

Rules of Community Employers WA

RULES OF COMMUNITY EMPLOYERS WA

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S. HUTCHINSON
DEPUTY REGISTRAR
19 APRIL 2012

1 NAME OF ORGANISATION

- 1.1 The name of the organisation of employers is "Community Employers WA", hereinafter referred to as the Association.

2 REGISTERED OFFICE

- 2.1 The registered office of the Association shall be at 456 Hay Street, Perth, in the State of Western Australia, or at such place as may be determined by the Board.
- 2.2 When in accordance with subrule (1) of this Rule the Board determines that the address of the registered office shall be changed, the Secretary shall notify the Registrar of the Western Australian Industrial Relations Commission in writing of the change within fourteen (14) days of the date of the change.

3 DEFINITIONS

- 3.1 In these Rules the following definitions shall apply:

"Association" means the Organisation of employers known as "Community Employers WA".

"Board" means the body duly elected to govern the affairs of the Association.

"Not for Profit" means an object or purpose which is charitable or for the public benefit which does not entail the making of profit.

"President" means the President of the Association from time to time.

"Rules" means the Rules of the Association.

"Secretary" means the Secretary of the Association from time to time.

4 THE SEAL

- 4.1 The seal of the Association shall bear the words "Community Employers WA". The Secretary shall have custody of the seal and it shall be used by him or her for all purposes of the Association for which it may be required. The seal may be altered from time to time as the Board thinks fit. The affixing of the seal to any instrument shall be under the hand of the Secretary and such other Members as the Board may decide.

5 OBJECTS

5.1 The objects for which the Association is established are to:

- (a) Strive to improve the pay and conditions of employees in the not for profit community and welfare sector in Western Australia.
- (b) Protect and further the interests of Members regarding industrial and employment issues.
- (c) Promote consultation and co-operation between employer organisations in the not for profit community and welfare sector in Western Australia.
- (d) Liaise with the State and Federal Governments regarding relevant industrial, financial and community issues affecting the Association.
- (e) Act as an employer organisation in regard to matters of a general industrial, employee and/or award nature for which purposes the Association will, among other things take such steps as are necessary to enable it to represent its Members before the Western Australian Industrial Relations Commission and other tribunals, boards or bodies according to law.
- (f) Assist Members to have the resources to provide excellent, respectful and caring services to the not for profit community and welfare sector in Western Australia.
- (g) Strive to promote community awareness and knowledge of the needs of persons requiring welfare and community-based services.
- (h) Collect, circulate and publish information about community, welfare and associated issues.
- (i) Strive to ensure that Members have sufficient resources to assist vulnerable members of the community.
- (j) To register the Association as an organisation of employers under the Industrial Relations Act 1979 (WA) or under any Commonwealth or State industrial Relations, Co-operative or like legislation.
- (k) To exercise all available powers, privileges and advantages provided under the Industrial Relations Act 1979 (WA) or under any Commonwealth or State industrial Relations, Co-operative, Property or like legislation.
- (l) Take such actions as are related to the achieving the above objects and further development of welfare and general community objectives.

6 MEMBERSHIP

- 6.1 The Association shall consist of such organisations which are employers within the not for profit community and welfare sector in Western Australia who shall be approved for membership by the Board.
- 6.2 Each application for membership of the Association shall be made in writing in the form provided by the Association, or in such form as may from time to time be approved by the Board.
- 6.3 Upon receipt by the Board of a duly completed Application for Membership form, together with such fees and subscriptions as may be payable, the Board will place that application before the next meeting of the Board and the Board will at that meeting consider whether the application should be accepted or rejected in accordance with these Rules. The applicant shall be deemed to be a member of the Association on the date that the Board approves the application. The decision of the Board shall be conveyed in writing to the applicant.
- 6.4 Each member of the Association shall on application for membership and annually at the time of payment of annual membership fees and subscriptions advise the Board of the name and address of the person authorised to be its representative at all meetings of the Association and who may vote and nominate and stand for office on behalf of such member.

