INDUSTRIAL REGISTRY OF NEW SOUTH WALES

Rules of a State Industrial Organisation
registered under the Industrial Relations Act 1996

New South Wales Nurses and Midwives' Association

as at 21 September 2017

CONTENTS

1. TITLE 3
2. CONSTITUTION 3
3. OBJECTS 3
4. PLACE OF MEETING AND REGISTERED OFFICE 5
5. MEMBERSHIP OF THE ASSOCIATION 5
6. LIFE MEMBERSHIP 6
7. ASSOCIATE MEMBERS 7
8. RESIGNATIONS 8
9. SUBSCRIPTIONS, WAIVING OF SUBSCRIPTIONS AND SUSPENSION OF MEMBERSHIP 9
10. UNFINANCIAL MEMBERS 10
11. LEVIES 10
12. PURGING THE ROLL OF MEMBERS 10
13. COMPLAINTS 11
14. REMOVAL OF OFFICERS 12
15. FUNDS 13
16. AUDIT 13
16A. SPECIAL FINANCIAL AND MANAGEMENT SCHEDULE 14
17. BRANCHES 14
18. DUTIES OF BRANCH PRESIDENT 19
19. DUTIES OF BRANCH VICE-PRESIDENT 20
20. DUTIES OF BRANCH SECRETARY 20
21. DUTIES OF ASSISTANT BRANCH SECRETARY 21
22. DUTIES OF DELEGATES TO COMMITTEE OF DELEGATES 21
23. DUTIES OF BRANCH STEWARDS 21
24. COMMITTEE OF DELEGATES 21
24A. COMMITTEE OF DELEGATES 23
25. COMMITTEE OF DELEGATES AND BRANCH EXPENSES 24
26. MANAGEMENT OF THE ASSOCIATION 25
27. COUNCIL 25
27A. COUNCIL 26
28. GENERAL DUTIES AND POWERS OF COUNCIL 28
29. EXECUTIVE 29
29A. EXECUTIVE 30
30. DUTIES OF THE PRESIDENT 32
30A. DUTIES OF THE PRESIDENT 32
31. ELECTION OF GENERAL SECRETARY AND ASSISTANT GENERAL SECRETARY 33
31A. ELECTION OF GENERAL SECRETARY AND ASSISTANT GENERAL SECRETARY 34
32. ELECTION OF MEMBERS OF COUNCIL (OTHER THAN GENERAL SECRETARY AND ASSISTANT GENERAL SECRETARY) 36
32A. ELECTION OF MEMBERS OF COUNCIL (OTHER THAN GENERAL SECRETARY AND ASSISTANT GENERAL SECRETARY) 36
33. ELECTION OF EXECUTIVE (OTHER THAN GENERAL SECRETARY AND ASSISTANT GENERAL SECRETARY) 37
33A. COLLEGIATE ELECTION OF EXECUTIVE (OTHER THAN GENERAL SECRETARY AND ASSISTANT GENERAL SECRETARY) 39
34. POWERS AND DUTIES OF THE GENERAL SECRETARY 40
35. DUTIES OF THE ASSISTANT GENERAL SECRETARY 43
36. INDEMNITY OF OFFICERS AND EMPLOYEES 45
37. ANNUAL CONFERENCE 46
<table>
<thead>
<tr>
<th>Section</th>
<th>Title</th>
<th>Page</th>
</tr>
</thead>
<tbody>
<tr>
<td>39A.</td>
<td>ANNUAL CONFERENCE</td>
<td>47</td>
</tr>
<tr>
<td>40.</td>
<td>ORDER OF BUSINESS AT ANNUAL CONFERENCE</td>
<td>48</td>
</tr>
<tr>
<td>40A.</td>
<td>ORDER OF BUSINESS AT ANNUAL CONFERENCE</td>
<td>49</td>
</tr>
<tr>
<td>41.</td>
<td>SPECIAL CONFERENCE OF DELEGATES</td>
<td>50</td>
</tr>
<tr>
<td>42.</td>
<td>CHAIRPERSON FOR CONFERENCES</td>
<td>51</td>
</tr>
<tr>
<td>42A.</td>
<td>CHAIRPERSON FOR CONFERENCES</td>
<td>51</td>
</tr>
<tr>
<td>43.</td>
<td>SPECIAL GENERAL MEETINGS OF MEMBERSHIP</td>
<td>51</td>
</tr>
<tr>
<td>44.</td>
<td>LEGAL PROCEEDINGS</td>
<td>52</td>
</tr>
<tr>
<td>45.</td>
<td>BALLOT</td>
<td>52</td>
</tr>
<tr>
<td>46.</td>
<td>REMUNERATION OF OFFICERS OR MEMBERS PERFORMING SPECIAL DUTIES</td>
<td>53</td>
</tr>
<tr>
<td>47.</td>
<td>INSPECTION OF BOOKS</td>
<td>53</td>
</tr>
<tr>
<td>48.</td>
<td>TRAVELLING EXPENSES</td>
<td>53</td>
</tr>
<tr>
<td>49.</td>
<td>COMMON SEAL</td>
<td>53</td>
</tr>
<tr>
<td>50.</td>
<td>ALTERATION TO RULES</td>
<td>53</td>
</tr>
<tr>
<td>51.</td>
<td>AMALGAMATION</td>
<td>54</td>
</tr>
<tr>
<td>52.</td>
<td>DISSOLUTION</td>
<td>55</td>
</tr>
<tr>
<td>53.</td>
<td>INTERPRETATION</td>
<td>56</td>
</tr>
<tr>
<td>54.</td>
<td>PROCEDURE AT MEETINGS</td>
<td>56</td>
</tr>
<tr>
<td></td>
<td>SCHEDULE 1 – SPECIAL FINANCIAL AND MANAGEMENT RULES</td>
<td>59</td>
</tr>
<tr>
<td></td>
<td>End of Rules</td>
<td>64</td>
</tr>
</tbody>
</table>
1. **TITLE**

The name of the Union formed under these rules shall be the New South Wales Nurses and Midwives’ Association hereinafter referred to as “the Association”.

2. **CONSTITUTION**

The Association shall consist of:

(a) persons who are employed or who are usually employed in or in connection with the profession of nursing or midwifery as registered nurses, registered midwives, nurse educators, student nurses, enrolled nurses, trainee enrolled nurses, nursing assistants, assistants in nursing or assistants in midwifery;

(b) persons being qualified as or eligible to be registered as nurses or midwives, trainee enrolled nurses or enrolled nurses who are seeking to be employed in or in connection with the profession of nursing or midwifery.

3. **OBJECTS**

The objects of the Association shall be to endeavour by all lawful means:

(a) to promote the interests of all members in matters relating to employment and health and safety in the nursing profession and to afford opportunity to discuss such matters;

(b) to provide means for combined action in relation to such matters;

(c) to conduct negotiations with authorities or make application to tribunals to effect industrial agreement for improved rates of pay and working conditions for members;

(d) to co-operate or associate with other organisations, associations, or unions, or persons having objects similar to the Association, to the extent of such objects, or, with the approval of Annual Conference, to amalgamate or affiliate with such other organisations, associations, or unions;

(e) to register as Associates who shall not be members of the Association, in a separate register of Associates kept for the purpose, members, former members, or other persons who would have been eligible to become members of the Australasian Trained Nurses’ Association, together with such other persons or classes of persons who from time to time shall become eligible to be Associates in accordance with the rules of the Association, and to do all such things incidental to the objects contained in this sub-rule as are necessary, expedient or desirable;

(f) to secure redress for any grievances to which members may become subject in the course of working in the profession of nursing;

(g) to enquire into and secure fair and reasonable adjustment on behalf of members in cases of any charge, suspension, reduction in rank, position, grade or pay, dismissal, reclassification retirement or retrenchment and to work against any injustices or oppression in members’ employment;
(h) to advise and assist members in preparing and placing cases before any court, board, tribunal or any other authority;

(i) to promote industrial peace and efficiency irrespective of age, sex, disability, ethnic origin, religion or sexual preference;

(j) to secure and maintain equal employment conditions for nurses irrespective of sex;

(k) to publish a non-party-political journal;

(l) to secure preference of employment and promotion for members of the Association;

(m) to provide for the acquisition and management of property, including the purchase or erection of a building for office or other accommodation including homes for aged members and aged persons in necessitous circumstances and to undertake and execute and carry out any agreements and any charitable or other trusts in connection therewith, and to establish and manage approved personal care services for aged persons, and to do all such things incidental to the objects contained in this sub-rule as are necessary, expedient or desirable;

(n) to enter into agreements with the Public Employment Office in pursuance of the provisions of the Public Sector Employment and Management Act 2002 or any amendment thereof;

(o) to enter into agreements relating to rates of pay and conditions of service with the Health Administration Corporation or the New South Wales Department of Health or any other authority acting on behalf of the Government or any other ruling authority;

(p) to do generally the things which are desirable or essential in matters affecting employment, education and welfare of members, and to secure participation in the administration and development of the institutions in which members are employed;

(q) to employ managers, officers and employees for the furtherance of the Association's objects, and to remunerate such managers, officers and employees by salaries, wages or other emoluments including contributions to, and financing of, insurance, provident, superannuation or other schemes for the benefit of such managers, officers and employees;

(r) to make rules and regulations for the conduct of the insurance schemes mentioned in sub-rule (q) of this rule;

(s) if desirable to provide for and conduct a mortality fund for the benefit of members;

(t) to aid and join with any other association or federation of associations having as part of their objects the promotion of the industrial interests of employees for the purposes of furthering such interests;

(u) to aid and join with any other body, association or organisation which has as its objects the furtherance of humanitarian, social or community causes;

(v) to endow and maintain a scholarship or scholarships upon such terms or conditions as Council may from time to time think proper;
(w) to be non-sectarian and non-party-political, whilst maintaining the right for political lobbying and debate;

(x) to affiliate with any non-sectarian or non-party-political council or association or other similar body established for the promotion of the industrial interests of employees;

(y) to make financial provision for the carrying out of any of the foregoing objects and to do all such other things as are incidental or conducive to the attainment of the above objects if considered necessary.

4. PLACE OF MEETING AND REGISTERED OFFICE

The registered office of the Association shall be at 50 O'Dea Avenue, Waterloo, New South Wales, 2017. Notice of any change of address shall be given to the Industrial Registrar by the General Secretary. The registered office shall be the place of meeting of the Association.

5. MEMBERSHIP OF THE ASSOCIATION

(a) Applications for membership of the Association shall:
   (i) be in writing in the form prescribed by Council; or
   (ii) be made via the telephone;
   (iii) be made via the internet or email; or
   (iv) be in such other form as may be acceptable to Council.

(b) Notwithstanding any other provision of these Rules an applicant for membership who has completed the prescribed form of application and who is awaiting the approval of Council shall be entitled to attend meetings at which matters affecting her/his workplace are being dealt with and shall be entitled to vote on those matters only.

(c) An application for membership shall be lodged with the General Secretary or with the secretary of the branch nearest to the place where the applicant for membership resides or is employed and shall forthwith be forwarded to the General Secretary by the secretary of the branch. The General Secretary shall place all applications for membership received by her/him before Council at the next meeting of Council for approval and shall inform the applicant in writing of the financial obligations arising from membership, and the circumstances and the manner in which a member may resign from the Association. An applicant whose membership has been approved shall be deemed to have become a member as and from the date on which the application was received by an Organiser or other authorised representative of the Association including a branch officer, or was received in the office of the Association, whichever is the earlier.

(d) Every application for membership must be accompanied by:
   (i) at least one quarterly instalment of the subscription then applying; or
   (ii) in the case of a person who has authorised her/his employer in writing to deduct her/his subscriptions from any account at a bank or other financial institution, a copy of the written authority to the employer; or
   (iii) in the case of a person who has authorised the Association to deduct her/his subscriptions from any account at a bank or other financial institution, a copy of the written authority to the employer.
the written authority or electronic authority (in the case of a person paying via
the internet).

(e) If a person intending to become a member makes a payment of at least one quarterly
instalment of the subscription then applying or has authorised regular payments in
accordance with Rule 5(a)(ii) or (iii) that person shall be deemed to have become a
member as and from the date of receipt of that quarterly payment or first deduction by
the Association and her/his membership shall not be invalidated by reason of the fact
that no application form has been lodged as required by sub-rule (a) of this rule.

(f) Council may refuse to admit an applicant for membership if it is satisfied that the
applicant is not qualified for membership in accordance with the provisions of rule 2 of
these rules.

(g) In the event that any person admitted to membership of the Association is found
subsequently not to have been qualified for membership, her/his membership may be
cancelled by Council but she/he shall not be entitled to a refund of any monies paid to
the Association.

(h) If a member, not being an elected officer, is fined in accordance with the provisions of
these rules such members shall not be entitled to be nominated for, or hold, any office
in the Association for a period of two years following the date of payment of the fine.

(i) Every applicant for membership of the Association who, at the date of certification of
this rule, is already a member of the Australian Nursing and Midwifery Federation
(“the Federation”) shall lodge with the General Secretary an application for
membership in the form prescribed by Council. Each such applicant shall, on receipt
of the said application by the General Secretary, be and be deemed to be a member
of the Association and financial to the extent that such applicant is financial in the
Federation at the time of such receipt. The provisions of sub-rules (a), (b), (c) and (d)
of this rule shall not apply in such a case.

(j) Every applicant for membership of the Association who, at the date of certification of
this rule, is already a member or becomes a member of the National Tertiary
Education Union of Australia (NSW Branch), (“NTEU”) or the Independent Education
Union (NSW Branch), (“IEU”) and is otherwise eligible to be a member of the
Association, shall lodge with the General Secretary an application for membership in
the form prescribed by Council. Each such applicant shall, on receipt of the said
application by the General Secretary, be and be deemed to be a member of the
Association and financial to the extent that such applicant is financial in the NTEU or
the IEU at the time of such receipt. The provisions of sub-rules (a), (b), (c) and (d)
of this rules shall not apply in such a case.

(k) Persons admitted to membership of the Association pursuant to sub-rule (j) of this
Rule shall, so long as they remain a member of the NTEU or the IEU, be eligible to
vote as a member of the Association but shall not be eligible to hold an office as
member of Council, Assistant General Secretary or General Secretary in the
Association.

6. **LIFE MEMBERSHIP**
(a) Council may elect to life membership any person who has been an active member of the Association for ten years or more and who has retired from nursing. Such member shall be entitled to the following privileges:

(i) to receive a copy of the Association journal free of cost;

(ii) to attend any meeting or conference held by the Association but shall not be entitled to vote on any matter or in any manner participate in the proceedings of the said meeting or conference;

(iii) to be exempt from subscriptions, fines or levies;

provided that the Association shall not incur legal costs on behalf of any life member.

