

[012Q: Incorporates alterations of 6 September 2017 [R2017/124]
Replaces rulebook dated 15 January 2016 [D2015/66]

VIPA PROPOSED AMENDED RULES

I CERTIFY under section 161 of the *Fair Work (Registered Organisations) Act 2009* that the pages herein numbered 1 to 35 both inclusive contain a true and correct copy of the registered rules of VIPA.

DELEGATE OF THE GENERAL MANAGER
FAIR WORK COMMISSION

Contents

1. NAME	1
2. DESCRIPTION OF INDUSTRY	2
3. OBJECTS.....	2
4. POWERS	3
5. ELIGIBILITY FOR MEMBERSHIP	4
6. APPLICATION FOR MEMBERSHIP	5
7. QUALIFYING PERIOD FOR MEMBERSHIP	5
8. OBLIGATIONS OF MEMBERSHIP	5
9. UNFINANCIAL MEMBERSHIP	5
10. RESIGNATION OF MEMBERSHIP	6
11. EXPULSION FROM MEMBERSHIP	6
12. CESSATION OF MEMBERSHIP	7
13. JOINING FEE.....	7
14. SUBSCRIPTIONS	7
14A. LIFE MEMBERSHIP	8
14B. ASSOCIATE MEMBERSHIP	8
15. LEVIES	9
16. WAIVER.....	9
17. LOANS GRANTS AND DONATIONS	9
18. BENEFIT SCHEMES	9
19. FUNDS AND PROPERTY	9
20. EXPENSES	10
21. FINANCIAL YEAR.....	10
21A. ASSOCIATION POLICIES AND PROCEDURES	10
21B. TRAINING IN FINANCIAL MANAGEMENT	10
21C. DISCLOSURE OF OFFICER'S RELEVANT REMUNERATION AND NON-CASH BENEFITS	10
21D. DISCLOSURE OF OFFICER'S MATERIAL PERSONAL INTERESTS	11
21E. DISCLOSURE BY ASSOCIATION OF PAYMENTS	12
21F DEFINITIONS	12
22. AUDITORS	13
23. COMMITTEE OF MANAGEMENT	14
24. EXECUTIVE MEMBERS	14
25. POWERS AND DUTIES - COMMITTEE OF MANAGEMENT	15
26. SUB-COMMITTEES	15
27. POWERS AND DUTIES - PRESIDENT	16
28. POWERS AND DUTIES - VICE PRESIDENT	16
29. POWERS AND DUTIES - SECRETARY	16
30. POWERS AND DUTIES - TREASURER	16
31. COMMITTEE OF MANAGEMENT MEETING	17
32. COMMITTEE OF MANAGEMENT MEETING - VOTING	17
33. COMMITTEE OF MANAGEMENT MEETING - PROXIES	18
34. GENERAL MEETINGS - NOTIFICATION	18
35. GENERAL MEETINGS - ATTENDANCE	19
36. GENERAL MEETINGS - VOTING	19
37. GENERAL MEETINGS - PROXIES	19
38. NOTICES TO MEMBERS	19
39. NOMINATION AND ELECTION OF COMMITTEE OF MANAGEMENT	20
40. NOMINATION AND ELECTION OF EXECUTIVE MEMBERS	28
41. TERM OF OFFICE	29
42. CASUAL VACANCY	30
43. VACANCIES IN OFFICE	30
44. CESSATION OF OFFICE	30
45. REGISTERED OFFICE	31

46. REGISTER OF MEMBERS	31
47. CHANGE OF ADDRESS.....	32
48. INSPECTION OF BOOKS	32
49. INDUSTRIAL DISPUTES	32
50. INDUSTRIAL REPRESENTATION	32
51. EXECUTION OF DOCUMENTS	32
52. INDEMNITY	32
53. COMMON SEAL.....	33
54. INTERPRETATION OF RULES	33
55. DISSOLUTION OF THE ASSOCIATION	33
56. ALTERATIONS TO RULES	33
57. REFERENDA.....	33
58. RULES OF DEBATE.....	34
59. BY-LAWS	35
60. COPY OF THE RULES	35

Deleted: 012Q: Incorporates alterations of 6 September 2017
[R2017/124]

1. NAME

The name of the Association will be the “VIPA”.

- a) In these Rules, unless the contrary intention appears:
- i) “Act” will mean the *Fair Work (Registered Organisations) Act* (Cth);
 - ii) “Annual Subscription” will mean the annual subscription fee determined in accordance with Rule 14(e);
 - iii) Associate member means pursuant to clause 14B.
 - iv) “Association” will mean the VIPA;
 - v) “Association Journal” will mean a publication produced or adopted by the Association and which is provided free of charge to Financial Members by means of print or electronic media.
 - vi) “Entrance Fee” will mean the fee determined in accordance with Rule 13(b);
 - vii) Executive Member means office bearer
 - viii) “Expense Claim Form” will mean the expense claim form as the Committee of Management may from time to time determine;
 - ix) “Financial records of the Association” will mean the following to the extent that they relate to finances or financial administration:
 - (1) a register;
 - (2) any other record of information;
 - (3) financial reports or financial records, however compiled, recorded or stored;
 - (4) a document.
 - x) “Life Member” will mean a Member who pays a Life Membership Fee;
 - xi) “Life Membership Fee” will mean the subscription fee determined in accordance with Rule 14A(c);
 - xii) “Majority” will mean ½ the number of Members, entitled to be present at a meeting, and Present in Person, or by proxy, plus one;
 - xiii) “Members” will mean the Members, from time to time, of the Association;
 - xiv) “Ordinary Members of the Committee of Management” means Members who are elected to the Committee of Management and who are not elected as Executive Members.
 - xv) “Pilot Base” will mean the airport to which Pilots are assigned;
 - xvi) “Present in Person” means a person physically in attendance at a meeting, whether physically at the location of the meeting or where, in circumstances that the Rules so provide, by video, telephone or such other means as permit them to communicate with the other Members in attendance at the meeting, without being physically present at the location of the meeting;
 - xvii) “Registrar” and “Industrial Registrar” will mean the General Manager of Fair Work Commission;
 - xviii) “Rules” means the Rules of the Association;
 - xix) “Special Majority” means a 2/3 majority of the Committee of Management voting on a resolution in person or by proxy;
 - xx) “Sub-Committee” will mean a sub-committee established in accordance with Rule 26;