7 REGISTER OF MEMBERS AND REPRESENTATIVES

- 7.1 The Board shall cause to be established and maintained:
- (a) a register of the Association's members and representatives of members showing the name and address of each member and representative of each member and details of the financial status of each member in respect of its membership;
 - (b) a list of the names, addresses, and occupations of the persons holding offices in the Association;
 - (c) accounting records that are in accordance with generally accepted accounting principles and truly record and explain the financial transactions and financial position of the Association; and
 - (d) such other records as are prescribed.
- 7.2 The register will be purged on not less than four (4) occasions in each year by striking off the names or members whose membership has ended by reason of resignation or if subscriptions are not paid.
- 7.3 The Register of members and representatives of members shall be kept at the registered office of the Association and shall be open for inspection by any representative of a member at any reasonable time during business hours.

8 RESIGNATION AND CESSATION OF MEMBERSHIP

- 8.1 A member may resign from membership of the Association by written notice addressed and delivered to the Board. A notice of resignation shall be served on the Association by delivering it personally to the Association's office or sending it by certified mail to the address of the Association as ascertained by referring to a current directory of telephone numbers.
- 8.2 A notice of resignation from membership of the Association shall take effect on the day on which it is served on the Association or on a later date specified in the notice.
- 8.3 Where —
- (a) a period in respect of which a subscription has been paid to an Association for a member's membership of the Association expires; and
 - (b) no subscription to continue or renew that membership has been paid to the Association before, or within three (3) months after, that expiry,
- that membership ends at the end of that three (3) month period.

9 FEES AND SUBSCRIPTIONS

- 9.1 An employer organisation seeking membership of the Association shall forward or cause to be forwarded to the Secretary of the Association the entrance fee together with an application on the form prescribed stating the full name and address of the employer organisation.
- 9.2 A member of the Association shall upon admission to membership pay such entry fee and thereafter such annual membership fees and annual subscriptions as may be determined by the Board.
- 9.3 The entry fees, annual membership fees and annual subscriptions payable to the Association by members shall be of such amounts as may be determined from time to time by the Board.

10 GENERAL MEETINGS

Ordinary General Meeting

- 10.1 With the exception of the first Annual General Meeting, which shall be held as soon as practicable after registration is approved, the Association shall hold a General Meeting in every calendar year as its Annual General Meeting at such time and place as the Board may determine, and shall specify the meeting as such in the notice calling it.

- 10.2 In addition to any other business which may be transacted at an Annual General Meeting, the business of an Annual General Meeting shall be to:
- (a) confirm the minutes of the last preceding annual general meeting and of any special general meeting held since that meeting;
 - (b) to receive from the Board reports upon the activities of the Association during the last preceding financial year;
 - (c) to receive and consider the statements of the financial affairs and annual accounts of the Association; and
 - (d) to appoint an Auditor for the ensuing financial year.
- 10.3 All General Meetings other than Annual General Meetings shall be called General Meetings; and the Board may whenever it thinks fit convene a General Meeting of the Association.
- 10.4 The Business at General Meetings of the Association shall be conducted in the following order, namely:-
- (a) Reading of the minutes of the previous General Meeting and their confirmation;
 - (b) reports for consideration and adoption;
 - (c) Notices of motion (if any);
 - (d) Financial report (if any);
 - (e) Reading, reception and consideration of General correspondence (if any);
 - (f) Auditor's report (if any);
 - (g) General Business.

Special General Meeting

- 10.5 Special General Meetings of the Association may be convened on requisition delivered to the Secretary by at least five (5) members (by representatives of members) of the Association or by resolution of the Board. Notice of the time and place of the meeting and of the purpose for which the meeting is summoned shall be given. Members may be notified by notice given:
- 10.5.1 By letter, circular or other form of written notice to representatives of the members.
 - 10.5.2 By telephone to representatives of the members; or
 - 10.5.3 By any one or more of the above means.

- 10.6 Every meeting shall be deemed to be valid notwithstanding any informality in the notice, provided that the substance is fairly given, provided there is substantial compliance with this Rule.