(b) A life member shall not be eligible to hold office in the Association.

(c) Council may cancel life membership conferred on any person in accordance with this rule.

7. **ASSOCIATE MEMBERS**

(a) Council shall admit and register as Associates in the Association persons who are members or former members of, or other persons who would have been eligible to become members of the Australasian Trained Nurses’ Association but who are not eligible to be members of the Association and who make application to the Association to be admitted as such Associates, subject to payment of any such annual registration fees and any such special fees as may be determined by Council from time to time, provided they comply with such rules and resolutions of the Association as may apply to Associates. From time to time persons admitted as Associates pursuant to this sub-rule:

(i) shall not be members of, nor have any of the membership rights of members of, the Association;

(ii) shall pay to the Association on demand such annual registration fees and such special fees as are determined by the Association from time to time;

(iii) may take part in the activities of the Association which are arranged for the purposes of membership of the International Council of Nurses;

(iv) shall not otherwise take part in any activities of the Association except as provided in sub-rule (a)(v) of this rule;

(v) shall not attend any meetings of the Association or its branches, Committee of Delegates, conferences or Council except in relation to such professional matters and to such extent as they may be invited to attend by the Association.

(b) Council may admit and register as Associates in the Association students of nursing. Persons admitted as Associates pursuant to this sub-rule:
(i) shall not be members of, nor have any of the membership rights of members of, the Association;
(ii) shall be liable to pay such annual registration fees and special fees as are determined by Council from time to time and on payment thereof shall be entitled to receive a copy of "The Lamp" or such other journal as shall be published by the Association from time to time.

Council may form student branches to which Associates admitted pursuant to this sub-rule may belong. Such branches shall only operate pursuant to by-laws and/or directions of Council and shall not be regarded as branches of the Association for the purposes of these rules.

(c) Council may admit and register as Associates in the Association members or former members who are no longer employed, usually employed or seeking to be employed in or in connection with the profession of nursing. Persons admitted as Associates under this sub-rule shall be known as Professional Members and:

(i) shall not be members of, nor have any of the membership rights of members of, the Association;
(ii) shall be liable to pay such annual registration fees and special fees as are determined by Council from time to time and on payment thereof shall be entitled to receive a copy of "The Lamp" or such other journal as shall be published by the Association from time to time.

Council may form Professional branches to which Associates admitted pursuant to this sub-rule and Life Members may belong. Such branches shall only operate pursuant to by-laws and/or directions of Council and shall not be regarded as branches of the Association for the purposes of these rules.

8. RESIGNATIONS

(a) A member may resign from membership by written notice delivered or sent to the registered address of the Association;

(b) A notice of resignation from membership takes effect:

(i) If a member ceases to be eligible to become a member of the Association:

(a) on the day on which the notice is so delivered or otherwise received by the Association; or

(b) on the day specified in the notice, that is a day not earlier than the day when the member ceases to be eligible to become a member;

whichever is later

(ii) In any other case:

(a) at the end of one month after the notice is so delivered or otherwise received by the Association; or

(b) on the day specified in the notice;
whichever is later

(iii) Any subscriptions payable but not paid by a former member of the Association in relation to a period, not exceeding six months, before a member’s resignation from the Association took effect may be sued for and recovered in the name of the Association, in a court of competent jurisdiction, as a debt due to the Association.

9. **SUBSCRIPTIONS, WAIVING OF SUBSCRIPTIONS AND SUSPENSION OF MEMBERSHIP**

(a) The annual membership subscription payable by members of the Association shall be as determined by Council from time to time subject to approval by Annual Conference but shall not exceed one percent of the eighth year registered nurse annual rate provided for by the Public Health System Nurses’ & Midwives’ (State) Award. The annual membership subscription shall include the cost of any journal published by the Association and such journal shall be issued to all financial members.

(b) Subscriptions may be paid either:

(i) in full on the first day of January in each year; or

(ii) by equal quarterly instalments on the first day of January, April, July and October in each year; or

(iii) where a member authorises her/his employer in writing to deduct from her/his salary, or authorises the Association to deduct from any account at a bank or other financial institution, or authorises the Association to charge her/his credit card and pay to the Association the subscription payable by her/him, such subscription may be paid weekly, fortnightly, monthly or quarterly as the case may be, at a rate as near as possible to one fifty-second or one twenty-sixth or one twelfth or one fourth of the annual subscription payable as the case may be.

(c) Subscriptions shall be payable at the office of the Association or to an authorised collector.

(d) Once each year the General Secretary shall furnish every unfinancial member with a statement showing the amount of subscriptions due by her/him together with a reminder that such subscriptions are due and payable.

(e) Council may, on the application of a member and on being satisfied that appropriate circumstances exist, suspend the payment of subscriptions by that member for a specified period or periods. The member’s name shall remain on the roll of members but the member shall not be a financial member for the period or periods of suspension and shall not be entitled to any of the privileges of membership during the period or periods.

(f) Council may, on the application of a member and on being satisfied that appropriate circumstances exist, waive the payment of any subscription or levy by that member and deem the member to be a financial member of the Association.
10. **UNFINANCIAL MEMBERS**

(a) A member whose subscription or levy account is more than three months in arrears shall be deemed unfinancial.

(b) An unfinancial member shall not be entitled to vote at any meeting of the Association and shall not be eligible to hold any office in the Association. An unfinancial member shall not be entitled to any other membership rights and/or privileges without the consent of Council.

(b) A member whose membership subscription or levy account is more than six months in arrears may be removed from the roll of members of the Association by resolution of Council or, at the discretion of Council, be sued for the amount of the subscription or levy due and payable by her/him, provided that the proceedings to recover the arrears must be commenced within six months of the arrears becoming due and shall only be for the recovery of arrears in respect of a period not exceeding six months prior to the commencement date of those proceedings.

11. **LEVIES**

(a) A levy may be imposed in accordance with this rule for the following purposes:

   (i) to defray expenses of any application to an industrial court or to any other court or tribunal in relation to an industrial matter, or

   (ii) to meet the expenses connected with the promotion, printing or circulation of the Association journal, or

   (iii) to provide funds for the furtherance of any or all of the objects of the Association.

(b) A levy shall only be imposed by Council or Annual Conference of the Association after the holding of a ballot of the membership held in accordance with rule 45 of these rules at which a majority of those voting vote in favour of the imposition of the levy.

(c) A levy imposed in accordance with this rule shall be payable by each member and shall be paid at the office of the Association or to an authorised collector.

12. **PURGING THE ROLL OF MEMBERS**

(a) Council shall cancel from the roll of members of the Association the name of any member whose membership ceases because of resignation, death, removal from the roll or other reason.

(b) Council may suspend from the roll of members any member who has ceased to be employed in or in connection with the pursuits referred to in rule 2 of these rules.
(c) Such cancellation or suspension as the case may be shall not affect the member's liability for payment of subscriptions, fines or levies recoverable by the Association pursuant to the provisions of the Industrial Relations Act 1996.

13. **COMPLAINTS**

(a) Any member may complain that another member has failed to observe the rules of the Association.

(b) A complaint must be in writing addressed to the General Secretary and must contain particulars of the matter or matters complained of.

(c) Upon receipt of a complaint the General Secretary shall forthwith forward the complaint to Council to be dealt with at its scheduled meeting next occurring after the expiration of 28 days from the date of receipt by the General Secretary of the complaint. At the same time the General Secretary shall also forward a copy of the complaint to the member complained about and advise her/him of the following matters in writing:

(i) the time, date and place of the Council meeting at which the complaint is to be dealt with;

(ii) that Council has the power to deal with the complaint;

(iii) that she/he has a right to appear at the Council meeting and to present evidence and make submissions;

(iv) that Council may proceed to deal with the matter in her/his absence;

(v) that Council has the power to impose penalties if the complaint is found to be proven, together with details of the appropriate penalties.

(d) If Council finds a complaint to be proven it may:

(i) impose no penalty;

(ii) fine the member complained about a sum not exceeding $50.00 for each offence.

(e) A copy of the decision of Council in relation to a complaint shall forthwith be sent by the General Secretary to the member complained about by prepaid registered postage. At the same time the General Secretary shall advise any member against whom a complaint has been proven of her/his rights of appeal.

(f) If after consideration of a complaint by Council the complaint is found to have been frivolous, Council may order the person who made the complaint to forfeit a sum being not more than $50.00 by way of a fine which shall be paid into the funds of the Association.

(g) The member complained about may appeal from the decision of Council to the Appeals Tribunal.
(h) Notice of appeal shall be given in writing to Council within 28 days from the date of receipt of the notice from the General Secretary referred to in sub-rule (e) of this rule and shall set forth in full all matters that the appellant desires to be considered.

Upon receipt of a Notice of Appeal Council shall forthwith refer the Notice to the President of the Association with a request that Committee of Delegates at its next meeting elect the members of the Appeals Tribunal.

(i) The Appeals Tribunal shall consist of 10 delegates to Committee of Delegates not being members of Council. The Appeals Tribunal shall meet as soon thereafter as possible and shall elect from among its number a Chairperson who shall preside over the meeting but who shall not be entitled to vote.

(j) The Appeals Tribunal shall, after hearing those matters placed before it by the member appealing and any other material the Appeals Tribunal deems relevant, have power to either dismiss or uphold the appeal and in the event that the appeal is upheld shall have power to determine whether any penalty should be imposed and, if so, the degree of such penalty provided that such penalty shall not exceed the sum referred to in sub-rule (d)(ii) of this rule. Each member of the Appeals Tribunal, other than the Chairperson, shall be entitled to one vote.

14. REMOVAL OF OFFICERS

(a) Council of the Association may remove from office any officer at a meeting of Council to which the person concerned has been summoned in writing signed by the General Secretary or the President to show cause why she/he should not be so removed, provided that no such person shall be removed from office unless she/he has been found guilty of:

(i) misappropriation of the funds of the Association, or

(ii) a substantial breach of the rules of the Association, or

(iii) gross misbehaviour or gross neglect of duty,

or has ceased, under the rules of the Association, to be eligible to hold office.

(b) A person summoned to show cause pursuant to sub-rule (a) of this rule shall be given at least 14 days’ notice of the time and place of the meeting of Council to which she/he is summoned. The notice summoning her/him shall also specify the ground or grounds upon which it is proposed to consider her/his removal and shall also inform her/him that she/he has a right to appear at the Council meeting and to present evidence and to make submissions. Council may proceed with a hearing to determine a matter under this rule notwithstanding the absence of the person summoned if due notice of the hearing has been given in accordance with this sub-rule.

(c) An appeal shall lie from any decision pursuant to this rule from Council to the Annual Conference or a special general meeting of members convened for that purpose. Notice of an appeal pursuant to this rule shall be given in writing to the General Secretary or the President within 14 days of the decision being communicated to the person removed and shall set forth in full all the matters that she/he desires to be considered.
15. **FUNDS**

(1) The funds of the Association shall consist of subscriptions, contributions, levies and fines paid by members, together with any other monies received from any other legal source.

(2) The funds of the Association shall be expended in the manner following:

(a) (i) carrying out the objects of the Association as set out in rule 3 of these rules;

(ii) meeting all reasonable and necessary expenses incurred in the management of the Association;

(iii) in satisfaction of per capita percentage or other payments to any organisation of employees registered as such under the provisions of the Workplace Relations Act (Commonwealth) 1996, or any amendment thereof, or Act passed in substitution therefore with which the Association may become a branch.

(b) Notwithstanding anything contained elsewhere in these rules no loan, grant or donation shall be made by the Association unless the making of the loan, grant or donation has been approved by Council and Council has satisfied itself:

(i) that the making of the loan, grant or donation would be in accordance with the other rules of the Association, and

(ii) 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.

(c) The provisions of sub-rule (b) of this rule shall not prevent the President or General Secretary from making a loan, grant or donation to a member of the Association provided that the loan, grant or donation:

(i) is for the purpose of relieving the member of any of the member's dependants from severe financial hardship, and

(ii) is subject to a condition to the effect that if Council, at the next meeting of Council, does not approve the loan, grant or donation, it must be repaid as determined by Council, and

(iii) does not exceed the sum of $3,000.00.

16. **AUDIT**

(a) Council shall appoint as auditor for a specified term a competent person who shall, at least once each year, and at such other times as Council or Executive may direct, audit the books and accounts of the Association and make a report on her/his audit. She/he shall in her/his report draw the attention of the Association to any deficiencies or to other matters which she/he may think proper. She/he shall have full and
(b) For the purposes of this rule a competent person shall be a person who is a registered company auditor or a firm, at least one of whose members is a registered company auditor.

(c) The person appointed as auditor may be removed during her/his term if:

(i) the person appointed ceases to be a registered company auditor or the firm appointed ceases to have any member that is a registered company auditor, or

(ii) Council by resolution passed at a meeting of Council by an absolute majority of the members of Council resolves to remove the person as auditor.

(d) The financial year of the Association shall be the period of twelve months commencing on 1 January.

16A. SPECIAL FINANCIAL AND MANAGEMENT SCHEDULE

Schedule 1 to these Rules provides for Special Financial and Management Rules which will apply to the Association. This Rule is to take effect from 1 January 2014.

17. BRANCHES

(1) Formation

Subject to the approval of Council branches of the Association may be formed by 10 or more members either:

(a) at a hospital or similar institution where there are 10 or more members employed, or

(b) within convenient geographical areas in the case of members employed in or in connection with community health services, or

(c) at any other place where it appears to Council to be proper and convenient.

(d) within any other convenient geographical location

(2) Membership

(a) Subject to sub-rules (2)(b) and (2)(d) of this rule a member employed at a hospital or similar institution at which a branch exists, including a member who is a casual employee and who is usually employed at that hospital or similar institution, shall belong to that branch.

(b) A member who is employed by a hospital or similar institution in connection with community health services or mental health services, including a member who is a casual employee, shall, if a community health services branch or mental health services branch exists in the hospital or similar institution, belong to the branch.
health services branch exists within the area in which the member is employed, belong to that community health services branch or mental health services branch.

(c) A member employed otherwise than at a hospital or similar institution at which a branch exists, may apply to belong to any branch within the area in which she/he resides or is employed.

(d) Any member may apply to join any branch of the Association on the grounds that the nature of her/his employment gives her/him a special interest which is more properly represented by an existing branch which has as its members persons with a similar special interest.

(e) A member may not belong to more than one branch of the Association at any one time.