Deleted: 012Q: Incorporates alterations of 6 September 2017 [R2017/124]

3. OBJECTS

- xxi) "Sub-Rule" will mean a Sub-Rule of these Rules and a reference to a Sub-Rule will be a reference to a particular Sub-Rule within that Rule;
 - xxii) "Tele-conferencing" will mean any system where, by the use of telecommunications devices and the transmission of voice, a number of persons are able to communicate and converse simultaneously without being physically present one with the other;
 - xxiii) "Video conferencing" will mean any system where, by the use of telecommunications devices and the transmission of voice and visual images, a number of persons are able to communicate and converse simultaneously without being physically present one with the other.
- b) Words importing the singular only will include the plural and words importing the plural will include the singular.
 - c) Words importing the masculine gender will include the feminine gender.
 - d) Any By-laws that may be made, pursuant to these Rules, are to be read, and interpreted, consistently with these Rules.
 - e) A reference to the performance of a duty by an Executive Member is inclusive of a reference to the Executive Member causing the duty to be discharged and/or inclusive of the duty being discharged by any other Executive Member holding the written delegation of the relevant Executive Member.
 - f) Where in these Rules any period of time, dating from a given day, act or event, is prescribed or allowed for any purpose, the period will, unless the contrary intention appears, be reckoned exclusive of such day or the day of such act or event.
 - g) Where the last day of any period prescribed or allowed by these Rules for the doing of anything falls on a Saturday or a Sunday or on a day which is a public holiday or a bank holiday in the place in which the thing is to be or may be done, the thing may be done on the first day following which is not a Saturday, Sunday or a public holiday or a bank holiday in that place.

2. DESCRIPTION OF INDUSTRY

The industry in or in connection with which the Association is formed is the International and Domestic Aviation Industry.

3. OBJECTS

- a) The objects of the Association are to:
 - i) enrol in the Association persons eligible to be its Members;
 - ii) further, and protect, the interests of its Members;
 - iii) further the standards and promote the profession of airline pilot;
 - iv) subscribe to and maintain ethical standards in the profession of airline pilot;
 - v) ensure adequate training is available for its Members;
 - vi) organise the education of its Members;
 - vii) consider, and where approved, offer practical assistance and support to airline pilots individually or collectively requesting such assistance where such assistance is sought in furtherance of these objects;
 - viii) provide such legal protection for its Members in industrial matters, or other matters, as may be specifically authorised by the Committee of Management;
 - ix) affiliate with any body having like aims, memberships and objects on such terms and conditions as may be mutually agreed;
 - x) acquire, by purchase or on lease, and to sell property, both real and personal;

Deleted: 012Q: Incorporates alterations of 6 September 2017 [R2017/124]

4. POWERS

- xi) invest any monies of the Association in any investment authorised by the laws of the relevant State, or by the Commonwealth of Australia, for the investment of trust funds and from time to time to vary or realise upon such investment;
 - xii) lend money on adequate security and subject to the requirements of the law and of these Rules for the lawful purposes of the Association;
 - xiii) borrow money for the purpose of furthering the interests of the Association and its Members and to give security for such borrowings;
 - xiv) establish funds to assist its Members and/or their dependents in distress through sickness or other causes;
 - xv) secure, to the extent permitted by law, preference of employment and advancement for its Members;
 - xvi) impose and enforce levies to further the lawful purposes of the Association in accordance with these Rules;
 - xvii) establish insurance funds of any class and/or to make adequate arrangements to maintain such funds;
 - xviii) engage in enterprise, receive commissions, act as an agent or engage in other commercial activity authorised by the Committee of Management for the benefit of the Association;
 - xix) employ staff, and engage such agents and consultants as may be required;
 - xx) ensure that the conditions of employment adequately reflect the training and skills of its Members and the conditions and circumstances in which its Members are employed;
 - xxi) advance and protect the vocational interests of Members including seeking and maintaining representation on all relevant authorities, committees and bodies;
 - xxii) publish or contribute to the publication of an Association Journal, newspaper or other media;
 - xxiii) make financial provision for the carrying out of the objects;
 - xxiv) promote the policy of equality of status and opportunity for all of its Members;
 - xxv) adopt, promote and implement family friendly policies for its Members in their workplace;
 - xxvi) do all such things as may be necessary or incidental to the carrying out of these objects.
- b) None of the objects expressed in Sub-Rule a) are to be read in such a way as to limit any other of those objects.

4. POWERS

- a) The following powers may be exercised in the attainment of the objects of the Association:
- i) to provide funds from donations, levies, fines, contributions, fees, interest on capital and from any other moneys from which payment may be made for the purposes of the objects of the Association;
 - ii) to invest funds, subject to obtaining appropriate security for that investment;
 - iii) to support co-operative ventures which are set up or which exist for purposes consistent with the objects of the Association;

Deleted: 012Q: Incorporates alterations of 6 September 2017 [R2017/124]

5. ELIGIBILITY FOR MEMBERSHIP

- iv) to purchase, take on lease or in exchange, hire or otherwise acquire any real property, and in particular any land, buildings or easements for any purpose connected with the objects of the Association and to improve any real property held by the Association;
 - v) to borrow or raise money in such manner as the Association considers appropriate and to secure the borrowing or raising of money, the payment of money, the repayment or performance of any debt, liability, contract, guarantee or other engagement incurred or to be entered into by the Association in any way and to redeem or pay off such securities;
 - vi) to sell, improve, manage, develop, exchange, lease, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the Association;
 - vii) to enter into such contracts and agreements as are necessary for the purpose of carrying out the objects of the Association;
 - viii) to undertake and do all such acts, matters and things as maybe necessary, incidental or conducive to the attainment of the objects of the Association or any of those objects.
- b) The Association will, without limitation to Sub-Rule (a), have in the attainment of its objects all the powers of an individual.
 - c) None of the powers provided for in Sub-Rule (a) is to limit any of the other powers provided for in Sub-Rule (a) and none of the powers provided for in Sub-Rule (a) is to limit any of the powers provided for by Sub-Rule (b).
 - d) Without limiting the powers expressed in Sub-Rules (a) and (b), the Association will achieve its objects by the application of all lawful means available to it including, without limitation, industrial, political and legal means.
 - e) Without limiting the powers expressed in Sub-Rules (a) and (b), the Association will provide such funds and resources as necessary for furthering its objects and any expenditure out of the funds of the Association in furtherance of the achievement of any of the objects of the Association will be deemed to be part of the ordinary expenses of the Association.