11 NOTICE - PROCEDURE - QUORUM - PROXIES

- 11.1 The Secretary shall, at least fourteen (14) days before the date fixed for the holding of a General Meeting send to each member or representative at the member's address appearing in the Register of Members, a notice specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.
- 11.2 A member or representative desiring to bring any business before a General Meeting may give notice in writing of that business to the Secretary who shall include that business in the next notice calling a General Meeting given after receipt of the notice from the member or representative.
- 11.3 No business shall be transacted at any meeting unless a quorum of representatives of members entitled under these Rules to vote is present when the meeting actually proceeds to business and no further business shall be transacted after the President declares that the meeting lacks a quorum.
- 11.4 Five (5) representatives of members (being representatives of members entitled under these Rules to vote at a General Meeting) present in person or by proxy shall constitute a quorum for the transaction of the business of a General Meeting.
- 11.5 Voting by proxy is permitted at any meeting either on a poll or a show of hands. The instrument appointing a proxy:
- (a) shall be in writing in such form as may be determined by the Board from time to time;
 - (b) shall be under the hand of the representative of the members or his or her attorney duly authorised in writing;
 - (c) shall clearly indicate in which way the representative of a member wishes the proxy to cast the vote on the question;

12 VOTING AT GENERAL MEETINGS

- 12.1 A question arising at a General Meeting or a Special General Meeting of the Association shall be determined on a show of hands and, unless before or on the declaration of the show of hands a poll is demanded, a declaration by the President that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, and an entry to that effect in the minute book of the Association, shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.

13 BOARD

- 13.1 The supreme control of the Association is vested in the members of the Association in General Meeting. The day to day management of the business and control of the Association shall be vested in the Board.

The following office-holders will serve as foundation Board members of the Association:

President:	Anthony Pietropiccolo
Secretary:	James Christopher Hall
Board member:	Francis James Lynch
Board member:	Joseph Calleja
Board member:	John Mark Knowles
Board member:	Patricia Anne Lee
Board member:	Peter William Sirr
Board member:	Ross Anthony Kyrwood
Board member:	Susan Joan Ash

14 POWERS OF THE BOARD

- 14.1 Without in any way limiting the general powers conferred by these Rules, the Board will have the power to:
- (a) adopt such measures as it from time to time deems expedient for the purpose of giving effect to the objects of the Association or any of them;
 - (b) enter into all such negotiations and contracts, and rescind and vary all such contracts, and execute, and do all such acts, deeds, and things, in the name and on behalf of the Association as it may consider expedient for the purposes of the Association;
 - (c) appoint, under contract or otherwise, salaried staff, clerks, agents and servants, for permanent, temporary or special services, as it may from time to time think fit, and to determine their powers and duties, and fix their salaries or emoluments, subject to any contract, to remove, suspend, or dismiss, any such salaried staff, clerks, agents and servants;
 - (d) institute, conduct, defend, compound, or abandon, any legal proceedings by or against the Association or its staff, or otherwise concerning the affairs of the Association, and also to compound and allow time for payment or satisfaction of any debts due, and of any claims or demands by or against the Association;
 - (e) if necessary appoint Committees to examine and inquire into any special matter in connection with the objects or business of the Association;