(f) A member wishing to apply to join a branch in accordance with either of sub-rules (2)(c) or (2)(d) of this rule must do so in writing addressed to the General Secretary. An application received by the General Secretary shall be dealt with by Council at its regular meeting next occurring and the General Secretary shall notify the member in writing of Council's decision as soon as possible thereafter. Where Council approves a member's application, the General Secretary shall also notify the secretary of the branch to which the member applied to belong, giving details of the member's name, address, occupation and place of employment. The General Secretary shall also if appropriate notify the secretary of the branch to which the member belonged at the time of application and the member shall be deemed to have resigned from her/his former branch and to have become a member of the branch in respect of which she/he applied as and from the day following the day on which Council approved her/his application.

(g) Notwithstanding the provisions of sub-rules (2)(a) to (2)(f) inclusive of this rule any member who is employed as a Director of Nursing (by whatever title) shall only belong to a branch formed for the specific purpose of representing senior nurse managers.

(3) Management

(a) Subject to the approval of Council, a branch may make by-laws for the management of the branch provided that such by-laws are in conformity with the registered rules of the Association and provided that such by-laws shall only be made or altered at a meeting of the branch called for that purpose, notice in writing of which has been given at least two weeks in advance to each member of the branch by the branch secretary.

(b) Subject to these rules any resolution passed at a branch meeting shall only affect the members of that branch and shall have no force or effect otherwise.

(4) Election of Officers
(a) A branch shall elect a secretary, president and delegates to Committee of
Delegates and may elect a vice president, assistant secretary, alternate
delegates to Committee of Delegates and stewards.

(i) Subject to sub-rules (4)(f) and (6)(c) of this rule the elections for all
positions other than delegate and alternate delegate to Committee of
Delegates shall take place at a biennial general meeting of the branch
called for that purpose during the month of January, February or March, at
least 14 days notice of which has been given to all members of the branch
in writing by the branch secretary. Such notice shall include a call for
nominations for the election of all positions other than delegate and
alternate delegate to Committee of Delegates and shall fix a closing date
for the receipt of nominations by the branch returning officer, provided that
such closing date shall be not later than seven days prior to the biennial
general meeting. A person elected to a position in accordance with this
sub-rule shall take office upon the declaration of the election by the
Returning Officer and shall hold office until the declaration of the election
for that position at the next biennial general meeting. If for any reason a
branch fails to hold a meeting at which elections are held within the month
specified above, or if a branch does purport to hold such a meeting but the
elections so held are invalid for any reason, Council may direct that a
fresh election or elections shall be conducted by a Returning Officer being
a person nominated by Council. The Returning Officer shall, so far as is
practicable, follow the procedures provided for in these rules relating to
branch elections.

(ii) The elections for delegates and alternate delegates to Committee of
Delegates shall be by secret postal ballot of all financial members of the
branch and shall be conducted in accordance with the provisions of the
Industrial Relations Act 1996. Only persons who, at the date of opening
nominations, are financial members of the Association shall be eligible to
nominate for offices of delegate or alternate delegate to Committee of
Delegates. A person elected to a position in accordance with this sub-rule
shall take office as and from 1 April in the year of election and shall hold
office for a period of two years. Provided that, where the number of
nominations received as at 15 March for the positions of delegate or
alternate delegate are less than the number to which the branch is entit
led (in accordance with rule 24(b)), the branch may subsequently make
written application to the general Secretary for a further election to be held
to fill the unfilled position(s), by the calling of an election in accordance
with this sub-rule.

(b) Elections for all branch offices referred to in sub-rule (4)(a)(i) of this rule shall be
determined by secret ballot of those members of the branch present at the
meeting and shall be conducted by a branch returning officer appointed by the
branch secretary for that purpose, according to the following rules:

(i) The branch returning officer shall be a member of the branch but shall not
be the holder of an office in the branch or a candidate for an election in the
branch elections.

(ii) Subject to sub-rule (4)(f) of this rule, a nomination for candidature for
branch office shall be in writing addressed to the branch returning officer
and must be received by the branch returning officer not later than the date specified in the notice issued by the branch secretary pursuant to sub-rule (4)(a)(i) of this rule. Only persons who are members of the branch may nominate or be nominated for branch office.

(iii) If at the closing date for nominations fixed by the branch returning officer no nomination has been received by the branch secretary for a position, the branch returning officer shall fix a further period for acceptance of nominations for that position being a date not later than 15 March in the year of the election and shall so inform the branch secretary who shall send a notice of the further period to all members of the branch.

(iv) The Branch Secretary shall give to the branch Returning Officer a statement that each person nominating or being nominated is a member of the branch and a financial member of the Association.

(v) Other than in relation to the offices of delegate or alternate delegate to Committee of Delegates, a member nominating or being nominated for a position under this sub-rule may not nominate or be nominated for more than one position except as provided in sub-rule (4)(d) of this rule.

(vi) The branch returning officer shall have power to accept or reject any nomination provided that if she/he rejects a nomination, she/he shall notify the person concerned of the defect in the nomination and, where it is practicable to do so, give the person concerned opportunity, if possible, to remedy the defect within seven days of the date of the notification. If the person concerned within such period is able to, and does in fact, remedy the defect, the branch returning officer shall accept the nomination.

(vii) The branch returning officer shall determine positions on the ballot paper by conducting a draw at the time, date and place, written notice of which shall have been given to each candidate by the branch returning officer not less than 24 hours prior to the time fixed for the draw.

(viii) The branch returning officer shall provide the branch secretary with a written report relating to the ballot after the ballot has been completed.

(c) The branch returning officer shall, where only one nomination is received for a branch office, declare that person to be duly elected to that office.

(d) Where more than one nomination for a branch office referred to in sub-rule (4)(a)(i) of this rule is received, the branch returning officer shall forthwith arrange for a ballot to take place in accordance with sub-rules (4)(a) and (4)(b) of this rule provided that such ballot shall be completed by 31 March in the year of election. Where no nomination has been received by the branch returning officer for a position by 15 March, the branch may fill the position by election at a branch meeting even though that branch meeting may be held after 31 March in the year of election, provided that the person so elected is a member of the branch. The person elected shall hold office for the balance of the term of office referred to in sub-rule (4)(a) of this rule. At such branch meeting a member who has nominated or been nominated for a branch office referred to in sub-rule (4)(a)(i) of this rule but who has not been elected to such office may
subsequently nominate or be nominated for any remaining vacant position or positions but may only be elected to and hold one office.

(e) The secretary of the branch shall, within 21 days of the completion of an election for an office in her/his branch, other than an election conducted in accordance with sub-rule (4)(a)(ii) of this rule, inform the General Secretary in writing of the name and address of the person so elected.

(f) In the case of a meeting of members called for the purpose of making application to Council to form a branch, a ballot shall take place to determine who shall be the officers of the branch referred to in sub-rule (4)(a)(i) of this rule if the branch is formed. Nominations for those positions shall be submitted to an officer of the Association present at that meeting and if two or more nominations are received for any one position a vote by show of hands of members present shall be taken. Provided Council gives its approval for the formation of the branch then the persons elected shall be deemed to have been elected as officers of the branch as and from the date of the meeting at which the elections took place. Thereafter the elections for delegates and alternate delegates to Committee of Delegates are to be held in accordance with the provisions of sub-rule (4)(a)(ii) of this rule. The persons elected in accordance with this sub-rule shall hold office until their successors to office are elected in accordance with these rules.

(5) Casual Vacancy

(a) The office of a branch officer shall become vacant if the officer:

(i) resigns from office, or

(ii) ceases to be a member of that branch, or

(iii) ceases to be a financial member of the Association, or

(iv) dies or becomes incapable by reason of unsoundness of mind of continuing to hold office, or

(v) is found guilty of a criminal offence which would render her/him unfit to continue to hold office, or

(vi) absents herself/himself from three consecutive branch meetings without first having obtained the approval of the branch, and, in the case of a delegate or alternate delegate to Committee of Delegates, absents herself/himself from three consecutive Committee of Delegates meetings which she/he is obliged to attend without having first obtained the approval of the branch or without reasonable excuse, or

(vii) not being a delegate or alternate delegate to Committee of Delegates, is removed from office by a majority vote of those members voting at a branch ballot, such ballot to be held by way of postal ballot of all members of the branch, which ballot may only be called following the receipt by the branch president of a petition to that effect signed by not less than 10 per cent of the members of the branch.
Any vacancies so occurring shall be filled by ballot conducted in accordance with sub-rule (4)(b) of this rule. Any person elected to fill such a vacancy shall hold office for the unexpired portion of the term of that office to which the previous holder was elected.

(6) Meetings

(a) A branch shall meet at least two times in every one year at a place to be determined from time to time by the branch and at such other times as requested by petition signed by not less than 10 per cent of the members of the branch.

(b) At a meeting of a branch five members of the branch shall form a quorum and if within 30 minutes of the time appointed for such meeting a quorum be not present the meeting shall lapse.

(c) In the case of a branch formed pursuant to sub-rules (1)(b) or (1)(d) of this rule Council may give approval for the holding of meetings by teleconference or other electronic means. In such cases any election pursuant to sub-rule (4)(a)(i) of this rule shall be by secret postal ballot of all financial members of the branch and shall be conducted by the branch returning officer.

(7) Defunct Branches

(a) Council may declare a branch to no longer exist:

(i) if that branch has not met for a period of six months or longer, or

(ii) if the number of members of the branch falls below 10, or

(iii) if the branch fails to elect a branch secretary, and a branch president and at least one delegate to Committee of Delegates, unless the branch takes steps to fill the unfilled positions in accordance with the provisos within sub-rule 17(4)(d) and 17(4)(a)(ii) respectively.

(b) A branch shall be deemed to no longer exist:

(i) if the branch fails to hold a biennial general meeting as specified by sub-rule (4)(a)(i) of this rule.

(c) If any branch is declared or deemed to no longer exist, the General Secretary shall forthwith notify all members of that former branch of that fact and of their right to apply to belong to another branch pursuant to sub-rules (2)(b) and (2)(c) of this rule.

18. DUTIES OF BRANCH PRESIDENT

(a) It shall be the duty of each branch president to preside at all meetings of the branch at which she/he is present. Subject to rule 55(m) of these rules, she/he shall have a casting vote in all cases of a vote for or against any question, or for two or more candidates, which is equal, and that casting vote shall be in addition to her/his ordinary deliberate vote.
(b) She/he shall see that the business to be transacted at any such meeting is conducted in a proper manner and that the minutes of the meeting are correct and shall so confirm by affixing her/his signature thereto.

(c) She/he shall have power to cause the books of the branch to be produced by the branch secretary at all reasonable times for inspection by her/him and she/he shall sign all documents relating to the affairs of the branch which are required to be signed by her/him.

(d) She/he shall call a meeting of the branch upon receipt of a requisition in writing requesting a meeting to be called and stating the objects for which the meeting is required, such requisition to be signed by not less than 10 per cent of the members of the branch.

19. **DUTIES OF BRANCH VICE-PRESIDENT**

The branch vice-president shall assist the branch president in the execution of her/his duties and shall have all the powers and responsibilities which are vested in the branch president by these rules and by the by-laws of the branch in the absence of the branch president.

20. **DUTIES OF BRANCH SECRETARY**

(a) The branch secretary shall be the chief executive officer of the branch. She/he shall attend all meetings of the branch and shall be entitled to speak and vote on all matters. Where the secretary is unable to attend any meeting of the branch and the assistant secretary is also unavailable, the meeting shall appoint any member of the branch to act in her/his stead. Such member shall have all the powers and responsibilities vested in the secretary for the purposes of that meeting only.

(b) The branch secretary shall be responsible for and shall have the responsibility to attend to the following:

(i) she/he shall keep the minutes of all meetings of the branch at which she/he is present;

(ii) she/he shall promptly inform the General Secretary of the activities of the branch;

(iii) she/he shall without delay carry out the resolutions passed at any meeting of the branch;

(iv) she/he shall keep a copy of the correspondence both inward and outward on behalf of the branch;

(v) she/he shall, when required, hand over to the General Secretary or to Council all books, papers, documents, instruments, receipts and property of the branch then in her/his possession or custody;
(vi) she/he shall notify all members of the branch of the time, date and place of branch meetings at least 24 hours prior to the scheduled time of the meeting wherever possible; except in the case of a biennial general meeting of the branch called pursuant to rule (17)(4)(a)(i) of these rules

(vii) she/he shall keep a register of the members of the branch with details of the name, membership number and place of occupation of each member and the date of joining the branch.

21. **DUTIES OF ASSISTANT BRANCH SECRETARY**

The assistant branch secretary shall assist the branch secretary in the execution of her/his duties and shall have all the powers and responsibilities which are vested in the branch secretary by these rules and by the by-laws of the branch in the absence of the branch secretary.

22. **DUTIES OF DELEGATES TO COMMITTEE OF DElegates**

It shall be the duty of a delegate to Committee of Delegates to:

(a) attend, and represent her/his branch members at, meetings of Committee of Delegates;

(b) attend, and represent her/his branch members at, Annual Conference of the Association; and

(c) report to her/his branch meeting next following a meeting of Committee of Delegates or Annual Conference on the proceedings at the meeting or conference.

A delegate to Committee of Delegates shall not absent herself/himself from three consecutive meetings of Committee of Delegates without having first obtained the approval of her/his branch, or without reasonable excuse.

23. **DUTIES OF BRANCH STEWARDS**

It shall be the duty of a branch steward to collect all monies due by members of that branch, to issue a receipt for same and to keep a book in which all receipts are recorded. A steward shall forward to the Association all monies collected by her/him monthly together with a statement containing the names of those members of the branch who are financial and those who are in arrears. It shall also be the duty of a branch steward to assist the branch secretary in matters relating to the register of members of the branch, to carry out all such other duties as may be assigned to her/him by the branch, and to ensure wherever possible that all persons eligible to apply to become members of the Association are afforded every opportunity and encouragement to so apply.

24. **COMMITTEE OF DELEGATES**
(a) Committee of Delegates of the Association shall comprise delegates elected by the branches.

(b) A branch shall be entitled to send delegates to Committee of Delegates according to the number of financial members in the branch as at 31 December immediately preceding the date of the election as follows:

<table>
<thead>
<tr>
<th>Financial Members</th>
<th>Delegates</th>
</tr>
</thead>
<tbody>
<tr>
<td>50-130 (inclusive)</td>
<td>1 delegate</td>
</tr>
<tr>
<td>131-300 (inclusive)</td>
<td>2 delegates</td>
</tr>
<tr>
<td>301-500 (inclusive)</td>
<td>3 delegates</td>
</tr>
<tr>
<td>501-750 (inclusive)</td>
<td>4 delegates</td>
</tr>
<tr>
<td>751-1000 (inclusive)</td>
<td>5 delegates</td>
</tr>
<tr>
<td>1001-1250 (inclusive)</td>
<td>6 delegates</td>
</tr>
<tr>
<td>1251-1500 (inclusive)</td>
<td>7 delegates</td>
</tr>
<tr>
<td>1501-1750 (inclusive)</td>
<td>8 delegates</td>
</tr>
<tr>
<td>1751-2000 (inclusive)</td>
<td>9 delegates</td>
</tr>
<tr>
<td>and one additional delegate for every additional 250 financial members thereafter.</td>
<td></td>
</tr>
</tbody>
</table>

The General Secretary and Assistant General Secretary of the Association shall be ex-officio members of Committee of Delegates. All other members of Council shall also be ex-officio members of Committee of Delegates but shall not be entitled to vote on any question at any meeting of Committee of Delegates in that capacity.

