placing the required memorandum on the Association's website or an alternative website to which all Members have access, the Association shall ensure that the memorandum is posted on that website not later than 24 hours after the dispatch of the Notice of Meeting prescribed by this Clause.
- 39.6 Notwithstanding the provisions of Rule 39.4 and Rule 39.5, if a Member wishes to obtain a hard copy of the memorandum, that member may apply in writing to the Chief Executive who shall grant that request on payment to the Association of the sum approved by the Council, but not greater than \$50.00.

40 - INSPECTION OF RECORDS

- 40.1 A financial member of the Association may inspect the records of the Association, including any of its financial records, upon the terms and conditions set forth in this Rule.
- 40.2 The following conditions shall apply to the right of a member to inspect the records of the Association.
- 40.2.1 The member shall give the Secretary/Treasurer at least 21 days written notice of that member's desire to undertake the inspection.
- 40.2.2 The said written notice shall specify the records the member wishes to inspect.
- 40.2.3 The said written notice shall specify the purpose of the inspection requested.
- 40.2.4 The Secretary/Treasurer, after consulting with the President, shall grant the request for inspection of records provided that he is satisfied that the purpose of the inspection is a proper purpose.
- 40.2.5 The member wishing to undertake the inspection shall give a written undertaking to keep confidential any records that the Secretary/Treasurer believes, upon consultation with the President, shall be kept confidential.
- 40.3 A member who has undertaken an inspection pursuant to this Rule shall not be entitled to obtain copies of any of the documents so inspected unless the Executive Committee consents and the member pays all reasonable photocopying fees required by the Association.

~~41 - SENIOR VICE PRESIDENTS: TRANSITIONAL PROVISIONS~~

- ~~41.1 At the first meeting of the Council to be held after the certification of the amendment to these Rules establishing the office of Senior Vice President (Accommodation Division), that office shall be filled by an election conducted in accordance with the Rules relating to filling of a casual vacancy in the office of a member of the Executive Committee, and the person so elected to the office of Senior Vice President (Accommodation Division) shall hold that office for a term expiring at the conclusion of the Council meeting conducted pursuant to Rule 22.2(a) in February 1997.~~
- ~~41.2 Subject to the succeeding provisions of this Rule, from the date of certification of the amendments of these Rules establishing the office of Senior Vice President (General Division) until the conclusion of the Council meeting conducted pursuant to Rule 22.2(a) in February 1997, the office of Senior Vice President shall continue to exist and the person elected Senior Vice President of the Association at the election conducted within the Association on 7 February 1995, shall retain that office until the said date in February 1997 and shall discharge the powers and responsibilities of the office of Senior Vice President (General Division) pursuant to these Rules during that period.~~
- ~~41.3 If the person elected to the position of Senior Vice President of the Association on 7 February 1995 ceases for any reason to hold that office prior to the expiry of that office as prescribed by Sub Rule~~

42 - TRANSITIONAL PROVISIONS - CASUAL VACANCY

~~44.2 of this Rule, then the office of Senior Vice President shall be abolished from the date that the said person ceases to hold that office and an election shall be conducted to fill the office of Senior Vice President (General Division) in accordance with the Rules relating to the filling of a casual vacancy in the office of a member of the Executive Committee for the period from the date of abolition of the office of Senior Vice President until the conclusion of the Council meeting conducted pursuant to Rule 22.2(a) in February 1997 PROVIDED THAT if the term of the office to be so filled is less than three months then the office of Senior Vice President (General Division) shall remain vacant until filled in accordance with the Rules relating to the election of members of the Executive Committee in February 1997.~~

~~41.4 If the Industrial Registrar does not certify Sub Rule 44.2 of this Rule, then the office of Senior Vice President shall be abolished from the date of certification of the amendments to these Rules establishing the office of Senior Vice President (General Division) and at the first meeting of the Council conducted after the certification of those amendments, the office of Senior Vice President (General Division) shall be filled by an election conducted in accordance with the Rules relating to the filling of a casual vacancy in the office of a member of the Executive Committee and the person so elected shall hold the office of Senior Vice President (General Division) for a term expiring at the conclusion of the Council meeting to be conducted pursuant to Rule 22.2(a) in February 1997.~~

~~41.5 From the 1997 election year onwards, the offices of Senior Vice President (General Division) and Senior Vice President (Accommodation Division) shall be filled in the manner and for the term of office prescribed for all other officers of the Executive Committee.~~

42 - TRANSITIONAL PROVISIONS - CASUAL VACANCY

~~Where a casual vacancy occurs in an office during the term of office commencing in the membership year 2003 and ending in 2006, then the following provisions shall apply:~~

~~42.1(a) the President shall forthwith notify the Council of that casual vacancy and where the unexpired part of the term of office of the Council Delegate exceeds 27 month, as at the date of vacation of office, vacancy in that office shall be filled by an election within the Sub Branch in which the vacancy has occurred in accordance with Rule 30 of the Association with the necessary changes.~~

~~42.1(b) where the unexpired term of the office to which the vacancy relates is less like than 27 months then the vacancy may be filled by a secret ballot of the remaining Delegates of Council.~~

END OF RULES