- (f) make or adopt rules, regulations, recommendations and proposals for the internal management, control and regulation of the Association and of the members and/or employees thereof and to alter, vary, suspend, discharge or rescind any such rules, regulations, recommendations and proposals;
 - (g) deal with the money and other property of the Association;
 - (h) borrow or raise or secure the payment of money in such manner as the Association may think fit to carry out its objects;
 - (i) To take all steps necessary to register the Association as an organisation of employers under the Industrial Relations Act 1979 (WA) or under any Commonwealth or State industrial Relations, Co-operative or like legislation.
 - (j) carry out such powers as are related to the above powers; and
 - (k) appoint and employ if considered necessary an Association Manager who shall carry out the duties as directed by the Board.
- 14.2 The Board shall meet at least four (4) times in each period of twelve (12) months at such time and place as the Board may determine.
- 14.3 Additional meetings of the Board may be convened by the President or any three (3) members of the Board.
- 14.4 Written notice of a meeting shall be given by the Secretary to each member of the Board and together with agenda and any supporting documents shall be despatched to members not later than seven (7) days prior to the day appointed for the meeting.
- 14.5 The notice shall specify the general nature of the business to be transacted and no business other than that business shall be transacted at the meeting unless the President or the members present unanimously determine that supplementary business is of such an urgent nature that it should be dealt with at the meeting.
- 14.6 Any five (5) members of the Board shall constitute a quorum for the transaction of the business of a meeting, which shall be decided in the affirmative, if on a show of hands a majority of those Board Members present at the meeting are in favour of the resolution put.
- 14.7 No business shall be transacted unless a quorum is present and if within half an hour of the time appointed for the meeting a quorum is not present the meeting stands adjourned to the same place and time in the following week.

15 THE PRESIDENT

- 15.1 Subject to clause 15.3 the President shall preside at Board Meetings so that the business of the Association may be conducted properly.

- 15.2 The President shall see that the minutes of each Board Meeting are read and confirmed and upon such reading and confirmation shall sign them.
- 15.3 In the absence of the President at any Board Meeting, his or her duties at such Board Meeting shall be performed by the Secretary who shall carry out the role of acting President at that Board Meeting.. In the absence of both the President and the Secretary at a Board Meeting the Board may appoint an ordinary Board member to carry out the duties of the President and Secretary at such a Board Meeting.

16 THE SECRETARY

- 16.1 In addition to the duties of the Secretary set out elsewhere in these Rules the Secretary must
- (a) endeavour to attend meetings of the Association and prepare documents for the Association and Board meetings and for the Auditor;
 - (b) conduct and file all correspondence and summon members to all meetings;
 - (c) keep all documents and accounts, books and papers belonging to the Association;
 - (d) keep and maintain a register of the names and addresses of the Board Members and members of the Association;
- 16.2 In the absence of the Secretary at any Board meeting the Board may appoint an ordinary Board Member to carry out the duties of the Secretary at such a meeting.

17 SOURCE AND APPLICATION OF FUNDS

- 17.1 The funds and property of the Association shall be invested by way of current account or on fixed deposit in such bank or other financial institution as the Board may determine and notify to the Secretary.
- 17.2 Subject to any restrictions imposed by the Association in General Meeting, the funds of the Association shall only be applied in accordance with the objects for which these Rules provide, in such manner as the Board determines pursuant to its powers
- 17.3 All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by any two members of the Board or employees of the Association, being members or employees specifically authorised by the Board to do so.
- 17.4 The Association shall effect and maintain insurance with an approved insurer.
- 17.5 The funds of the Association shall be derived from membership fees and annual subscriptions of members, donations and, subject to any resolution passed by the Association in General Meeting, such other sources as the Board determines.

- 17.6 All money received by the Association shall be deposited as soon as practicable and without deduction to the credit of the Association's bank account.
- 17.7 The Association shall, as soon as practicable after receiving any money, issue an appropriate receipt.

18 FINANCE

- 18.1 The financial year for the Association shall end on 30 June in each year.
- 18.2 The Secretary shall submit to the Board for presentation at its Annual General Meeting an annual financial statement and auditor's report.
- 18.3 The Association is not carried on for the purpose of profit or gain to its individual Members and is prohibited from making any distribution whether in money, property or otherwise to its Members.

19 AUDIT

- 19.1 The Secretary of the Association shall —
- (a) cause the accounting records of that Association to be properly audited by a person registered as an auditor under the Corporations Act 2001 of the Commonwealth (in this section called the auditor) within 6 calendar months after the end of each financial year of that Association; and
 - (b) within one calendar month after the completion of the audit referred to in clause 19.1(a), deliver to the Registrar of the Western Australian Industrial Relations Commission —
 - (i) a balance sheet of the assets and liabilities of the Association audited by the auditor and made up to the date of the closing of the accounts of the Association in respect of the financial year concerned;
 - (ii) a statement of the receipts and expenditure of the Association during the financial year concerned audited by the auditor; and
 - (iii) a cash flow statement for the Association for the financial year concerned audited by the auditor.
- 19.2 For the purposes of auditing the accounting records of the Association or of performing any function conferred on the auditor, the auditor of the Association is entitled —
- (a) to have full and free access at all reasonable times to all records or documents relating to the receipt or expenditure of moneys by the Association, or the acquisition, use or disposal of assets of the Association, or the incurring of liabilities by the Association; and

- (b) to require any officer or employee of the Association to provide the auditor with any information or explanation that the auditor wants.