Each branch shall be entitled to elect alternate delegates equal to the delegate entitlement of that branch. Provided that a branch shall be entitled to elect at least 2 alternate delegates.

(c) The secretary of each branch electing a delegate or alternate delegate otherwise than in accordance with rule 17(4)(a)(ii) of these rules shall, within 21 days of the completion of such election, inform the General Secretary in writing of the name and address of the person so elected.

(d) Committee of Delegates shall meet at least once every two months unless otherwise decided by the Committee at a time and place to be decided by the Committee. Notice of such meetings shall be given by the General Secretary to each delegate by post, telephone, facsimile, e-mail, SMS or similar method of communication not less than 14 days prior to the meeting or such shorter notice as is practicable in the circumstances. An accidental omission by the General Secretary to notify a delegate or delegates shall not, of itself, invalidate the meeting. A quorum at a Committee of Delegates meeting shall be 30 delegates.

(e) A decision of Committee of Delegates shall be subject to ratification by Council and shall not have any power or effect until so ratified.

(f) The President of the Association shall be the Chairperson of Committee of Delegates.

(g) The following shall be the order of business at Committee of Delegates meetings:

(i) reading of minutes, business arising therefrom and confirmation of minutes;
(ii) President or Chairperson's report;
(iii) correspondence and business arising therefrom;
(iv) General Secretary’s report;
(v) receiving of reports;
(vi) receiving of notices of motion in writing;
(vii) notices of motion of which five days notice in writing has been given to the General Secretary;
(viii) general business.

The above standing orders may be suspended after confirmation of minutes by resolution of a majority of delegates present at any such meeting in the event that any urgent business is brought forward. All business in connection with Committee of Delegates shall be concluded and books closed at 10.00 pm unless an extension of time be agreed to by the meeting to enable the agenda or foreshadowed items to be concluded.

24A. COMMITTEE OF DELEGATES

Notwithstanding anything else to the contrary contained in these Rules this Rule will take effect from the date of registration of this Rule, 21 September 2017.

(a) Committee of Delegates of the Association shall comprise delegates elected by the branches.

(b) A branch shall be entitled to send delegates to Committee of Delegates according to the number of financial members in the branch as at 31 December immediately preceding the date of the election as follows:

<table>
<thead>
<tr>
<th>Financial Members</th>
<th>Number of Delegates</th>
</tr>
</thead>
<tbody>
<tr>
<td>50</td>
<td>1</td>
</tr>
<tr>
<td>51-130 (inclusive)</td>
<td>2</td>
</tr>
<tr>
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<td>9</td>
</tr>
<tr>
<td>1751-2000 (inclusive)</td>
<td>10</td>
</tr>
</tbody>
</table>

and one additional delegate for every additional 250 financial members thereafter.

The General Secretary, Assistant General Secretary, President and all other members of Council of the Association shall be ex-officio members of Committee of Delegates and will be entitled to vote on any questions at any meeting of Committee of Delegates.
Each branch shall be entitled to elect alternate delegates equal to the delegate entitlement of that branch. Provided that a branch shall be entitled to elect at least 2 alternate delegates.

(c) The secretary of each branch electing a delegate or alternate delegate otherwise than in accordance with Rule 17(4)(a)(ii) of these Rules shall, within 21 days of the completion of such election, inform the General Secretary in writing of the name and address of the person so elected.

(d) Committee of Delegates shall meet at least once every two months unless otherwise decided by the Committee at a time and place to be decided by the Committee. Notice of such meetings shall be given by the General Secretary to each delegate by post, telephone, facsimile, e-mail, SMS or similar method of communication not less than 14 days prior to the meeting or such shorter notice as is practicable in the circumstances. An accidental omission by the General Secretary to notify a delegate or delegates shall not, of itself, invalidate the meeting. A quorum at a Committee of Delegates meeting shall be 30 delegates.

(e) A decision of Committee of Delegates shall be subject to ratification by Council and shall not have any power or effect until so ratified.

(f) The President of the Association shall be the Chairperson of Committee of Delegates.

(g) The following shall be the order of business at Committee of Delegates meetings:

(i) reading of minutes, business arising therefrom and confirmation of minutes;
(ii) President or Chairperson's report;
(iii) correspondence and business arising therefrom;
(iv) General Secretary's report;
(v) receiving of reports;
(vi) receiving of notices of motion in writing;
(vii) notices of motion of which five days notice in writing has been given to the General Secretary;
(viii) general business.

The above standing orders may be suspended after confirmation of minutes by resolution of a majority of delegates present at any such meeting in the event that any urgent business is brought forward. All business in connection with Committee of Delegates shall be concluded and books closed at 10.00 pm unless an extension of time be agreed to by the meeting to enable the agenda or foreshadowed items to be concluded.

25. COMMITTEE OF DELEGATES AND BRANCH EXPENSES

A Committee of Delegates or branch may incur expenses from time to time to carry out the objects of the Association only with the prior approval of Council. Approval for such
expenses shall be submitted to Council by either the Chairperson of Committee of Delegates or secretary of the branch in writing setting out full particulars of the proposed expenditure.

Council may from time to time provide each branch secretary with an accounting model which shall set forth guidelines for the guidance of branch secretaries in relation to branch expenditure and each branch secretary shall be responsible for instituting and maintaining an accounting system in accordance with the directions of Council.

26. **MANAGEMENT OF THE ASSOCIATION**

The management of the Association shall be vested in Executive and Council.

27. **COUNCIL**

(a) Council of the Association shall comprise:

- (i) 21 delegates to Committee of Delegates;
- (ii) the General Secretary;
- (iii) the Assistant General Secretary.

(b) Council shall meet at least once every two months at a time and place to be determined from time to time by Council. Notice of all Council meetings shall be given by the General Secretary to each Councillor by post, telephone, facsimile, e-mail, SMS or similar method of communication not less than five days prior to the meeting, or such shorter notice as is practicable in the circumstances. An accidental omission by the General Secretary to notify a Councillor or Councillors shall not, of itself, invalidate the meeting.

(c) Special meetings of Council, including meetings held by teleconference or videoconference, may be called at any time by the President and shall be called by the General Secretary on receipt of a requisition in writing signed by five members of Council, provided that such meeting shall take place within seven days of the day on which the General Secretary received such requisition.

(d) Nine members of Council shall constitute a quorum at a Council meeting provided that if a quorum be not present at any Council meeting within 30 minutes of the time appointed for the commencement of the meeting, such meeting shall stand adjourned to the same day of the following week at the same time and place, or if that day be a public holiday, the meeting shall stand adjourned until the first day following that day which is not a public holiday, and if at such adjourned meeting a quorum be not present within 15 minutes of the time appointed for holding the meeting the members of Council present shall form a quorum and be competent to transact any business for which the meeting was first convened.

(e) Each member of Council shall have one vote. Questions at any meeting of Council shall be decided by a majority of votes and in the case of equality of votes the President shall have a casting vote.
(f) No resolution passed at any meeting of Council shall be rescinded at a subsequent meeting unless 28 days' notice of intention to propose such rescission shall have been given in writing by the mover and signed by three other members of Council.

(g) Where an extraordinary vacancy occurs in relation to an office referred to in sub-rule (a)(i) of this rule such vacancy shall be filled by appointment of a delegate by and from Committee of Delegates at a meeting of Committee of Delegates provided that notice of the intention to fill the vacancy was given at the preceding meeting of Committee of Delegates and provided that the unexpired part of the term of office does not exceed three quarters of the term or 12 months whichever is the greater. If the unexpired part of the term of office is greater than 12 months or three quarters of the term the vacancy shall be filled by election in accordance with rule 32 of these rules.

(h) The office of a member of Council, other than General Secretary or Assistant General Secretary shall become vacant if the member:

(i) resigns by notice to the President;

(ii) dies or becomes by reason of unsoundness of mind incapable of holding office;

(iii) ceases to be a member of the Association; or

(iv) if he/she absents herself/himself from all meetings of Council for a period of three consecutive months without reasonable excuse and without having first obtained the approval of Council.

(i) The order of business at all Council meetings shall be as follows:

(i) reading of minutes and business arising therefrom and confirmation of minutes;

(ii) General Secretary's report;

(iii) reading and discussing correspondence;

(iv) passing of accounts;

(v) other reports;

(vi) balance sheets and auditor's reports;

(vii) receiving notices of motion in writing;

(viii) notices of motion previously given;

(ix) general business.

The above standing orders may be suspended after confirmation of minutes by resolution of a majority of Council present at any such meeting.

All Council business shall be concluded within three hours of the commencement of the meeting unless an extension of time is agreed to by the meeting.

27A. COUNCIL

Notwithstanding anything else to the contrary contained in these Rules this Rule applies from the 30 November 2018.

(a) Council of the Association shall comprise:
(i) 21 Councillors elected in accordance with Rule 32A of these Rules;
(ii) the General Secretary;
(iii) the Assistant General Secretary.

(b) Council shall meet at least once every two months at a time and place to be determined from time to time by Council. Notice of all Council meetings shall be given by the General Secretary to each Councillor by post, telephone, facsimile, e-mail, SMS or similar method of communication not less than five days prior to the meeting, or such shorter notice as is practicable in the circumstances. An accidental omission by the General Secretary to notify a Councillor or Councillors shall not, of itself, invalidate the meeting.

(c) Special meetings of Council, including meetings held by teleconference or videoconference, may be called at any time by the President and shall be called by the General Secretary on receipt of a requisition in writing signed by five members of Council, provided that such meeting shall take place within seven days of the day on which the General Secretary received such requisition.

(d) Nine members of Council shall constitute a quorum at a Council meeting provided that if a quorum be not present at any Council meeting within 30 minutes of the time appointed for the commencement of the meeting, such meeting shall stand adjourned to the same day of the following week at the same time and place, or if that day be a public holiday, the meeting shall stand adjourned until the first day following that day which is not a public holiday, and if at such adjourned meeting a quorum be not present within 15 minutes of the time appointed for holding the meeting the members of Council present shall form a quorum and be competent to transact any business for which the meeting was first convened.

(e) Each member of Council shall have one vote. Questions at any meeting of Council shall be decided by a majority of votes and in the case of equality of votes the President shall have a casting vote.

(f) No resolution passed at any meeting of Council shall be rescinded at a subsequent meeting unless 28 days' notice of intention to propose such rescission shall have been given in writing by the mover and signed by three other members of Council.

(g) Where an extraordinary vacancy occurs in relation to an office referred to in sub-rule (a)(i) of this rule, Council shall appoint an eligible member to such office provided that the unexpired part of the term of office does not exceed three quarters of the term or 12 months whichever is the greater. If the unexpired part of the term of office is greater than 12 months or three quarters of the term whichever is the greater the vacancy shall be filled by election in accordance with rule 32A of these rules.

(h) The office of a member of Council, other than General Secretary or Assistant General Secretary shall become vacant if the member:
(i) resigns by notice to the President;

(ii) dies or becomes by reason of unsoundness of mind incapable of holding office;

(iii) ceases to be a member of the Association; or

(iv) if he/she absents herself/himself from all meetings of Council for a period of three consecutive months without reasonable excuse and without having first obtained the approval of Council.

(i) The order of business at all Council meetings shall be as follows:

(i) reading of minutes and business arising therefrom and confirmation of minutes;
(ii) General Secretary’s report;
(iii) reading and discussing correspondence;
(iv) passing of accounts;
(v) other reports;
(vi) balance sheets and auditor's reports;
(vii) receiving notices of motion in writing;
(viii) notices of motion previously given;
(ix) general business.

The above standing orders may be suspended after confirmation of minutes by resolution of a majority of Council present at any such meeting.

All Council business shall be concluded within three hours of the commencement of the meeting unless an extension of time is agreed to by the meeting.

28. GENERAL DUTIES AND POWERS OF COUNCIL

Council shall attend to all of the important business of the Association and shall direct its policy as laid down by Annual Conference and it shall have the duty and power:

(a) to secure the observance of the rules of the Association;

(b) to alter, rescind or make new rules of the Association;

(c) to safeguard the interests of the members of the Association;

(d) to decide questions on which the rules are silent or doubtful;

(e) to make enquiries regarding the management of the affairs of any branch of the Association and to make any recommendations that such enquiry may warrant;
(f) generally to take such steps as it shall think fit to carry out all or any of the objects of the Association;

(g) on behalf of the Association to submit any dispute or industrial matter to the appropriate authority;

(h) to determine any questions or dispute or reference arising in or submitted to it by any branch;

(i) to delegate any of its powers to any officer of the Association or to Executive;

(j) to engage managers and employees for the furtherance of the Association’s objects and to remunerate such managers and employees by salaries, wages or other emoluments including contributions to, and financing of, insurance, provident, superannuation or other schemes for the benefit of such managers and employees;

(k) to appoint such committees as may be deemed necessary;

(l) to remit subscriptions, fines, levies, or other monies payable under these rules;

(m) to authorise the investment of the funds of the Association.

29. EXECUTIVE

(a) Executive of the Association shall comprise the General Secretary, Assistant General Secretary and the following officers to be elected at the Annual Conference by those members present from among those persons elected to Council from Committee of Delegates:

President
Vice Presidents (2)
Executive Members (4)
Guardian

Persons elected at Annual Conference to hold the positions of President, Vice-Presidents (2), Executive Members (4) and Guardian shall hold office until the next Annual Conference.

Notwithstanding anything else to the contrary contained in these Rules, persons elected at the 2017 Annual Conference shall hold office until 29 November 2018 or until the assumption of office of those persons elected in accordance with Rule 33A.

(b) (i) Executive shall meet at least once every two months at a time and place to be determined by Executive. Notice of all Executive meetings shall be given by the General Secretary to each Councillor by post, telephone, facsimile, e-mail, SMS or similar method of communication not less than five days prior to the meeting, or such shorter notice as is practicable in the circumstances. An accidental omission by the General Secretary to notify members of Executive shall not, of itself, invalidate the meeting. Executive shall be generally responsible for the financial management of the Association. Executive shall also perform all duties
and tasks properly assigned to it by Council. At any meeting of Executive five members of Executive shall form a quorum.