5. ELIGIBILITY FOR MEMBERSHIP

The following persons shall be eligible for membership of the Association:

- a) All persons who are employed as pilots on airline services within, or extending beyond, the Commonwealth of Australia, by:
 - i) Virgin Blue Airlines Pty Ltd;
 - ii) Virgin Australia Holdings Pty Ltd;
 - iii) Virgin Blue Holdings Limited;
 - iv) Virgin Australia Airlines Pty Ltd;
 - v) Virgin Blue International (Holdings) Pty Ltd;
 - vi) Virgin Blue International Airlines Pty Ltd;
 - vii) V Australia Airlines Pty Ltd;
 - viii) Express Blue Air Freight Pty Ltd;
 - ix) Toll Holdings Limited;
 - x) any successor, transmittee or assignee (whether immediate or not) of the whole or a part of the business of any company or entity referred to in any of the preceding Sub-paragraphs i – ix) above; and/or

Deleted: 012Q: Incorporates alterations of 6 September 2017 [R2017/124]

9. UNFINANCIAL MEMBERSHIP

- xi) any subsidiary related body corporate or associated entity (as those words are defined in the *Corporations Act 2001* (Cth) of any company or entity referred to in any of the preceding Sub-paragraphs i) to ix) above,
- b) any person or persons who are elected or appointed President, Vice-President, Secretary and Treasurer notwithstanding that, subsequent to election or appointment, they may no longer be employed as a pilot by the employers listed in paragraph (a).

Deleted: .

6. APPLICATION FOR MEMBERSHIP

All persons desiring to become Members will:

- a) forward a completed application form, in the form approved by the Committee of Management from time to time, to the Secretary at the Registered Office of the Association together with the relevant subscription, provided that no omission, irregularity or want of form will invalidate an application for membership provided that the person applying intended the document to be so treated and the Association treated the document as an application form for membership;
- b) the Committee of Management will consider and accept, reject or require further evidence as to eligibility as may be appropriate in respect of each application coming before it subject to section 166(1) of the Act;
- c) the Secretary will inform all applicants for membership in writing of the financial obligations arising from membership and of the circumstances, and the manner, in which a Member may resign from the Association.
- d) An application for membership, on its acceptance by the Committee of Management, will be effective as, and from, the date such application was received by the Secretary.

7. QUALIFYING PERIOD FOR MEMBERSHIP

The Association will not provide industrial or other representation to a Member for any events occurring prior to the date the Members' membership becomes effective, unless determined otherwise by the Committee of Management, in its sole, and absolute, discretion.

8. OBLIGATIONS OF MEMBERSHIP

Each applicant by becoming a Member of the Association agrees to be bound by these Rules as amended from time to time.

9. UNFINANCIAL MEMBERSHIP

- a) A Member will be unfinancial if the Member is in arrears for any subscriptions, instalments or levies for a period exceeding 2 months from the date on which the subscriptions, instalments or levies will have first become due, and will remain unfinancial until such time as all such subscriptions, instalments or levies will have been paid.
- b) An unfinancial Member will not be entitled to:
 - i) take part in the Association's business;
 - ii) claim any of the benefits, or privileges, of membership including participation in benefit services;
 - iii) access the Association's services;
 - iv) requisition a general meeting;
 - v) to vote, or participate, in any meeting;
 - vi) stand for, nominate any person for, nor be eligible for, any office;
 - vii) hold, or continue to hold, any office in the Association;
 - viii) inspect the membership Register or the Minutes of the Association.

Deleted: 012Q: Incorporates alterations of 6 September 2017 [R2017/124]

11. EXPULSION FROM MEMBERSHIP

- c) A Member who is six months in arrears for any subscriptions or levies due to the Association will:
- i) be advised by the Secretary in writing as to their unfinancial status and this Rule; and
 - ii) failing the receipt by the Association of the outstanding amounts due and owing from the Member within a further 21 days of notice being provided pursuant to Sub-rule (c)(i), the Member will cease to be a Member of the Association and their name will be purged from the Membership Register.

10. RESIGNATION OF MEMBERSHIP

- a) A Member of the Association may resign from membership by notice in writing to the Secretary of the Association.
- b) A notice of resignation from membership of the Association takes effect:
- i) where a Member ceases to be eligible to become a Member of the Association:
 - (1) on the day on which the notice is received by the Association; or
 - (2) on the day specified in the notice, which is a day not earlier than the day when the Member ceases to be eligible to become a Member,whichever is the later; or
 - ii) in any other case:
 - (1) on the day on which the notice is received by the Association; or
 - (2) on the day specified in the notice;whichever is later.
- c) Any dues payable but not paid by a former Member of the Association, in relation to a period before the 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.
- d) A notice delivered to the person mentioned in subsection (a) will be taken to have been received by the Association when it was delivered.
- e) A notice of resignation that has been received by the Association is not invalid because it was not addressed and delivered in accordance with subsection (a).
- f) A resignation from membership of the Association is valid even if it is not effected in accordance with this section if the Member is informed in writing by or on behalf of the Association that the resignation has been accepted.

11. EXPULSION FROM MEMBERSHIP

A Member may be expelled from the Association by resolution of the Committee of Management called on not less than 21 days' notice for the purpose of considering such resolution provided that:

- a) the Member sought to be expelled is provided by the proposer of the motion with particulars of the grounds relied upon and is afforded a reasonable opportunity to be heard in answer to what is alleged, before the meeting votes on the motion;
- b) no Member will be expelled unless the Member has been found guilty, under these Rules, of having misappropriated funds of the Association, or substantially breaching these Rules or of gross misbehaviour.