20 INDUSTRIAL ACTIVITIES

- 20.1 The Association shall be represented in all proceedings before the Western Australian Industrial Appeal Court, the Western Australian Industrial Relations Commission, the Industrial Magistrate, or any other Court or Tribunal considered necessary by such person or persons including legal practitioners and industrial agents as shall be duly appointed by the Board. All Industrial Agreements, Deeds or Instruments made for and on behalf of the Association shall be made and executed under the seal of the Association by representatives appointed by the Board. All Court, Tribunal and other proceedings shall be instituted under the Seal of the Association by the Secretary or by representative(s) appointed by the Secretary or by the Board.

21 ALTERATION OF OBJECTS AND/OR RULES

- 21.1 Subject to the provisions of the Industrial Relations Act (WA) 1979 the following provisions shall apply:
- (1) The Rules of the Association may be amended, added to, varied, repealed or substituted by such proposed alteration(s) to rules being approved by a General Meeting held for that purpose, and by such meeting authorising the making of an application to the Western Australian Industrial Relations Commission to register the said alteration(s) to rules, provided such alterations(s) shall not be or become effective until the Registrar of the Western Australian Industrial Relations Commission has given to the Association a certificate that the alteration(s) has been registered.
 - (2) The Association shall forward a notice to each member of the Association providing the following information:
 - (a) The intention of the Association to apply for registration of the proposed alteration(s) of the Rules of the Association;
 - (b) The terms of the proposed alteration(s) of the Rules of the Association and the reasons therefore;
 - (c) That the members or any of them may object to the making of the application for the proposed alteration(s) and/or object to the proposed alteration(s) or any of them by forwarding a written objection to the Registrar of the Western Australian Industrial Relations Commission and that objections should reach the Registrar no later than twenty-one (21) days after the date of the receipt of the notice.

22 DISSOLUTION

- 22.1 Should it be deemed expedient at any time to dissolve the Association, a two-thirds (2/3) majority of the members at a General Meeting called for that purpose may authorise the officers to apply for a cancellation of the registration of the Association. All funds and any other property may then be disposed of as the members may think fit.

23 ELECTION OF BOARD MEMBERS

- 23.1 Subject to clause 23.2 each candidate for election to any office shall be a representative of a member of the Association where that member has been a member for one year immediately preceding the next closing date for nominations.
- 23.2 Clause 23.2 shall not apply to the first round of elections to the Association in 2010.
- 23.3 No representative of a member shall be eligible to hold more than one office on the Board.
- 23.4 No representative of a member shall be eligible to nominate for more than one office on the Board at any periodical election.
- 23.5 2010 and every fourth year thereafter shall be known in these Rules as the "election year".
- 23.6 The Board will consist of:
- a) The President
 - b) The Secretary
 - c) Seven (7) elected Board members
 - d) In addition, the Board may appoint up to two (2) persons, who have particular skills or expertise needed by the Board, to membership of the Board for terms not exceeding twelve months at a time, provided that such appointments may not be made within one month immediately following the declaration of the outcome of a Board election.
- 23.7 A representative of a member may only be elected to the Board for a maximum of two (2) terms of four (4) years.
- 23.8 The Board shall not later than 31 May in each election year, appoint a Returning Officer who shall not be the holder of any office in, and not be an employee of the Association for the purpose of conducting the election in accordance with these Rules.
- 23.9 The Returning Officer shall call for nominations by written notice circulated to representatives of members (**Notice to Members**) no later than 31 July of each election year.