(ii) All members of Executive (other than the General Secretary and Assistant General Secretary) shall be authorised, together with the General Secretary, to:

(a) sign all cheques drawn on the Association's bank accounts provided that it shall be sufficient for the signature of one of them to appear on each cheque together with the signature of the General Secretary or in her/his absence the Assistant General Secretary, and

(b) authorise payment of funds by electronic funds transfer (EFT) from the Association's bank accounts provided that it shall be sufficient for the signature of one of them to appear on each EFT remittance advice together with the signature of the General Secretary or in her/his absence the Assistant General Secretary.

(c) Any member of Executive shall be entitled to attend and speak at any meeting of a branch with the approval of the branch.

(d) Each member of Executive shall have one vote. Questions at any meeting of Executive shall be decided by majority of votes and in the case of equality of votes the President or Chairperson shall have a casting vote.

(e) In the event of an extraordinary vacancy occurring on Executive other than the offices of General Secretary or Assistant General Secretary that vacancy shall be filled by popular vote of Council from among its own number.

(f) A vacancy shall occur on Executive if a member of Executive:

(i) resigns in writing addressed to the President; or

(ii) ceases to be a member of Council other than by the operation of Rule 32(g) of these Rules.

29A. EXECUTIVE

Notwithstanding anything else to the contrary contained in these Rules this Rule applies from 30 November 2018.

(a) Executive of the Association shall comprise the General Secretary, Assistant General Secretary and the following officers to be elected from and by the Members of Council elected in accordance with Rule 32A:

President
Vice President
Executive Members (6)
Persons elected at the 2017 Annual Conference under the provisions of Rule 33 shall hold office until midnight of the 29 November 2018 or upon the assumption of officeholders elected in 2018 in accordance with Rule 33A.

(b) (i) Executive shall meet at least once every two months at a time and place to be determined by Executive. Notice of all Executive meetings shall be given by the General Secretary to each Councillor by post, telephone, facsimile, e-mail, SMS or similar method of communication not less than five days prior to the meeting, or such shorter notice as is practicable in the circumstances. An accidental omission by the General Secretary to notify members of Executive shall not, of itself, invalidate the meeting. Executive shall be generally responsible for the financial management of the Association. Executive shall also perform all duties and tasks properly assigned to it by Council. At any meeting of Executive five members of Executive shall form a quorum.

(ii) All members of Executive (other than the General Secretary and Assistant General Secretary) shall be authorised, together with the General Secretary, to:

(a) sign all cheques drawn on the Association's bank accounts provided that it shall be sufficient for the signature of one of them to appear on each cheque together with the signature of the General Secretary or in her/his absence the Assistant General Secretary, and

(b) authorise payment of funds by electronic funds transfer (EFT) from the Association's bank accounts provided that it shall be sufficient for the signature of one of them to appear on each EFT remittance advice together with the signature of the General Secretary or in her/his absence the Assistant General Secretary.

(c) Any member of Executive shall be entitled to attend and speak at any meeting of a branch with the approval of the branch.

(d) Each member of Executive shall have one vote. Questions at any meeting of Executive shall be decided by majority of votes and in the case of equality of votes the President or Chairperson shall have a casting vote.

(e) In the event of an extraordinary vacancy occurring on Executive other than the offices of General Secretary or Assistant General Secretary that vacancy shall be filled by popular vote of Council from among its own number.

(f) A vacancy shall occur on Executive if a member of Executive:

(i) resigns in writing addressed to the President; or

(ii) ceases to be a member of Council.
30. **DUTIES OF THE PRESIDENT**

(a) The President shall preside at all meetings of the Association at which she/he is present. In the absence of the President from the chair, or during any temporary absence of the President, one of the Vice-Presidents shall fill the role of the President for the time being in order of seniority according to the number of votes polled by them.

(b) The President shall represent the views of Council of the Association.

(c) The President shall report to Council any neglect of duty on the part of any person holding office in the Association.

(d) The President shall give any necessary instructions to the General Secretary between meetings of Council and report the same to the next ensuing meeting of Council.

(e) The President may from time to time authorise payments on behalf of the Association not exceeding $2,000.00 and shall report such expenditure to the next meeting of Council.

(f) The President shall at all times have access to all documents, records and accounts of the Association.

(g) The President shall be a member of all sub-committees of the Association.

30A. **DUTIES OF THE PRESIDENT**

Notwithstanding anything else to the contrary contained in these Rules this Rule applies from the 30 November 2018 or upon the assumption of officeholders elected in 2018 in accordance with Rule 33A.

(a) The President shall preside at all meetings of the Association at which she/he is present. In the absence of the President from the chair, or during any temporary absence of the President, the Vice-President shall fill the role of the President for the time being. In the event that neither the President nor the Vice-President is in attendance at the meeting within 15 minutes after the time appointed for the commencement of any meeting, the Conference shall elect a Chairperson for that meeting only.

(b) The President shall represent the views of Council of the Association.

(c) The President shall report to Council any neglect of duty on the part of any person holding office in the Association.

(d) The President shall give any necessary instructions to the General Secretary between meetings of Council and report the same to the next ensuing meeting of Council.
(e) The President may from time to time authorise payments on behalf of the Association not exceeding $2,000.00 and shall report such expenditure to the next meeting of Council.

(f) The President shall at all times have access to all documents, records and accounts of the Association.

(g) The President shall be a member of all sub-committees of the Association.

31. **ELECTION OF GENERAL SECRETARY AND ASSISTANT GENERAL SECRETARY**

(a) There shall be elections for the offices of General Secretary and Assistant General Secretary in accordance with this rule, such elections being by secret postal ballot of all financial members of the Association.

(b) The method of voting shall be the optional preferential system. A member voting need not vote for all candidates; however, a vote to be valid must show preference in order up to the number of candidates required to be elected.

(c) The General Secretary and Assistant General Secretary shall each be elected for a term of four years commencing on 1 July of the year in which the election is to be held. The elections for these offices shall be held together. Notwithstanding anything to the contrary contained in these Rules, the term of office of the General Secretary and Assistant General Secretary elected in 2015 shall cease at midnight on 29 November 2018.

(d) All persons who are financial members of the Association at the date of calling nominations and who have been continuously financial for the preceding two years shall be eligible to nominate for election to the said offices, provided that a person may only nominate for one position.

(e) Elections shall be held in accordance with the Industrial Relations Act, 1996. Upon being informed of the result of the elections, the General Secretary shall notify each member of Council, in writing, of the result.

(f) Nominations for each of the said offices, other than nominations called for in respect of elections referred to in sub-rule (g)(ii) of this rule, shall close on 30 April of the year in which the term of office of the previously elected holder of that office expires.

(g) In the event of an extraordinary vacancy occurring in the office of General Secretary or Assistant General Secretary that vacancy shall be filled for the balance of the term of office of the previously elected officer in the following manner, namely:

(i) where the balance of the term of office is less than half of the term for which the previous holder of that office was elected, by Council electing by a majority vote at a meeting of Council a financial member of the Association, provided that such person has been continuously financial for the preceding two years;
(ii) where the balance of the term of office exceeds one half of the term for which the previous holder of that office was elected, by ballot of the members as provided for in this rule.

**31A. ELECTION OF GENERAL SECRETARY AND ASSISTANT GENERAL SECRETARY**

Notwithstanding anything else to the contrary contained in these Rules this Rule will take effect from the date of registration of this Rule, 21 September 2017.

(a) The terms of office of the General Secretary and Assistant General Secretary elected in 2015 shall end at midnight on 29 November 2018.

Persons taken to be validly elected

(b) Notwithstanding any other provision of these Rules, each of the persons elected from time to time to the offices of Branch Secretary and Assistant Branch Secretary of the Australian Nursing and Midwifery Federation New South Wales Branch being a Branch of an organisation registered under the *Fair Work (Registered Organisations) Act* 2009 of the Commonwealth shall be taken to be validly elected to the corresponding office of the Association as and from the 2018 election and every four years thereafter, from and for so long as the Industrial Registrar is satisfied that:

(i) the membership of the Australian Nursing and Midwifery Federation New South Wales Branch and the membership of the Association are identical or substantially similar; and

(ii) the rules of the Australian Nursing and Midwifery Federation New South Wales Branch relating to the election of the holders of offices comply substantially with the requirements relating to election of the holders of offices under the Industrial Relations Act 1996; and

(c) within 28 days (or such longer period as the Industrial Registrar allows) of the Association becoming aware:

(i) of any amendments of the rules of the Australian Nursing and Midwifery Federation concerning the election of officers;

(ii) that the membership of the Australian Nursing and Midwifery Federation New South Wales Branch and the membership of the Association is no longer identical or substantially similar; or

(iii) that offices in the Australian Nursing and Midwifery Federation New South Wales Branch no longer directly correspond with the offices in the Association,
the Association shall provide written notices to the fact to the Industrial Registrar.

(d) The late lodgement with the Industrial Registrar of a notice under sub-rule (c) shall not invalidate the election of persons taken to be elected under this rule during any period in respect of which the Industrial Registrar is satisfied that the facts required to be established have been established.

(e) This rule shall apply to the filling of casual vacancies by election and appointment.

(f) A person who ceases to hold office in the Australian Nursing and Midwifery Federation New South Wales Branch shall forthwith cease to hold the corresponding office in the Association.

(g) This rule shall apply in relation to any future election to fill a vacated office or on expiry of the term of office of an officer in the Association.

(h) In the event that the Industrial Registrar is not satisfied pursuant to this rule that persons taken to be elected to the Australian Nursing and Midwifery Federation New South Wales Branch are to be taken to be validly elected to the corresponding offices in the Association, elections for General Secretary and Assistant General Secretary shall be conducted as below.

Where New South Wales Nurses and Midwives’ Association election is required

(i) In the event that the Industrial Registrar is not satisfied pursuant to this rule that persons taken to be elected to the Australian Nursing and Midwifery Federation New South Wales Branch are to be taken to be validly elected to the corresponding offices in the Association, there shall be elections for the offices of General Secretary and Assistant General Secretary in accordance with this rule, such elections being by secret postal ballot of all financial members of the Association.

(j) The method of voting shall be the optional preferential system. A member voting need not vote for all candidates; however, a vote to be valid must show preference in order up to the number of candidates required to be elected.

(k) The General Secretary and Assistant General Secretary shall each be elected for a term of four years commencing on 1 July of the year in which the election is to be held. The elections for these offices shall be held together.

(l) All persons who are financial members of the Association at the date of calling nominations and who have been continuously financial for the preceding two years
shall be eligible to nominate for election to the said offices, provided that a person may only nominate for one position.

(m) Elections shall be held in accordance with the Industrial Relations Act, 1996. Upon being informed of the result of the elections, the General Secretary shall notify each member of Council, in writing, of the result.

(n) Nominations for each of the said offices, other than nominations called for in respect of elections referred to in sub-rule (g)(ii) of this rule, shall close on 30 April of the year in which the term of office of the previously elected holder of that office expires.

(o) In the event of an extraordinary vacancy occurring in the office of General Secretary or Assistant General Secretary that vacancy shall be filled for the balance of the term of office of the previously elected officer in the following manner, namely:

(i) where the balance of the term of office does not exceed three quarters of the term or 12 months, whichever is the greater, by Council electing by a majority vote at a meeting of Council a financial member of the Association, provided that such person has been continuously financial for the preceding two years;

(ii) where the balance of the term of office exceeds three quarters of the term or 12 months, whichever is the greater, by ballot of the members as provided for in this rule.

32. ELECTION OF MEMBERS OF COUNCIL (OTHER THAN GENERAL SECRETARY AND ASSISTANT GENERAL SECRETARY)

(a) Members of Council other than the General Secretary and Assistant General Secretary shall be elected by secret postal ballot of all financial members of the Association.

(b) The method of voting shall be the optional preferential system. A member voting need not vote for all candidates however a vote to be valid must show preference in order up to the number of candidates required to be elected.

(c) As from the election for members of Council to be held in 2003 members of Council shall be elected for a period of four years, such elections to be conducted in conjunction with the elections for the offices of General Secretary and Assistant General Secretary. Notwithstanding anything to the contrary contained in these Rules, the term of office of the Members of Council other than the General Secretary and Assistant General Secretary elected in 2015 shall cease at midnight on 29 November 2018.

(d) Elections shall be held in accordance with the provisions of the Industrial Relations Act 1996.

(e) Nominations for election to Council shall close on 30 April of the year in which the term of office of the previous elected members of Council expire. A person
nominating for election to Council shall not be eligible to nominate for election to the office of General Secretary or Assistant General Secretary in the same year, otherwise than in an election held in accordance with rule 31(g)(ii) of these rules.

(f) Subject to the provisions of rule 27(a)(i) of these rules retiring members of Council shall be eligible to nominate for re-election to Council.

(g) Persons elected in accordance with this rule shall commence their term of office as and from the date of the first day of the Annual Conference of the Association held in the year of election and shall hold office until midnight on the day preceding the first day of the Annual Conference of the Association held in the year of the next election for members of Council as provided for in this rule.

32A. ELECTION OF MEMBERS OF COUNCIL (OTHER THAN GENERAL SECRETARY AND ASSISTANT GENERAL SECRETARY)

Notwithstanding anything else to the contrary contained in these Rules this Rule will take effect from the date of registration of this Rule, 21 September 2017.

(a) The terms of office of the members of Council (other than the General Secretary and Assistant General Secretary) elected in 2017 shall end at midnight on 29 November 2018.

Persons taken to be validly elected

(b) Notwithstanding any other provision of these Rules, each of the persons elected from time to time to the offices of Branch Councillor of the Australian Nursing and Midwifery Federation New South Wales Branch being a Branch of an organisation registered under the Fair Work (Registered Organisations) Act 2009 of the Commonwealth shall be taken to be validly elected to the corresponding office of the Association as and from the 2018 election and every four years thereafter, from and for so long as the Industrial Registrar is satisfied that:

(i) the membership of the Australian Nursing and Midwifery Federation New South Wales Branch and the membership of the Association are identical or substantially similar; and

(ii) the rules of the Australian Nursing and Midwifery Federation New South Wales Branch relating to the election of the holders of offices comply substantially with the requirements relating to election of the holders of offices under the Industrial Relations Act 1996; and

(c) within 28 days (or such longer period as the Industrial Registrar allows) of the Association becoming aware:
(i) of any amendments of the rules of the Australian Nursing and Midwifery Federation concerning the election of officers;

(ii) that the membership of the Australian Nursing and Midwifery Federation New South Wales Branch and the membership of the Association is no longer identical or substantially similar; or

(iii) that offices in the Australian Nursing and Midwifery Federation New South Wales Branch no longer directly correspond with the offices in the Association, the Association shall provide written notices to the fact to the Industrial Registrar.