Deleted: 012Q: Incorporates alterations of 6 September 2017 [R2017/124]

12. CESSATION OF MEMBERSHIP

- a) Notwithstanding any provisions elsewhere in these Rules, a Member will cease to be a Member when any of the following occur:
 - i) the Member resigns;
 - ii) the Member dies;
 - iii) the Member is expelled from membership pursuant to these Rules;
 - iv) when the Member becomes ineligible for membership.
- b) So there can be no doubt a person, who was a Member, will cease to have any privileges of membership immediately upon the cessation of their membership but will remain indebted to the Association for any dues payable but not paid in relation to a period before the cessation of membership and which may be sued by the Association as a debt due to the Association.
- c) A Member becomes ineligible for membership of the Association when they no longer meet the conditions of eligibility for membership of the Association.
- d) A Member who becomes ineligible for membership of the Association will within 7 days of the ineligibility for membership give written notice of the ineligibility and the reason for the ineligibility to the Secretary.
- e) A notice delivered to the Secretary will be taken to have been received by the Association when it was delivered.
- f) Where practicable, the Secretary will promptly notify each person whose membership ceases pursuant to rule 12a)iv), of the cessation of their membership stating the effective date of the cessation of membership and the reason for the cessation of membership. The notification will be made by certified mail addressed to the last known address as shown in the register.

13. JOINING FEE

- a) The Committee of Management may, from time to time, determine to charge an entrance fee to new Members of the Association and/or to Members who rejoin the Association.
- b) An entrance fee payable, if any, by an applicant for membership will not be in excess of the Annual Subscription rate.

14. SUBSCRIPTIONS

- a) The annual subscription will be due and payable 12 months in advance on 01 July each year, or by equal periodical payments reflecting periods, which will not be less than the annual subscription divided by the number of pay periods in the applicable year, and which may be deducted from the Member's pay by means of automatic payroll deduction, bank account deduction facility, credit card facility or such other similar means as the Committee of Management may from time to time approve.
- b) Any Member paying subscriptions by equal periodical payment as provided by sub-rule (a) will, subject to Rule 13(a), be for all purposes treated as financial for a period of a further 3 months beyond the receipt of the last instalment paid by the Member or on their behalf.
- c) A Member's subscription will be due and payable from the date their application for membership is received, provided that in the event that an applicant for membership is not accepted any subscription received will be repaid.
- d) Prior to 31 May of each year the Committee of Management will determine any changes to the subscriptions payable by the different types of Members for the 12 month period commencing the following July.

Deleted: 012Q: Incorporates alterations of 6 September 2017 [R2017/124]

15. LEVIES

- e) The Committee of Management may, from time to time, resolve to provide a discount for annual subscription in such circumstances as they consider appropriate.
- f) A Member who resigns from membership of the Association may be refunded any subscriptions paid in advance to the Association.

14A. LIFE MEMBERSHIP

- a) There will be a maximum, at any one time, of 25 Life Members admitted to the Association.
- b) The Committee of Management will, at its first meeting:
 - (i) subsequent to the certification of this rule by the General Manager of Fair Work Australia; and thereafter
 - (ii) held each new financial year,
 determine how many Life Members will, to the maximum provided by this Rule, be admitted for the financial year concerned.
- c) A person eligible for membership in accordance with these Rules may, subject to this Rule, elect to become a Life Member upon the payment of such Life Membership Fee as the Committee of Management determines from time to time.
- d) A Life Member will not, on payment of the Life Membership Fee, be required again, whilst a Member, pay subscription fees pursuant to Rule 14 or any further Life Membership Fee, but will remain liable for the payment of any levies or fines.
- e) A Life Member will, on the payment of the Life Membership Fee be treated for the purposes of Rule 9 as a financial member unless the Life Member fails to pay any levy or fine payable in accordance with these Rules.
- f) A person who is a Life Member continues as a Life Member for such period as the person remains eligible for membership of the Association and has not resigned or whose membership has not otherwise ceased in accordance with these Rules.
- g) When any Life Member ceases to be a Life Member in accordance with this Rule, the Committee of Management may, despite Rule 14A(b), determine to admit a further member as a Life Member during the financial year concerned.

14B. ASSOCIATE MEMBERSHIP

- a) Associate Membership is available to any person that is not eligible for membership, and:
 - (i) has previously been a member of VIPA; or
 - (ii) is engaged or employed in a cadet type program for any of the employers listed in rule 5(a); ~~or~~
 - (iii) ~~has been nominated by an Executive Member and approved by the Committee of Management; or~~
 - (iv) ~~is ordinarily employed as a pilot and is seeking employment with any of the employers listed in rule 5(a).~~
- b) An Associate Member will be eligible to receive access to all benefits available to VIPA members, including access to the VIPA Loss of Licence Protection product but excluding legal and industrial representation, subject to the following caveat. The extent to which these benefits are extended to an Associate Member will be such that, any cost to VIPA beyond that of the Associate Members annual subscription, will be borne by the member. This caveat may be waived at the discretion of the Committee of Management.
- c) An Associate Member of the Association will not be entitled to any voting rights whatsoever in accordance with these Rules, nor to hold any office or position whatsoever in accordance with these Rules.

Deleted: and

Deleted: -

Formatted: Font:Times New Roman

Formatted: Left, Indent: Hanging: 1.25 cm, Allow hanging punctuation, Adjust space between Latin and Asian text, Adjust space between Asian text and numbers, Font Alignment: Auto

Deleted: .

Formatted: Font:12 pt, English (US), Check spelling and grammar

Deleted: 012Q: Incorporates alterations of 6 September 2017 [R2017/124]

15. LEVIES

- a) The Committee of Management may only impose a levy on Members if a special majority approves the levy.
- b) A levy payable by a Member will not be in excess of their annual subscription rate.

16. WAIVER

- a) The Committee of Management may in special circumstances, of which circumstances the Committee of Management will be the sole judge, waive the whole or any portion of levies, fines and subscriptions payable by a Member and on such Member and the Secretary being informed in writing by the Committee of Management that the whole or any portion of levies, fines or subscription payable by him or her have been waived by the Committee the amount so waived will be deemed to be not payable and the Member will, during such period to which the waiver applies, be deemed to be financial.