- 23.10 The date of commencement of the period for lodging nominations shall be 21 August in each election year. The closing date for nominations shall be at a time and place or in a manner fixed by the Returning Officer and mentioned in the Notice to Members but the closing date shall be 4 September in each election year.
- 23.11 The Returning Officer shall obtain from the Secretary a list of the members eligible to vote through their nominated representative.
- 23.12 Every member of the Association, as at the day on which the Returning Officer calls for nominations, shall be eligible to vote.
- 23.13 Nominations must be in writing, signed by the representative of the member and must be made at the time, place and in the manner mentioned in the Notice to Members.
- 23.14 The Returning Officer shall have the power in accordance with these Rules to accept or reject such nominations; provided that if the Returning Officer rejects any nomination the following provisions shall have effect:
- 23.14.1 The Returning Officer shall notify the person concerned of the defect in the nomination; and
- 23.14.2 The Returning Officer shall where it is practicable to do so, give the person concerned the opportunity if possible of remedying the defect within not less than seven (7) days of notification; and
- 23.14.3 If the person concerned within such period is able to and does in fact remedy the defect in the nomination in accordance with these Rules, the Returning Officer shall thereupon accept such nomination.
- 23.15 Where after the closing of nominations there is only one valid nomination for a single office or only sufficient valid nominations for multiple offices, the Returning Officer shall declare such nominee or nominees duly elected to the office or offices concerned at the General Meeting.
- 23.16 Where after the closing of nominations there are more candidates than the number required for any office, the Returning Officer shall place the candidates' names on the ballot paper in alphabetical order of their respective surnames.
- 23.17 The Returning Officer shall order the printing of sufficient ballot papers for the purpose of the election, and if practicable, shall be present during the printing of all such ballot papers. Ballot papers shall be printed showing the full names of the candidates for the respective Board offices and such ballot papers shall contain voting instructions.
- 23.18 The Returning Officer shall obtain all such ballot papers with a certified statement of the number of ballot papers printed. Each ballot paper shall be initialled by the Returning Officer before distribution. All ballot papers shall be printed on watermark paper and the Returning Officer shall be responsible for ensuring that every ballot paper is properly watermarked before being forwarded to the member. On a count of ballot papers, only those which bear the watermark and the initials of the Returning Officer shall be counted.

- 23.19 The Returning Officer shall fix dates when the ballot shall open and close. The period between the opening and closing date of the ballot shall not be less than twenty-one (21) days nor more than twenty-eight (28) days and the count of ballot papers shall be completed not later than 30 October in each election year.
- 23.20 The Returning Officer shall forward by pre-paid post to each member so as to reach such member not less than fourteen (14) days before the closing of the ballot, a ballot paper and other ballot material in a sealed envelope and provide for the return of the ballot paper without expense to the member.
- 23.21 Any representative of a member who during the period allowed for voting expects to be absent from the State or to be in some remote area of the State so as to prevent the member from casting a vote, may, after the close of nominations, but before the opening date of the ballot, apply in writing to the Returning Officer for an absentee vote.
- 23.22 The ballot paper shall be returned in such envelope addressed to a post office box rented in the name of the Association and the key of such box shall, before the ballot papers are sent out, be placed in the hands of the Returning Officer.
- 23.23 The Returning Officer shall as soon as practicable after the closing of the ballot, collect the ballot box and convey the ballot box to an office selected by the Returning Officer, open the box, collect the ballot papers and proceed to count the ballot papers until the ballot is finished.
- 23.24 The election shall be by means of a secret postal vote using the first past the post system.
- 23.25 Any candidate (a representative of a member) in any ballot may nominate in writing to the Returning Officer at the time of the candidate's nomination one scrutineer to represent that candidate. A scrutineer shall not be eligible to act for two or more candidates who are standing for the same position in any ballot. The scrutineer shall be entitled to represent the candidate at all stages of the ballot.
- 23.26 The Returning Officer shall give every facility to the scrutineers to examine the count and to attend and represent at every stage of the ballot the interests of the candidates who nominated them.
- 23.27 In the case of an equality of vote for any two or more candidates the Returning Officer shall determine by a casting vote which of the candidates is elected.
- 23.28 In the event of any objection being entered against a candidate or in respect of any matter or thing done or omitted to be done in connection with the ballot, the voting and/or the counting of the votes shall continue and the objection shall be made the subject of an enquiry after the count has concluded and before the Returning Officer has declared the result of the ballot.
- 23.29 The Returning Officer shall have power to uphold or dismiss the objection, and in the event of the objection being upheld the Returning Officer shall have power to do all things necessary to act on that objection including ordering a new ballot to be taken and thereupon a new ballot shall be taken in accordance with the provisions of these Rules