(d) The late lodgement with the Industrial Registrar of a notice under sub-rule (c) shall not invalidate the election of persons taken to be elected under this rule during any period in respect of which the Industrial Registrar is satisfied that facts required to be established have been established.

(e) This rule shall apply to the filling of casual vacancies by election and appointment.

(f) A person who ceases to hold office in the Australian Nursing and Midwifery Federation New South Wales Branch shall forthwith cease to hold the corresponding office in the Association.

(g) This rule shall apply in relation to any future election to fill a vacated office or on expiry of the term of office of an officer in the Association.

(h) In the event that the Industrial Registrar is not satisfied pursuant to this rule that persons taken to be elected to the Australian Nursing and Midwifery Federation New South Wales Branch are to be taken to be validly elected to the corresponding offices in the Association, elections for Members of Council other than General Secretary and Assistant General Secretary shall be conducted as below.

Where New South Wales Nurses and Midwives’ Association election is required

In the event that the Industrial Registrar is not satisfied pursuant to this rule that persons taken to be elected to the Australian Nursing and Midwifery Federation New South Wales Branch are to be taken to be validly elected to the corresponding offices in the Association, there shall be elections for the offices of Members of Council other than General Secretary and Assistant General Secretary as below:

(i) Members of Council (other than the General Secretary and Assistant General Secretary) shall be elected by secret postal ballot of all financial members of the Association.
The method of voting shall be the optional preferential system. A member voting need not vote for all candidates however a vote to be valid must show preference in order up to the number of candidates required to be elected.

As from the election for members of Council to be held in 2003 members of Council shall be elected for a period of four years, such elections to be conducted in conjunction with the elections for the offices of General Secretary and Assistant General Secretary.

Elections shall be held in accordance with the provisions of the Industrial Relations Act 1996.

Nominations for election to Council shall close on 30 April of the year in which the term of office of the previous elected members of Council expire. A person nominating for election to Council shall not be eligible to nominate for election to the office of General Secretary or Assistant General Secretary in the same year, otherwise than in an election held in accordance with rule 31(g)(ii) of these rules.

Subject to the provisions of rule 27(a)(i) of these rules retiring members of Council shall be eligible to nominate for re-election to Council.

Persons elected in accordance with this rule shall commence their term of office as and from the date of the first day of the Annual Conference of the Association held in the year of election and shall hold office until midnight on the day preceding the first day of the Annual Conference of the Association held in the year of the next election for members of Council as provided for in this rule.

33. **ELECTION OF EXECUTIVE (OTHER THAN GENERAL SECRETARY AND ASSISTANT GENERAL SECRETARY)**

Notwithstanding anything else to the contrary contained elsewhere in these rules the following shall be the procedure for the election of the members of Executive other than General Secretary and Assistant General Secretary:

(a) Members of Executive, other than the General Secretary and Assistant General Secretary, shall be elected by secret ballot of all properly credentialled delegates attending at Annual Conference of the Association who have registered at the time of closing of nominations.

(b) Only persons who are members of Council of the Association shall be eligible to nominate for office.

(c) The ballot shall be held by the Industrial Registrar or a person appointed by him.

(d) Nominations shall be called for by the Returning Officer immediately following the formal opening of Annual Conference on the first day of the Conference and shall remain open until a time fixed by the Returning Officer being not earlier than half-an-
hour after the end of the Conference luncheon adjournment on the first day, provided that a person may only nominate for one position.

(e) A nomination to be valid shall contain the full name and membership number of the candidate, the office for which the candidate is nominating and the written consent of the candidate.

(f) If after the close of nominations an election is necessary the Returning Officer shall forthwith inform the Annual Conference and the Guardian.

(g) The Returning Officer shall take the following steps in relation to the election:

(i) arrange for Conference to nominate two scrutineers to assist the Returning Officer and invite each candidate to nominate one scrutineer each;
(ii) obtain from the Guardian a roll of eligible voters;
(iii) determine the order of candidates on the ballot paper by lot;
(iv) arrange for and cause to be prepared a sufficient number of ballot papers;
(v) issue one ballot paper to each person eligible to vote, properly authenticated by the Returning Officer and for which each person receiving such a ballot paper shall sign a form of receipt;
(vi) provide a sealed ballot box for the receipt of completed ballot papers which ballot box shall be kept in the custody of the Returning Officer at all relevant times;
(vii) ensure that facilities are provided to enable those persons eligible to vote to do so in secret and without intimidation.

(h) The time of closing of the ballot shall be fixed by the Returning Officer, but shall not be later than one hour prior to the time appointed for the close of Conference on the first day.

(i) The ballot shall be determined by simple majority.

(j) The Returning Officer shall determine the result of the ballot as soon as practicable after the close of the ballot and shall advise Conference of the result not later than the close of Conference on the first day. Those persons elected to office in accordance with this rule shall take office immediately prior to the closing of Conference on the second day.

(k) The Returning Officer may take such action and give such directions as she/he considers necessary in relation to the conduct of the ballot to ensure that no irregularities occur in relation to the ballot, or to remedy any procedural defects in the rules as may appear to exist, and in so doing shall have regard to the provisions of the Industrial Relations Act, 1996 and the Parliamentary Electorates and Elections Act 1912, and the regulations made pursuant to those Acts.

33A. COLLEGIATE ELECTION OF EXECUTIVE (OTHER THAN GENERAL SECRETARY AND ASSISTANT GENERAL SECRETARY)

Notwithstanding anything else to the contrary contained in these Rules this Rule will take effect from the date of registration of this Rule, 21 September 2017.
Persons taken to be validly elected

(a) Notwithstanding any other provision of these Rules, each of the persons elected from time to time to the offices of Branch President, Branch Vice President and Executive Member of the Australian Nursing and Midwifery Federation New South Wales Branch being a Branch of an organisation registered under the *Fair Work (Registered Organisations) Act* 2009 of the Commonwealth shall be taken to be validly elected to the corresponding office of the Association as and from the 2018 election and every four years thereafter, from and for so long as the Industrial Registrar is satisfied that:

(i) the membership of the Australian Nursing and Midwifery Federation New South Wales Branch and the membership of the Association are identical or substantially similar; and

(ii) the rules of the Australian Nursing and Midwifery Federation New South Wales Branch relating to the election of the holders of offices comply substantially with the requirements relating to election of the holders of offices under the *Industrial Relations Act* 1996; and

(b) within 28 days (or such longer period as the Industrial Registrar allows) of the Association becoming aware:

(i) of any amendments of the rules of the Australian Nursing and Midwifery Federation concerning the election of officers;

(ii) that the membership of the Australian Nursing and Midwifery Federation New South Wales Branch and the membership of the Association is no longer identical or substantially similar; or

(iii) that offices in the Australian Nursing and Midwifery Federation New South Wales Branch no longer directly correspond with the offices in the Association, the Association shall provide written notices to the fact to the Industrial Registrar.

(c) The late lodgement with the Industrial Registrar of a notice under sub-rule (b) shall not invalidate the election of persons taken to be elected under this rule during any period in respect of which the Industrial Registrar is satisfied that the facts required to be established have been established.

(d) This rule shall apply to the filling of casual vacancies by election and appointment.

(e) A person who ceases to hold office in the Australian Nursing and Midwifery Federation New Wales Branch shall forthwith cease to hold the corresponding office in the Association.
(f) This rule shall apply in relation to any future election to fill a vacated office or on expiry of the term of office of an officer in the Association.

(g) In the event that the Industrial Registrar is not satisfied pursuant to this rule that persons taken to be elected to the Australian Nursing and Midwifery Federation New South Wales Branch are to be taken to be validly elected to the corresponding offices in the Association, elections for Members of Executive other than General Secretary and Assistant General Secretary shall be conducted as below.

Where New South Wales Nurses and Midwives' Association election is required

(h) In the event that the Industrial Registrar is not satisfied that persons taken to be elected to the Australian Nursing and Midwifery Federation New South Wales Branch are to be taken to be validly elected to the corresponding offices in the Association, Members of Executive, other than the General Secretary and Assistant General Secretary, shall be elected by secret ballot of all properly credentialed delegates attending at Annual Conference of the Association who have registered at the time of closing of nominations.

(i) Only persons who are members of Council of the Association shall be eligible to nominate for office.

(j) The ballot shall be held by the Industrial Registrar or a person appointed by him.

(k) Nominations shall be called for by the Returning Officer immediately following the formal opening of Annual Conference on the first day of the Conference and shall remain open until a time fixed by the Returning Officer being not earlier than half-an-hour after the end of the Conference luncheon adjournment on the first day, provided that a person may only nominate for one position.

(l) A nomination to be valid shall contain the full name and membership number of the candidate, the office for which the candidate is nominating and the written consent of the candidate.

(m) If after the close of nominations an election is necessary the Returning Officer shall forthwith inform the Annual Conference and the General Secretary.

(n) The Returning Officer shall take the following steps in relation to the election:

(i) arrange for Conference to nominate two scrutineers to assist the Returning Officer and invite each candidate to nominate one scrutineer each;

(ii) obtain from the General Secretary a roll of eligible voters;

(iii) determine the order of candidates on the ballot paper by lot;
(iv) arrange for and cause to be prepared a sufficient number of ballot papers;
(v) issue one ballot paper to each person eligible to vote, properly authenticated by the Returning Officer and for which each person receiving such a ballot paper shall sign a form of receipt;
(vi) provide a sealed ballot box for the receipt of completed ballot papers which ballot box shall be kept in the custody of the Returning Officer at all relevant times;
(vii) ensure that facilities are provided to enable those persons eligible to vote to do so in secret and without intimidation.

(o) The time of closing of the ballot shall be fixed by the Returning Officer, but shall not be later than one hour prior to the time appointed for the close of Conference on the first day.

(p) The ballot shall be determined by simple majority.

(q) The Returning Officer shall determine the result of the ballot as soon as practicable after the close of the ballot and shall advise Conference of the result not later than the close of Conference on the first day. Those persons elected to office in accordance with this rule shall take office immediately prior to the closing of Conference on the second day.

(r) The Returning Officer may take such action and give such directions as she/he considers necessary in relation to the conduct of the ballot to ensure that no irregularities occur in relation to the ballot, or to remedy any procedural defects in the rules as may appear to exist, and in so doing shall have regard to the provisions of the Industrial Relations Act, 1996 and the Parliamentary Electorates and Elections Act 1912, and the regulations made pursuant to those Acts.

34. **POWERS AND DUTIES OF THE GENERAL SECRETARY**

The General Secretary shall

(a) have the power to:

   (i) summon meetings of Council on her/his own initiative;

   (ii) direct, control and supervise the officers and employees of the Association;

   (iii) delegate any of her/his powers or duties to the Assistant General Secretary or other employee of the Association subject to first obtaining the approval of Executive.

(b) be directly and personally responsible for:

   (i) keeping of proper books of account and other financial records;
(ii) issuing of receipts and the prompt banking of monies received on behalf of the Association;

(iii) preparation and certification of progress reports and financial statements;

(iv) countersigning of cheques;

(v) having the books in readiness and making all arrangements necessary for audits as directed by Council;

(vi) whenever practicable attending all meetings of Conference, Council and Executive and such other meetings as directed and keeping of correct minutes of the proceedings of such meetings;

(vii) sending all correspondence on behalf of the Association and keeping a copy thereof;

(viii) issuing notices to members;

(ix) keeping all documents, vouchers and papers belonging to the Association;

(x) carrying out the instructions of Council and Executive, exercising a general control over the affairs of the Association and reporting her/his official acts to Council or Executive at each meeting;

(xi) summoning within a reasonable time the first meeting of any committee appointed by Conference, Council or Executive;

(xii) paying without delay all monies received by her/him on behalf of the Association into a bank or other financial institution approved by Council;

(xiii) the authorising of expenditure of Association funds for the objects and purposes of the Association as set out in these rules provided that he/she shall report such expenditure to the next meeting of Council;

(xiv) delivering up all books, documents, vouchers and papers of the Association when called upon to do so by Council;

(xv) executing all documents on behalf of the Association subject to the provisions of rules 29(b)(ii) and 50 of these rules;

(xvi) preparing all returns required by the Industrial Relations Act 1996, and furnishing a copy to the Registrar at the time appointed by the said Act for such returns to be made;

(xvii) keeping a register of the members of the Association setting out the date of entry to membership and, if excluded from membership, the date and cause of such exclusion and preparing a summary of such register for presentation at a Council meeting when required to do so;

(xviii) subject to the direction of Council, making arrangements for all Conferences of the Association and keeping a record of business transacted at such Conferences;
(xix) reporting to Annual Conference on the business transacted by the Association and Council thereof and of deputations to the Minister for Health and other Departmental bodies since the last Annual Conference and annexing to such report returns of receipts and expenditure and a balance sheet showing the financial position of the Association;

(xx) performing such other duties as Council may determine from time to time.

35. **DUTIES OF THE ASSISTANT GENERAL SECRETARY**

The Assistant General Secretary shall

(a) carry out the tasks assigned to her/him by the General Secretary; and

(b) assist the General Secretary in the execution of her/his duties, and in the temporary absence of the General Secretary act in the capacity of General Secretary and have the same powers, obligations and duties as the General Secretary as are referred to in these rules for the period of temporary absence of the General Secretary.

36. **DUTIES OF THE GUARDIAN**

(a) At any meeting in respect of which Council has so directed her/him, the Guardian shall only admit financial members of the Association. She/he shall not permit members to leave the meeting without the consent of the President and shall scrutinise all authorities of delegates to Conference.

(b) From the 29 November 2018 or upon the assumption of officeholders elected in 2018, the Guardian role will be assumed by an Executive Member of Council.

37. **INELIGIBILITY FOR OFFICE**

No person shall be eligible to be nominated for, elected to, or hold any office in the Association or any branch thereof, or become a member of any Committee established by the Association or any branch thereof, if:

(i) such person holds any office in any other registered organisation of a like or kindred nature or having objects similar to the objects of the Association other than the Australian Nursing and Midwifery Federation; or

(ii) such person has been, within the period of two years immediately preceding the date of nomination or election, dismissed from any office or position in accordance with rule 14 of these rules.

Any person holding any office in the Association or any branch thereof, or who is a member of any Committee established by the Association or any branch thereof, shall forthwith cease to hold such office or membership if such person is elected to an office in any other registered organisation of a like or kindred nature or having objects similar to the objects of the Association other than the Australian Nursing and Midwifery Federation.
38. **INDEMNITY OF OFFICERS AND EMPLOYEES**

Every present and former officer and employee of the Association and any person acting on behalf of the Association by and with the proper authority of Council or other authorised body or officer of the Association shall be fully and effectually indemnified out of the funds of the Association in respect of any personal liability incurred in a proper exercise of that delegated authority or of the powers given by these rules or by law and shall not be liable to the Association or any of its members for any loss incurred in a proper exercise of such powers or properly delegated authority.