17. LOANS GRANTS AND DONATIONS

A loan, grant or donation of an amount exceeding \$1000.00 will not be made by the Association unless the Committee of Management has:

- a) satisfied itself that the making of the loan, grant or donation would be in accordance with the other Rules of the Association; and
- b) satisfied itself in relation to a loan - that, in the circumstances, the security proposed to be given for the repayment of the loan is adequate and the proposed arrangements for the repayment of the loan are satisfactory; and
- c) approved the making of the loan, grant or donation.

18. BENEFIT SCHEMES

The Association may, either by itself or in cooperation with or through the agency of other bodies provide for its Members such benefit and welfare schemes as the Committee of Management will from time to time determine and all Members will have the right to participate in any such scheme and will be advised of the benefits and conditions attaching to participation.

19. FUNDS AND PROPERTY

- a) A General Fund will be established for the purposes of achieving the objects of the Association and all real and personal property whatsoever belonging to the Association will comprise the General Fund.
- b) So there can be no doubt the General Fund will include the bank accounts of the Association.
- c) Any Member or employee of the Association receiving monies on behalf of the Association will deposit the monies without any deduction in the bank accounts of the Association.
- d) The name of any bank account will include "VIPA".
- e) All monies will be deposited after receipt and a receipt will be obtained for each deposit.
- f) When not presently required for carrying out any object of the Association, the property may be held in such form or forms as may be decided from time to time by the Committee of Management and will be registered, deposited or invested wherever possible under the law relating to such property in the name of the Association.
- g) Any Association property or funds held by any Executive Member or Member whether expressed to be held in the name of the Association or not, will be held on trust by that person for and on behalf of the Association.

Deleted: 012Q: Incorporates alterations of 6 September 2017 [R2017/124]

21C. DISCLOSURE OF OFFICER'S RELEVANT REMUNERATION AND NON-CASH BENEFITS

- h) Officer Bearers and/or Members will account for such property and funds to the Association in accordance with the rules and/or law, provided that upon a demand being made by the President, Vice President or the Secretary upon any Executive Member or Member holding such property or monies to deliver up such property or monies to the Association, the Executive Member or Member will comply with such demand forthwith.
- i) The General Fund of the Association will only be expended for the purpose of achieving the objects of the Association and will be disbursed by direct debit facility or cheque signed by the President and/or Treasurer and/or one other Executive Member.

20. EXPENSES

- a) Reasonable expenses incurred by Members of the Committee of Management, and employees, whilst on approved Association business will be reimbursed by the Association.
- b) Such expenses may comprise:
 - i) transport;
 - ii) accommodation;
 - iii) meals;
 - iv) overnight allowance and such incidentals,as determined from time to time by the Committee of Management and listed on the Expense Claim Form.
- c) The reimbursement of reasonable expenses will be authorised by at least two Executive Members.
- d) Expenses, other than reasonable expenses, incurred by Members of the Committee of Management, or employees, whilst on Association business and which are not listed on the Expense Claim Form, will require the approval of the Committee of Management before reimbursement may be made.

21. FINANCIAL YEAR

The financial year of the Association will commence on 01 July in a year and end on 30 June in the year next following.

21A. ASSOCIATION POLICIES AND PROCEDURES

The Association will develop and implement policies and procedures relating to the expenditure of the Association.

21B. TRAINING IN FINANCIAL MANAGEMENT

Within six months after beginning to hold an office, each officer of the Association whose duties include financial duties must complete training that:

- a) has been approved by the General Manager under section 154C of the *Fair Work (Registered Organisations) Act 2009*; and
- b) covers each of the officer's financial duties.

21C. DISCLOSURE OF OFFICER'S RELEVANT REMUNERATION AND NON-CASH BENEFITS

- A. Each officer of the Association will disclose to the Association any remuneration paid to the officer:
 - a) because the officer is a member of a board, if:
 - i. the officer is a member of the board only because the officer is an officer of the Association; or
 - ii. the officer was nominated for the position as a member of the board by the Association or a peak council; or

Deleted: 012Q: Incorporates alterations of 6 September 2017 [R2017/124]

21D. DISCLOSURE OF OFFICER'S MATERIAL PERSONAL INTERESTS

- b) by any related party of the Association in connection with the performance of the officers' duties as an officer.
- B. The disclosure required by sub-rule (A) will be made to the Association:
 - a) as soon as practicable after the remuneration is paid to the officer; and
 - b) in writing.
- C. The Association will disclose to the members of the Association:
 - a) the identity of the officers who are the five highest paid in terms of relevant remuneration for the disclosure period, and
 - b) for those officers:
 - i. The actual amount of the officers' relevant remuneration for the disclosure period; and
 - ii. 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 sub-rule (c), the disclosure will be made:
 - a) in relation to each financial year;
 - b) within six months after the end of the financial year; and
 - c) in writing.

21D. DISCLOSURE OF OFFICER'S MATERIAL PERSONAL INTERESTS

- A. Each officer of the Association will disclose to the Association any material personal interest in a matter that:
 - a) the officer has or acquires; or
 - b) a relative of the officer has or acquires;that relates to the affairs of the Association.
- B. The disclosure required by sub-rule (A) will be made to the Association:
 - a) as soon as practicable after the interest is acquired; and
 - b) in writing.
- C. The Association will disclose to the members of the Association any interests disclosed to the Association pursuant to sub-rule (A).
- D. For the purposes of sub-rule (C), the disclosures will be made:
 - a) in relation to each financial year;
 - b) within six months after the end of the financial year; and
 - c) in writing.

Deleted: 012Q: Incorporates alterations of 6 September 2017 [R2017/124]

21E. DISCLOSURE BY ASSOCIATION OF PAYMENTS

- A. The Association will disclose to the members of the Association either:
- a) each payment made by the Association, during the disclosure period:
 - i. to a related party of the Association; or
 - ii. to a declared person or body of the Association; or
 - b) the total of the payments made by the Association, during the disclosure period:
 - i. to each related party of the Association; or
 - ii. to each declared person or body of the Association.
- B. Sub-rule (A) does not apply to a payment made to a related party if:
- a) the payment consists of amounts deducted by the Association from remuneration payable to officers or employees of the Association; or
 - b) the related party is an officer of the Association, and the payment:
 - i. consists of remuneration paid to the officer by the Association; or
 - ii. is reimbursement for expenses reasonably incurred by the officer in performing the officer's duties as an officer.
- C. For the purposes of sub-rule (A), the disclosures will be made:
- a) in relation to each financial year;
 - b) within six months after the end of the financial year; and
 - c) in writing.