which shall apply subject to the *Industrial Relations Act 1979 (WA)* and the Rules and Regulations thereto.

- 23.30 The Board may provide for the payment of expenses of the Returning Officer in amounts that shall be determined from time to time by the Board.
- 23.31 The Returning Officer shall declare the result of the election at a General Meeting of the Association. At the General Meeting the Returning Officer shall provide a report of the election to the General Meeting and such report shall show the number of votes cast for each candidate, the number of informal votes and the number of ballot papers issued but not returned up until the time the ballot closed.
- 23.32 The Board Members declared elected unopposed by the Returning Officer, or declared elected under these Rules, shall assume office on the first day after the declaration of the result of the election.

24 CASUAL VACANCIES IN OFFICE

- 24.1 Whenever the office of a member of the Board becomes vacant or is required to be filled between the date of periodical elections the provisions of this Rule shall apply.
- 24.2 Where such an office is or becomes vacant or is required to be filled a casual vacancy shall exist for the purposes of these Rules whether or not the term "casual vacancy" or some other term is used elsewhere in these Rules to describe the same situation.
- 24.3 The holder of an office on the Board shall be eligible for election or appointment to fill a casual vacancy in an office on the Board and, if elected, or appointed shall vacate his or her existing office on the Board.
- 24.4 No proceedings of the Board shall be affected or rendered void by reason only that one or more casual vacancies have occurred in the offices of the Board which have not been filled provided that a quorum is present.
- 24.5 Casual vacancies other than those provided for in subrule (6) of this Rule shall be filled by election in the following manner:
 - (a) The Returning Officer shall call for nominations by notice to members not less than fourteen (14) days before the date fixed by the Returning Officer for the close of nominations.
 - (b) The Board shall appoint a Returning Officer in relation to the casual vacancy.
 - (c) The Returning Officer shall have the conduct of an election in accordance with these Rules.
 - (d) The closing date for nominations shall be at a time and place and in a manner fixed by the Returning Officer and mentioned in the notice to members.

- (e) Where after the closing of nominations there are more candidates than the number required for any office, the Returning Officer shall place the candidates names on the ballot paper in alphabetical order.
- (f) The Returning Officer shall fix dates when the ballot shall open and close. The period between the opening and closing date of the ballot shall not be less than twenty-one (21) days nor more than twenty-eight (28) and the count of the ballot paper shall be completed as soon as practicable.
- (g) The Returning Officer shall forward by pre-paid post to each financial member so as to reach such member not less than fourteen (14) days before the closing of the ballot, a ballot paper and other ballot material in a sealed envelope and provide for the return of the ballot paper without expense to the member.
- (h) In all other respects the provisions of Rule 23 of these Rules shall apply mutatis mutandis.

24.6 Any casual vacancy occurring within the term of an office where the unexpired part of the term of such office does not exceed:

24.6.1 twelve (12) months; or

24.6.2 three quarters of the term of office,

whichever (if any) is the greater may be filled in the manner hereinafter provided:

(a) President

A casual vacancy in the office of President shall be filled by a Board member nominated by the entire Board.;

(b) Secretary

A casual vacancy in the office of Secretary shall be filled by a Board member nominated by the entire Board.

(c) Board member

A casual vacancy in the office of Board member shall be filled by a representative of one of the members of the Association, who is not at that point in time a Board member.