39. **ANNUAL CONFERENCE**

(a) Annual Conference of the Association shall be the supreme policy-making body of the Association.

(b) The Association shall hold an Annual Conference in Sydney in the month of July or August in each year at such time and place as Council may determine.

(c) Conference shall comprise:

   (i) all members of Council and Executive; and

   (ii) delegates being all the delegates elected to Committee of Delegates.

(d) Each delegate shall notify the General Secretary in writing of her/his intention to attend Annual Conference so as to reach her/him at least seven working days before the opening of Conference. In the event that a delegate who has already notified the General Secretary of her/his intention to attend, is unable to attend, she/he may be replaced by another delegate provided that the replacement delegate shall produce, at the opening of Conference, a letter from her/his branch certifying that she/he is authorised by the branch to attend.

(e) Notice of Annual Conference together with a copy of the agenda shall be sent to each branch at least 30 days before the commencement of Conference by the General Secretary.

(f) A quorum for Annual Conference shall be 100 delegates provided that if no quorum be present at Annual Conference within one hour of the time appointed for the commencement of Annual Conference it shall stand adjourned for a period of one month and those persons elected at the previous Annual Conference to hold office on Executive shall continue to hold office until the adjourned Conference takes place.

(g) At each Annual Conference nominations shall be received from candidates for election to office on Executive.

(h) In the event that the number of nominations received does not exceed the numbers of offices to be filled the candidates nominated shall thereupon be declared elected unopposed.
(i) In the event of more candidates being nominated than are required to fill any office, a ballot of delegates at Conference at which such candidates are nominated shall be conducted for the purpose of filling such office.

(j) The ballots held under sub-rule (i) of this rule shall be conducted by a returning officer appointed by the Industrial Registrar in accordance with the Industrial Relations Act 1996. Provided that Conference may appoint a returning officer for the purpose of conducting an election other than an election for Executive. The Returning Officer shall issue a ballot paper to each member entitled to vote, and such paper shall be returned to her/him within the time specified by the Returning Officer. Voting shall be by secret ballot and the ballot shall be decided by simple majority.

(k) At least two scrutineers shall be elected at Conference to assist the Returning Officer.

(l) In the event of equality of votes the Returning Officer shall have a casting vote.

(m) The duties of the scrutineers shall be to assist the Returning Officer during the ballot and also during the counting and checking of ballot papers after casting of votes.

(n) The Returning Officer shall facilitate the inspection of the ballot papers by the scrutineers.

(o) In the event of a protest being entered against a candidate or in respect of any act, matter or thing done or omitted to be done in connection with the ballot, the voting and/or counting of the votes cast shall continue, and the protest shall be made the subject of an enquiry by the Returning Officer after the counting is concluded and before the Returning Officer has announced the result of the ballot.

(p) The Returning Officer shall have the power to uphold or dismiss the protest and, in the event of the protest being upheld, to order a new ballot to be taken in accordance with the provisions of this rule.

(q) Subject to this rule voting at Annual Conference shall be in accordance with the provisions of rule 55 of these rules. No person entitled to attend Annual Conference shall be entitled to vote by proxy. A Councillor who is an elected delegate shall attend Annual Conference in that capacity. A Councillor attending Annual Conference who is not an elected delegate shall be entitled to one vote in her/his capacity as Councillor.

(r) The proportion of time at Conference dedicated to business as prescribed in Rule 40(a), (b), (c), (d), (e), (f), (g), (h), (i), (j), (k) and (l) will, subject to the number of agenda items on notice, and any emergent issues, generally not be less than 66% of total Conference sitting time.

39A. **ANNUAL CONFERENCE**

Notwithstanding anything else to the contrary contained in these Rules this Rule will take effect from the date of registration of this Rule, 21 September 2017.

(a) Annual Conference of the Association shall be the supreme policy-making body of the Association.
(b) The Association shall hold an Annual Conference in Sydney in the month of July or August in each year at such time and place as Council may determine.

(c) Conference shall comprise:

   (i) all members of Council and Executive; and

   (ii) delegates being all the delegates elected to Committee of Delegates.

(d) Each delegate shall notify the General Secretary in writing of her/his intention to attend Annual Conference so as to reach her/him at least seven working days before the opening of Conference. In the event that a delegate who has already notified the General Secretary of her/his intention to attend, is unable to attend, she/he may be replaced by another delegate provided that the replacement delegate shall produce, at the opening of Conference, a letter from her/his branch certifying that she/he is authorised by the branch to attend.

(e) Notice of Annual Conference together with a copy of the agenda shall be sent to each branch at least 30 days before the commencement of Conference by the General Secretary.

(f) A quorum for Annual Conference shall be 100 delegates provided that if no quorum be present at Annual Conference within one hour of the time appointed for the commencement of Annual Conference it shall stand adjourned for a period of one month and those persons elected at the previous Annual Conference to hold office on Executive shall continue to hold office until the adjourned Conference takes place.

(g) Subject to this rule voting at Annual Conference shall be in accordance with the provisions of rule 55 of these rules. No person entitled to attend Annual Conference shall be entitled to vote by proxy. A Councillor who is an elected delegate shall attend Annual Conference in that capacity. A Councillor attending Annual Conference who is not an elected delegate shall be entitled to one vote in her/his capacity as Councillor.

(h) The proportion of time at Conference dedicated to business as prescribed in Rule 40(a), (b), (c), (d), (e), (f), (g), (h), (i), (j), (k) and (l) will, subject to the number of agenda items on notice, and any emergent issues, generally not be less than 66% of total Conference sitting time.

40. ORDER OF BUSINESS AT ANNUAL CONFERENCE

The order of business at Annual Conference of the Association shall be as follows:

(a) formal opening;

(b) a call for nominations for Executive which call shall close half an hour after the luncheon adjournment on the first day;
The order of business at Annual Conference of the Association shall be as follows:

(a) formal opening;

(b) report re delegates' credentials by an Executive Member of Council;

(c) fixing the hours of Conference;

Provided that the above order of business may be suspended by a majority vote of those delegates present and that such suspension shall not exceed one hour and also provided that the rules of debate referred to in these rules shall still apply.

40A. ORDER OF BUSINESS AT ANNUAL CONFERENCE

Notwithstanding anything else to the contrary contained in these Rules this Rule will take effect from the date of registration of this Rule, 21 September 2017.
(d) minutes and correspondence;

(e) presentation and consideration of the President's report;

(f) presentation and consideration of the General Secretary's report;

(g) presentation and consideration of the Auditor's report;

(h) alteration or rescission of the Rules of the Association either referred by Council or set out in a Notice of Motion of which 60 days' notice has been given to the General Secretary;

(i) consideration of the terms of any Amalgamation Agreement submitted in accordance with these rules;

(j) notices of motion of which 60 days' notice has been given to the General Secretary by Committee of Delegates or a branch other than those provided for in sub-rule (i) of this rule;

(k) consideration of proposals submitted by Council and/or Executive of which at least 21 days' notice has been given to branches;

(l) items of general business submitted by delegates to the President in writing at Conference provided that any resolutions arising therefrom shall not become policy of the Association;

(m) closing of conference.

Provided that the above order of business may be suspended by a majority vote of those delegates present and that such suspension shall not exceed one hour and also provided that the rules of debate referred to in these rules shall still apply.

41. **SPECIAL CONFERENCE OF DELEGATES**

(a) In cases of emergency Council may convene a Special Conference of delegates to be held not earlier than 14 days after notification of the business to be submitted to such conference has been given to all branches.

(b) No business shall be transacted at a Special Conference of delegates other than that stated in the notice convening the conference.

(c) A quorum for a Special Conference of delegates shall be 50 delegates provided that if no quorum be present at the Special Conference of delegates within one hour of the time appointed for the commencement of the Special Conference of delegates the
Special Conference of delegates shall stand adjourned for a period of not less than seven days.

(d) Voting at a Special Conference of delegates shall be in accordance with the provisions of rule 55 of these rules and no person entitled to attend a Special Conference of delegates shall be entitled to vote by proxy.

42. **CHAIRPERSON FOR CONFERENCES**

A Conference of the Association shall be presided over by the President or in her/his absence a Vice-President in order of seniority. In the event that neither the President nor the Vice-Presidents are in attendance at the Conference within 15 minutes after the time appointed for the commencement of any session of Conference, the Conference shall elect a Chairperson for that session only.

In the event of equality of votes on any question the Chairperson shall have a casting vote.

42A. **CHAIRPERSON FOR CONFERENCES**

Notwithstanding anything else to the contrary contained in these Rules this Rule applies from the 30 November 2018 or upon the assumption of officeholders elected in 2018.

A Conference of the Association shall be presided over by the President or in her/his absence the Vice-President. In the event that neither the President nor the Vice-President is in attendance at the Conference within 15 minutes after the time appointed for the commencement of any session of Conference, the Conference shall elect a Chairperson for that session only.

In the event of equality of votes on any question the Chairperson shall have a casting vote.

43. **SPECIAL GENERAL MEETINGS OF MEMBERSHIP**

Special general meetings of members shall be convened under the following circumstances and subject to the following conditions:

(a) by Council or Executive whenever considered necessary;

(b) by the President acting on receipt of a requisition in writing stating the objects for which the meeting is required and signed by not less than 1000 financial members;

(c) upon receipt of such requisition a special general meeting shall be held within 28 days from the time of the receipt of the requisition. The General Secretary shall notify all members of the Association of the special general meeting in writing specifying the time, date and place of the meeting, the number of members required for a quorum and the reasons therefore;
(d) no business shall be transacted at any special general meeting other than that stated in the notice convening the meeting;

(e) at any special general meeting convened in accordance with of this rule 250 members shall form a quorum and if within 30 minutes from the time appointed for such meeting a quorum of members be not present, the meeting shall lapse;

(f) any resolution passed at a special general meeting of members shall not bind Council but shall be dealt with by Council at its next convenient meeting as a recommendation from the membership;

(g) no member shall be entitled to vote by proxy at any special general meeting.

44. **LEGAL PROCEEDINGS**

Any legal proceedings before any Court, Commission or Tribunal shall be taken and conducted by the General Secretary, the Assistant General Secretary, counsel, solicitor, agent or such other person as Council may appoint for the purpose.

45. **BALLOT**

(1) Council may submit any question to a ballot of all members of the Association and if it does so the following provisions shall apply:

(a) a returning officer shall be appointed by Council to conduct the same;

(b) the Returning Officer shall have control of any ballot conducted by her/him and shall declare the results of the ballot at a meeting called for that purpose;

(c) at least two scrutineers shall be appointed by Council to assist the Returning Officer to conduct the ballot in accordance with the rules of the Association;

(d) the duties of the Returning Officer shall be to receive all ballot papers, and issue ballot papers to financial members of the Association. Proof of being financial shall be upon the member;

(e) no member shall mark the ballot paper of any other member who wishes to vote, excepting in the case of a member who wishes to vote openly, when the Returning Officer in the presence of two scrutineers shall mark the ballot paper;

(f) the Returning Officer shall forward a ballot paper to all financial members of the Association which shall be returned by such member to the Returning Officer so as to reach her/him not later than the closing of the ballot;

(g) the duties of the scrutineers shall be to assist the Returning Officer during the ballot and also during the counting and checking of ballot papers after the casting of votes;

(h) the Returning Officer shall facilitate the inspection of the ballot papers by the scrutineers;
(i) in the event of a protest being entered against a candidate or in respect of any act, matter or thing done or omitted to be done in connection with the ballot, the voting and/or counting of the votes cast shall continue and the protest shall be made the subject of an inquiry by the Returning Officer after the count has concluded and before the Returning Officer has announced the result of the ballot;

(j) Executive shall have the power to uphold or dismiss any protest in relation to a ballot and in the event of a protest being upheld Executive may order a new ballot to be taken in accordance with the provisions of these rules.

(2) Council may delegate the power to approve the holding of a ballot of members or a grouping or section of members by electronic means in which event the provisions for the conduct of the ballot shall be advised to all members eligible to vote prior to the ballot. The ballot shall be conducted by a returning officer appointed by Council.

46. **RENUMERATION OF OFFICERS OR MEMBERS PERFORMING SPECIAL DUTIES**

Any officer or member who is entrusted with the carrying out of any special duty or service in furtherance of the rules and objects of the Association may be paid such remuneration or honorarium as Council may from time to time determine.

47. **INSPECTION OF BOOKS**

Any member of the Association shall, on giving three days’ notice to the General Secretary, and within the ordinary office hours of the Association be entitled to inspect the books and documents of the Association, provided that the Association may refuse to allow inspection of such books and documents where to do so would, or would be likely to, amount to a breach of confidentiality or an invasion of privacy in respect of any other member or person.

48. **TRAVELLING EXPENSES**

Officers, office holders and members representing the Association shall be paid travelling expenses and out-of-pocket expenses at a rate to be determined by Council.

49. **COMMON SEAL**

The Association shall have a common seal which shall be affixed to all deeds, industrial agreements and other instruments which are required by law to be under seal by the General Secretary. The affixing of the seal to any such deed, agreement or instrument shall be attested by the General Secretary and one other member of Executive. The seal shall be kept in the exclusive custody of the General Secretary.

50. **ALTERATION TO RULES**

These rules may be altered or rescinded and new rules may be made
(a) by Council in the following manner, namely:

(i) all proposals for alteration or rescission of these rules or for the making of new rules shall be notified in writing by the General Secretary to all branches not less than 60 days prior to the day on which Council proposes to meet and deal with the matter, and such notice shall make reference to the provisions of this rule;

(ii) if within 60 days of the date on which the notice is sent out the General Secretary has received notice in writing from branches whose combined number of delegates is not less than 50 per cent of the total number of delegates elected by all branches, being a notice to the effect that those branches object to the proposal, then Council shall not be empowered to deal with the proposal and it shall be referred to the next Annual Conference for its consideration;

(iii) in the event that Annual Conference votes in favour of the proposal the alterations shall be adopted by resolution of Council at its next meeting and the General Secretary shall thereafter take the appropriate steps for the registration of the alterations;

(iv) if within 60 days of the date on which the notice is sent the General Secretary has not received notice from branches as referred to in sub-rule (a)(ii) of this rule, the matter shall then be dealt with by Council and, if voted upon favourably the General Secretary shall thereafter take the appropriate steps for the registration of the proposal.

(b) by Annual Conference on receipt of a notice of motion received in accordance with rule 40(i) of these rules.

51. AMALGAMATION

(a) Council may formulate and, subject to the provisions of this rule, may, on behalf of the Association, enter into an agreement (an “Amalgamation Agreement”) between the Association and any other registered organisation for the purpose of providing for the absorption, merger or amalgamation of the parties to such agreement.