21F DEFINITIONS

- | | | |
|-----|-------------------------|--|
| (a) | Association | means the VIPA |
| (b) | board | means a group of persons who supervise, govern or otherwise have oversight of a corporation, organisation, association or other like body including a Board of Directors. |
| (c) | disclosure period | For the purpose of these rules means the financial year unless a shorter period is specified. |
| (d) | Declared person or body | A person is a declared person or body if: <ol style="list-style-type: none"> (i) an officer of the Association has disclosed a material personal interest under Rule 21D; and (ii) the interest relates to, or is in, the person or body; and (iii) the officer has not notified the Association that the officer no longer has the interest. |
| (e) | financial duties | includes duties that relate to the financial management of the Association. |
| (f) | General Manager | means the General Manager of Fair Work Commission. |

Deleted: 012Q: Incorporates alterations of 6 September 2017 [R2017/124]

22. AUDITORS

- (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 has the same meaning as defined by section 12 of the *Fair Work Act 2009*.
- (i) office has the same meaning as defined by section 9 of the *Fair Work (Registered Organisations) Act 2009*
- (j) officer has the same meaning as defined by section 6 of the *Fair Work (Registered Organisations) Act 2009*
- (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 of the Association for a disclosure period is the sum of the following:
(i) any remuneration disclosed to the Association by the officer under Rule 21C during the disclosure period;
(ii) any remuneration paid during the disclosure period, to the officer of the Association;
- (n) Relevant non-cash benefits in relation to an officer of the Association 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 a non-cash benefit; and
(iii) 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.

22. AUDITORS

- a) A yearly audit of the Association's accounts will be conducted by a competent Auditor appointed pursuant to this rule.
- b) An Auditor being a person registered under a law of a State or Territory of the Commonwealth providing for the registration of public accountants, or is licensed or registered as an Auditor under the law of a State or Territory relating to Companies, will be appointed annually at the Annual General Meeting of the Association and pending the first Annual General Meeting an Auditor will be appointed by the Committee of Management and will be eligible for re-appointment.

24. EXECUTIVE MEMBERS

- c) The Auditor will audit the financial accounts of the Association for the financial year and will present audited financial accounts and report thereon to the Committee of Management after the close of the financial year.
- d) The Auditor will have power at any time to call for any books, papers or documents of the Association and all Members and employees will if called upon to do so forthwith produce to the Auditor any such books, papers or documents in their possession and make any explanation in writing requested by the Auditor in relation thereto within the time allowed by the Auditor for that purpose.
- e) No Member or employee of the Association will be eligible to be appointed Auditor.

23. COMMITTEE OF MANAGEMENT

- a) The Governing Body of the Association will, subject to these Rules, be the Committee of Management.
- b) For the purposes of electing the Committee of Management, all members will be grouped into individual electorates based on their employer and the fleet of aircraft to which they are assigned as of July 1 of the year of the election.
- c) The number of Committee of Management members will be as per the table below.

Number of Members in the electorate	Number of voting Committee of Management Positions
0-19	1
20-49	2
50-99	3
100-149	4
150-199	5
200-249	6
250-299	7
300 or more	7 plus 1 additional CoM member for every full 100 members over 300 pilots in the Electorate

- d) The Committee of Management will consist of:
 - i) Executive Members; and
 - ii) Ordinary Members of the Committee of Management.

24. EXECUTIVE MEMBERS

- a) The Executive Members will be the President, the Vice President, the Secretary, and the Treasurer, all of whom will be elected biennially and will, subject to these Rules, hold Office until their successors are elected.
- b) No Executive Member will be entitled to nominate for, or hold, more than one Office.

Deleted: 012Q: Incorporates alterations of 6 September 2017 [R2017/124]

25. POWERS AND DUTIES - COMMITTEE OF MANAGEMENT

- a) The Committee of Management will have the power to do all things necessary or convenient for achieving the objects of the Association, and will have the duty to ensure that the Association at all times acts in a manner that furthers the Objects of the Association, and in doing so will be entitled to exercise all the powers of the Association.
- b) The Committee of Management will be responsible to the Members of the Association for carrying out the policies, made pursuant to these Rules, determined by the membership in General Meeting.
- c) In particular, the Committee of Management will have in accordance with the Rules, power to:
 - i) decide the general policy of the Association and take appropriate steps to enforce the carrying out of the policies of the Association;
 - ii) direct the Executive Members to carry out and/or perform any power and/or duties provided for in these Rules, and to discharge such other duties and responsibilities as may be assigned to them from time to time;
 - iii) confirm, vary, alter, over-rule or otherwise deal with the decisions of the Executive Members;
 - iv) deal with, and decide, any matters submitted to it by the Executive Members;
 - v) submit any matter to the Members of the Association for decision;
 - vi) institute, and/or defend, legal proceedings in matters affecting the affairs of the Association;
 - vii) appoint and dismiss such industrial research, and other, employees as it considers necessary;
 - viii) hear and determine in a summary fashion any kind of dispute amongst, and/or between, officers, employees and/or Members of the Association;
 - ix) do all such things as are necessary or incidental to carry out all, or any, of the objects of the Association;
 - x) assist and support and maintain any retired Members' association;
 - xi) impose a levy on Members of the Branch to assist in carrying out the objects of the Association.

26. SUB-COMMITTEES

- a) The Committee of Management may, from time to time, establish such Sub-Committees as it sees fit to further the work of the Association.
- b) A Sub-Committee will be comprised of Executive Members, Committee of Management Members, Members and Associate Members. All Sub-Committee members will be nominated to and approved by the Committee of Management. The Committee of Management can at any time, nominate a Committee of Management or Executive Member to any Sub-Committee provided that the President will be a Member of any Sub-Committee and will unless otherwise provided in these Rules, be entitled to participate and vote.
- c) A Sub-Committee of the Association will also have the power to co-opt Members of the Association, or any other person they see fit, and such other persons as may contribute to the deliberations of the Sub-Committee, but will hold no voting rights within the Sub-Committee.
- d) The Committee of Management shall have the power to delegate to a Sub-Committee such of its powers for so long, and for such purpose, as it sees fit other than the Committee of Management's power of delegation.
- e) A Sub-Committee is responsible to, and under the control of, the Committee of Management.

Deleted: 012Q: Incorporates alterations of 6 September 2017 [R2017/124]

30. POWERS AND DUTIES - TREASURER

- f) Any Sub-Committee formed pursuant to this Rule will meet regularly, or as otherwise required by the Committee of Management or the By-laws, and report to the Committee of Management on its deliberations.
- g) The Committee of Management may, from time to time, dissolve Sub-Committees.
- h) The Sub-Committees of the Association will meet in accordance with the requirements of the By-laws.

27. POWERS AND DUTIES - PRESIDENT

- a) The President will be the executive and administrative head of the Association responsible for coordinating its activities and ensuring that the objects and policies of the Association are pursued and, so far as possible:
 - i) preside as Chairperson at all Executive Member meetings, Committee of Management meetings, and General Meetings, so that business may be conducted in due form and with propriety;
 - ii) upon the confirmation of the minutes sign the minute book;
 - iii) direct the calling of any meeting;
 - iv) be an ex officio Member of any Sub-committee of the Association;
 - v) be responsible for ensuring, as far as is practicable, the observance and performance of these Rules by all Executive Members, Committee of Management Members, and employees.

28. POWERS AND DUTIES - VICE PRESIDENT

The Vice President will assist the President, and in the absence of the President, the Vice President will exercise the powers, and carry out the duties, of the President.

29. POWERS AND DUTIES - SECRETARY

The Secretary will:

- a) assist the President and the Treasurer in all matters concerning the administration and finances of the Association;
- b) ensure that the Register of Members and all records of membership are properly kept;
- c) ensure that the Membership Register is open for inspection by any Member during business hours provided 72 hours' notice is given to the Secretary of the request to inspect;
- d) ensure that minutes of all meetings are recorded.

30. POWERS AND DUTIES - TREASURER

The Treasurer will:

- a) be responsible for ensuring that all monies received on behalf of the Association are deposited as soon as practicable, without any deduction, in the bank accounts of the Association;
- b) cause to be prepared an annual budget for presentation to, and approval by, the Committee of Management;
- c) distribute to each Member a copy of the Auditor's Report together with a brief summary of the accounts as presented by the Auditor and such other material as required by law;
- d) ensure that proper records of all Association business and financial affairs are maintained and ensures that proper filing systems and books of account are maintained.

Deleted: 012Q: Incorporates alterations of 6 September 2017 [R2017/124]

31. COMMITTEE OF MANAGEMENT MEETING

- a) Meetings of the Committee of Management will normally be held on a regular basis (but at least every 3 months), but may be called:
 - i) at any time by the President requesting the Secretary to do so; and
 - ii) by a written requisition, setting out the proposed business of the meeting, of at least one third of the Members of the Committee of Management, elected from time to time, requesting the Secretary to do so.
- b) 72 hours notice at least specifying the place, time, date and manner of the meeting will be given, by the Secretary, to all Members of the Committee of Management, provided that in cases of urgency the Secretary may call the meeting by giving such notice as is practicable.
- c) Where practical, at least 24 hours notice of any item of business, that is included on the agenda, with an explanation of the substance of the item, will be given by the Secretary to all Members of the Committee of Management. Where less than 24 hours notice is given for an item of business, any Committee of Management member can raise a resolution to defer the item of business to the next Committee of Management meeting.
- d) A quorum necessary for the transaction of the business of the Committee of Management will be one third of the Members of the Committee of Management, from time to time elected, two of whom must be Executive Members. Where one Committee of Management member gives their proxy to another member, they will be considered to be present at that meeting for the purposes of attaining quorum.
- e) A Member of the Committee of Management who fails to attend three consecutive monthly Committee meetings without valid reason, may be charged with a gross neglect of duty and/or substantial breach of the rules and, subject to rule 44(b), removed from Office.
- f) Subject to these Rules, the Committee of Management may meet together and regulate its proceedings as it thinks fit.
- g) The Committee of Management may, in relation to the meetings referred to in Sub-rule (a), conduct such meeting by telephone, radio, video-conferencing or any other method by which Members of the Committee of Management are able to communicate with each other without being physically present.
- h) The President and in the Presidents absence, the Vice President will preside as Chairperson at every meeting of the Committee of Management, except that in exceptional circumstances where the Secretary will preside as Chairperson of the meeting.
- i) If within 30 minutes from the time appointed for the commencement of a Committee of Management meeting a quorum is not present, the meeting will be postponed to a later time or date as directed by the President or Secretary, to be no later than 30 days from the original time and date.

32. COMMITTEE OF MANAGEMENT MEETING - VOTING

- a) Questions arising at any Committee of Management meeting will, except as otherwise noted in this Rule, be decided by a majority of the votes of the Members of the Committee of Management present in person or by proxy.
- b) Voting will ordinarily be by show of hands or a verbal call for Yes or No from the floor but will be by secret ballot on the request of any Member of the Committee of Management.
- c) Subject to these Rules relating to the exercise of proxy votes, each Member of the Committee of Management will be entitled to exercise one vote, and so there can be no doubt, Executive Members in attendance at a Committee of Management meeting are only entitled to exercise one vote.

Deleted: 012Q: Incorporates alterations of 6 September 2017 [R2017/124]

34. GENERAL MEETINGS - NOTIFICATION

- d) Notwithstanding Sub-Rules (a) to (c), a resolution in writing signed by all the Members of the Committee of Management entitled to receive notice of a meeting of the Committee of Management will be as valid and effectual as if it had been passed at a meeting of the Committee of Management duly convened and held. Any such resolution may consist of several documents in like form, each signed by one or more Members of the Committee of Management.

33. COMMITTEE OF MANAGEMENT MEETING - PROXIES

- a) Proxies for Committee of Management meetings must be in writing, in the form, from time to time, determined by the Committee of Management, in relation to a specific meeting, provided that the proxy will also apply to any adjournment or continuation of the meeting to which it relates.
- b) A proxy may only be given to another Member of the Committee of Management, and will count as one vote that may be exercised by a Member of the Committee of Management holding the proxy in addition to the vote which they are personally entitled to exercise.
- c) A proxy must state the name of the Member of the Committee of Management who is to act as the proxy.
- d) A Member of the Committee of Management will not have the right at any meeting to hold more than 3 proxies.
- e) The Chairperson of the meeting will, on presentation of such proxies, scrutinise them and ensure that the proxy complies with this Rule.
- f) The Chairperson of the meeting at which a proxy vote is sought to be exercised will rule as to the validity of any proxy.