(b) Upon the formulation of an Amalgamation Agreement, the terms thereof shall be submitted to a conference of the Association and if agreed upon by a majority of those delegates present shall be submitted to a secret ballot of the members of the Association in accordance with the provisions of the Industrial Relations Act 1996.

(c) The agreement may contain terms mutually acceptable to the parties and Council is authorised subject to this rule to agree to such terms including terms providing:

(i) for the admission of the members of such other organisation to membership of the Association subject to the rules of the Association, for fixing the terms and conditions of such membership, and for prescribing the rights and liabilities of the members of such other organisation so admitted to membership;

(ii) for the adoption or non-adoption in whole or in part and with or without modification of the organisational arrangements of such other organisation as part of the organisational arrangements of the Association;
(iii) for the acceptance by the Association of the assets and liabilities of such other organisation;

(iv) for the acceptance and recognition by the Association of the records of such other organisation;

(v) for the application by the Association to the appropriate tribunals to be made a party to or apply for the setting aside of any award or agreement in place of or as well as such other organisation;

(vi) subject to this rule, and to the Industrial Relations Act 1996, for any necessary modification or alteration of this rule;

(vii) subject to this rule and to the Industrial Relations Act 1996, for all such other matters or things as are necessary or convenient to be agreed upon for carrying out the agreement.

(d) The times when such other members of such other organisations shall become members of the Association shall be:

(i) upon the due execution of the said Amalgamation Agreement by all parties thereto;

(ii) upon the members of such other organisations notifying the Association in writing of their acceptance thereof. Such notification may be given by the members of such other organisations individually and/or by the Secretary thereof on behalf of such member by whom she/he has been duly authorised in that behalf; and

(iii) upon acknowledgment in writing by the Association to the members of such other organisation either individually or to the Secretary as aforesaid as the case may be.

(e) The terms upon which such members of such other organisations shall become or cease to become members of the Association shall be the registered rules of the Association, including this rule.

52. DISSOLUTION

(a) No application for the voluntary cancellation of the registration of the Association as an organisation under the Industrial Relations Act 1996, and no resolution for the dissolution of the Association shall be made so long as 20 members of the Association remain on the register of members.

(b) Should the number of members at any time be reduced from any cause whatsoever to less than 20 an application may be made or a resolution carried provided that any decision is made at a meeting summoned for that purpose at which a majority of the members present and entitled to vote, vote in favour.

(c) Subject to the provisions of the Industrial Relations Act 1996, if on dissolution the liabilities of the Association are not fully met the obligation of the members to
contribute to the discharge of those liabilities shall be limited to the extent of any fees, contributions, levies, fines or other sums due and payable to the Association by the members.

53. **INTERPRETATION**

(a) Only the members of Executive, Council, and Committee of Delegates shall be the officers of the Association for all purposes, provided that for the sole purpose of right of entry of an officer under any industrial legislation, and for no other purpose, a Manager, Organiser, Industrial Officer, Assistant Industrial Officer and Occupational Health and Safety Officer and Professional Officer (by whatever titles), duly appointed as such by Council shall be deemed to be an officer of the Association.

(b) "Registrar" shall mean the person appointed from time to time as the Industrial Registrar pursuant to the terms of the Industrial Relations Act 1996.

(c) For the purpose of calculating time wherever prescribed in these Rules the day of the event shall be excluded and "a day" shall mean a calendar day. (Example: five days’ notice of a meeting to be held on a Tuesday shall mean that notice must be given no later than midnight on the previous Wednesday thus allowing five calendar days between, i.e. Thursday, Friday, Saturday, Sunday and Monday).

54. **PROCEDURE AT MEETINGS**

(1) The following shall be applicable to all branch meetings, meetings of Committee of Delegates, Special Conference of Delegates, Council meetings, general meetings and Annual Conference of the Association:

(a) all members attending any meeting shall register as directed;

(b) meetings shall, subject to a quorum, start at the time set out on the notice, and shall, subject to the discretion of the meeting, continue until all business on the agenda is disposed of;

(c) the member who first attracts the attention of the Chairperson shall have precedence in speaking;

(d) a member, when speaking, shall rise and address the Chairperson, and remain standing while doing so;

(e) no discussion shall take place on any motion unless such motion is duly proposed and seconded;

(f) no member shall speak more than once to any question, except that the mover of a motion (but not of an amendment) shall have a right of reply, which reply shall close the debate;

(g) a member moving a motion or amendment shall be deemed to have spoken to it. A member seconding a motion or amendment without speaking to it may reserve her/his right to speak to it subsequently;
(h) when an amendment is before the Chairperson discussions shall be confined to that amendment. No further amendments shall be proposed until the amendment before the Chairperson has been disposed of but notice of any further amendment may be given;

(i) all notices of motion shall be submitted in writing to the General Secretary, or the secretary of a branch, at least five days prior to the date of the meeting, except that a motion, not being a motion the effect of which would be to amend, repeal or suspend any by-law or regulation, remove or censure any officer or member, or change the policy of the Association in any vital particular, may be moved without notice or allowed by a majority vote of all members present;

(j) a direct negative to a motion shall not be a competent amendment;

(k) the proposer of a motion or amendment shall be limited to two minutes or such time as the meeting may decide in which to introduce the subject and two minutes to reply. Extension of time may be granted by the meeting without debate. All other speakers shall be limited to two minutes each, but a time extension may be granted by vote without debate;

(l) motions discussed and voted upon shall not be reconsidered at the same meeting unless with the consent of 75 per cent of those members present at the meeting;

(m) any member may move a motion of dissent from the ruling of the Chairperson. On it being seconded the Chairperson shall forthwith leave the chair, and the debate on the original question then before the meeting shall be suspended. Another Chairperson shall then be elected by the meeting and the question "That the Chairperson's ruling be upheld" shall be discussed and decided after which the debate on the original question shall proceed as if the same had not been suspended. The Chairperson whose ruling is the subject of the motion of dissent shall not be entitled to vote on the motion of dissent, but shall be entitled to participate in debate on the motion;

(n) the Chairperson of any meeting may, with the consent of the meeting, adjourn the meeting from time to time and from place to place;

(o) subject to this sub-rule every question submitted to any meeting shall be decided in the first instance by a show of hands, and in the case of an equality of votes, the Chairperson may exercise her/his casting vote or declare the motion to have been decided in the negative. A secret ballot shall be held on any question submitted to any meeting relating to strike action by members of the Association and shall also be held on any other question if agreed to by the meeting provided that the request for such secret ballot is made either at the time that the question is put to the meeting or immediately following the show of hands. Any decision of the meeting arrived at by secret ballot shall override any previous decision on the same question arrived at by show of hands;

(p) except by leave of the meeting or with the indulgence of the Chairperson no discussions shall take place, except on a motion or amendment duly proposed and seconded, on a point of order or on a personal explanation;
(q) only one substantive motion shall be before the meeting at any one time. A procedural motion, if moved, shall interrupt the discussion on, and shall take precedence over, any substantive motion or amendment before the meeting. Calls for a quorum, point of order or personal explanation shall take precedence over a procedural motion;

(r) the meeting may by motion suspend any member named by the Chairperson for having been disorderly or for having shown disrespect to the Chairperson;

(s) the Chairperson shall, subject to appeal to the meeting, interpret these rules of debate and, in all cases not provided for, shall have access to the text dealing with procedure at meetings written by Renton;

(t) alterations to this rule shall only be made on a motion at Annual Conference of which 60 days' notice has been given in writing to the General Secretary.

(2) Council may determine to allow meetings of any branch or grouping or section of members to be conducted by electronic means in which event the procedure for meetings prescribed by Rule 55(1) of these rules shall be amended accordingly in a manner to be determined by the person appointed by Council to act as Chairperson, and in accordance with guidelines developed by Council.
**SCHEDULE 1 – SPECIAL FINANCIAL AND MANAGEMENT RULES**

1. **DEFINITIONS**

(a) “board” means a group of persons who supervise a corporation, organisation, association or other like body including a Board of Directors.

(b) “business associate” means a person or company with whom the officer shares a financial relationship or from whom the officer derives some material benefit.

(c) “disclosure period” means the financial year of the Association.

(d) “declared person or body” means:

   (i) an officer who has disclosed a material personal interest under item 4 of this Schedule;

   (ii) the interest relates to, or is in, the person or body; and

   (iii) the officer has not notified that the officer no longer has the interest.

(e) “financial duties” includes duties that relate to the financial management of the Association.

(f) “financial year” means the financial year of the Association.

(g) “non-cash benefit” means property or services in any form other than money, but does not include a computer, mobile phone or other electronic device that is used only or mainly for work purposes.

(h) “peak council” means a national or State council or federation that is effectively representative of a significant number of organisations (within the ordinary meaning of the term) representing employees in a range of industries.

(i) “office” for the purposes of this Schedule “office” shall mean only the positions of members of Council as set out in Rule 27(a) of the Rules of the Association.

(j) “officer” for the purposes of this Schedule “officer” means any person who holds an office as defined in this Schedule in the Association.

(k) “related party” has the same meaning as defined by Section 9B of the *Fair Work (Registered Organisations) Act 2009.*

(l) “relative” in relation to a person, means
(i) parent, step parent, child, stepchild, grandparent, grandchild, brother or sister of the person; or
(ii) the spouse of the first mentioned person.

(m) “relevant remuneration” in relation to an officer for a disclosure period is the sum of the following:

(i) Any remuneration disclosed to the Association by the officer under item 4 of this Schedule during the disclosure period; and

(ii) any remuneration paid during the disclosure period, to the officer of the Association.

(n) “relevant non-cash benefits” in relation to an officer for a disclosure period means the non-cash benefits provided to the officer, at any time during the disclosure period, in connection with the performance of the officer’s duties as an officer, by the Association or by a related party of the Association.

(o) “remuneration” (i) includes pay, wages, salary, fees, allowances, leave, benefits or other entitlements; but

(ii) does not include the reimbursement or payment of reasonable expenses for the costs incurred in the course of the officer carrying out his or her duties.

2. ASSOCIATION POLICIES AND PROCEDURES

(a) The Association shall develop and implement internal control policies and procedures relating to the expenditure of the Association:

(i) to ensure that the Association is conducted in accordance with the principles of good governance; and

(ii) to ensure accountability to members of the Association; and

(iii) to ensure that the Association is representative of and accountable to its members; and

(iv) to ensure that the Association will be able to operate effectively and will encourage members to participate in the affairs of the Association; and

(v) to encourage the democratic functioning and control of the Association.

(b) The policies and procedures pursuant to item 2(a) shall be adopted and identified by Resolution of the Council and once adopted shall be binding on all officers and members of the Association.
3. ROLE OF EXECUTIVE

In addition to the powers and duties of the Executive provided for in the Rules of the Association the Executive shall:

(a) Cause to be prepared budget and cash forecasts;

(b) Closely examine financial statements on a regular basis;

(c) Monitor and protect the funds and property of the Association;

(d) Ensure compliance with financial regulatory and prudential requirements; and

(e) Prepare the risk framework for the Council on an annual basis.

4. DISCLOSURE BY OFFICERS OF THE ASSOCIATION OF REMUNERATION AND NON-CASH BENEFITS

(a) Each person holding an office in the Association shall disclose to the Council any remuneration or non-cash benefit paid to the officer:

(i) because the officer is a member of, or holds a position with, a board or other organisation, if:

(A) the officer holds such a position with the board or other organisation only because the officer is an officer of the Association; or

(B) the officer was nominated for the position by the Association or a peak council; or

(ii) by any third party, in connection with the performance of the officers’ duties as an officer.

(b) The disclosure required by item 4(a) shall be made to the Council:

(i) as soon as practicable after the remuneration or non-cash benefit is paid to the officer; and

(ii) in writing to the General Secretary who shall distribute a written copy of the written disclosure to each member of the Council as soon as is practicable.

(c) The Council shall disclose to the members of the Association:
(i) the identity of the officers who are the two highest paid in terms of relevant remuneration for the disclosure period; and

(ii) all disclosures made by officers of the Association pursuant to item 4(a); and

(iii) for those officers:

(A) the actual amount of the officers’ relevant remuneration for the disclosure period; and

(B) either the value of the officers’ relevant non-cash benefits, or the form of the officers’ relevant non-cash benefits, for the disclosure period.

(d) For the purposes of item 4(c), the disclosure shall be made:

(i) in relation to each financial year;

(ii) within six (6) months after the end of the financial year; and

(iii) in writing and published on the Association website.

(e) For the purpose of item 4(c)(iii)(A), the disclosure shall be the actual amount of the officers’ relevant remuneration.

(f) For the purpose of item 4(c)(iii)(B), the disclosure shall be:

(i) the value of the officers’ non-cash benefits; or

(ii) the form of the officers’ non-cash benefits.

5. DISCLOSURE OF OFFICERS’ MATERIAL PERSONAL INTERESTS

(a) Each person holding an office in the Association shall disclose to the Council any material personal interest in a matter that:

(i) the officer has or acquires; or

(ii) a relative of the officer has or acquires; or

(iii) a business associate of the officer has or acquires;

that relates to the affairs of the Association.

(b) The disclosure required by item 5(a) shall be made to the Council:

(i) as soon as practicable after the interest is acquired; and

(ii) in writing.

(c) The Council shall disclose to the members of the Association the interests disclosed to the Association pursuant to item 5(a).
(d) For the purposes of item 5(c), the disclosures shall be made:

(i) in relation to each financial year;

(ii) within six (6) months after the end of the financial year; and

(iii) in writing.

6. DISCLOSURE BY THE ASSOCIATION OF PAYMENTS

(a) The Association shall disclose to the members of the Association:

(i) each payment made by the Association, during the disclosure period:

(A) to a related party of the Association; or

(B) to a declared person or body of the Association.

(ii) the total of the payments made by the Association, during the disclosure period:

(A) to each related party of the Association; or

(B) to each declared person or body of the Association.

(b) Item 6(a) does not apply to a payment made to a related party if the payment consists of amounts deducted by the Association from remuneration payable to officers or employees of the Association.

(c) For the purposes of item 6(a), the disclosures shall be made:

(i) in relation to each financial year;

(ii) within six (6) months after the end of the financial year; and

(iii) in writing and published on the Association website.

7. TRAINING OF OFFICERS OF THE ASSOCIATION

(a) Each person holding an office in the Association whose duties include duties that relate to the financial management of the Association shall undertake training:

(i) equivalent to that approved by the General Manager of the Fair Work Commission under the provisions of the Fair Work (Registered Organisations) Act 2009 or an Act replacing that Act; and

(ii) that covers each of the officer’s financial duties.

(b) An officer shall complete the training required by sub-rule (a) within six (6) months after the person begins to hold office.
End of Rules