34. GENERAL MEETINGS - NOTIFICATION

- a) An Annual General Meeting of the Association will be held between August and December in each year, at such place as will be prescribed by the Committee of Management.
- b) All other meetings held pursuant to this Rule will be called General Meetings.
- c) The President or the Committee of Management may, whenever the President or the Committee of Management thinks fit, convene a General Meeting of the Association.
- d) The Secretary will, on the requisition in writing of at least 20 Members of the Association, proceed to convene a General Meeting, to deal with any business set out in such requisition which business will be treated as special. The requisition will be in writing, will state the business of the meeting, and will be signed by the requisitioners, and deposited with the Secretary.
- e) If the Secretary does not within 14 days from the deposit of the requisition proceed to convene a meeting, the requisitioners may themselves convene a meeting, but any meeting so convened, by the Secretary or by the Member, must be held within 3 months from the date of deposit of the requisition.
- f) At least seven days' notice specifying the place, the day and the hour of the meeting, and in the case of special business the nature of that business, will be given to all Members of the Association.
- g) The accidental omission to give notice of a meeting to, or the non-receipt of a notice by, any Member, will not invalidate the proceedings of any meeting.

Deleted: 012Q: Incorporates alterations of 6 September 2017 [R2017/124]

35. GENERAL MEETINGS - ATTENDANCE

- a) Ten Members will constitute a quorum at a General Meeting.
- b) If, within 30 minutes from the time appointed for a meeting, a quorum is not present, the meeting will be abandoned.
- c) If the President is not present within 30 minutes after the time appointed for holding the meeting or, being present, is unwilling to act as Chairperson, the Members present will elect a Member of the Committee of Management present to be Chairperson, and if no Member of the Committee of Management is present, or if present is unwilling to act, then the meeting will elect a Member present to be Chairperson.

36. GENERAL MEETINGS - VOTING

- a) Questions arising at any General Meeting will be decided by a majority of the votes of Members present in person or by proxy.
- b) Voting will ordinarily be by show of hands but will be by secret ballot on the request of any ten Members.
- c) Each Member in attendance will be entitled, subject to these Rules relating to the exercise of proxy votes, to exercise one vote.
- d) A decision of a General Meeting will be binding upon the Committee of Management.
- e) A matter having been determined by a General Meeting will not be resubmitted for consideration until a period of 6 months has elapsed from the date of the determination.

37. GENERAL MEETINGS - PROXIES

- a) Proxies for General Meetings must be in writing, in the form, from time to time, determined by the Committee of Management, in relation to a specific meeting, provided that the proxy will also apply to any adjournment or continuation of the meeting in relation to which it is given.
- b) A proxy must state the name of the Member who is to act as the proxy and will be limited to 1 Member only.
- c) A Member attending such meetings will not have the right to hold more than 3 proxies.
- d) The Chairperson of the meeting, will on presentation of such proxies scrutinise them and ensure that the proxy complies with this Rule.
- e) The Chairperson, of the meeting at which a proxy vote is sought to be exercised, will rule as to the validity of any proxy.

38. NOTICES TO MEMBERS

Any notices by these Rules directed to be given, including notices in writing, may be served personally, by facsimile, by email, or by sending the notice through the post in a prepaid letter addressed to the person to be served at their address as entered in the Register of Members, or at their last known place of abode, but the non- receipt of such notice will not invalidate the proceedings of a meeting held pursuant to such notice.

Deleted: 012Q: Incorporates alterations of 6 September 2017 [R2017/124]

39. NOMINATION AND ELECTION OF COMMITTEE OF MANAGEMENT

- a) This rule will apply to all elections of the Committee of Management.
- b) The election will be declared at the Annual General Meeting each year.
- c) Definitions

In these rules--

"ballot box" means a ballot box kept under Sub-Rule (q);

"candidate", for an election, means a person--

- (i) who has nominated as a candidate for the office the election is about; and
- (ii) whose nomination has been accepted under Sub-Rule (h)(iii); and
- (iii) whose nomination has not been withdrawn;

"eligible Member" means a person who was a financial Member of the Association 30 days before the starting time for nominations;

"initialled" by the Manager of an election includes being marked with a facsimile of the Manager's initials;

"Member" means a Member of the Association;

"return envelope" see Sub-Rule (p)(i)(2);

"roll", for an election, means the roll of voters prepared for the election under Sub-Rule (l);

"Scrutineer" means--

- (i) a candidate who acts personally as a scrutineer; or
- (ii) a person appointed as a scrutineer for a candidate under Sub-Rule (w);

"Secretary" means the person holding office as the Association's Secretary;

"voter" means a person--

- (a) who is an eligible Member; and
- (b) whose name is on the roll under Sub-Rule (l);

"voting material" see Sub-Rule (p)(i).

- d) Manager of election--functions and powers

i) The Manager of an election—

- (1) subject to section 182 of the Act will be the Australian Electoral Commission or such other person or body that the Committee of Management designate;
- (2) must not be the holder of any office in, a Member of the Committee of Management, or an employee of, the Association;
- (3) must not influence, or attempt to influence, the outcome of the election;
- (4) must conduct the election under these rules;
- (5) may take the action, and give the directions, the Manager considers reasonably necessary to ensure that the processes under which the election is conducted are transparent; and
- (6) must ensure suitable arrangements are made with Australia Post for the return of ballot papers to a box or locked bag at a post office.

Deleted: 012Q: Incorporates alterations of 6 September 2017 [R2017/124]

39. NOMINATION AND ELECTION OF COMMITTEE OF MANAGEMENT

- ii) The Manager of an election other than an electoral officer may take the action, and give the directions, the Manager considers reasonably necessary —
 - (1) to ensure no irregularities happen in the election; or
 - (2) to remedy a procedural defect that appears to the Manager to exist about the election.
- iii) To ensure the integrity of an election, the address for return of ballot papers must not be the Association's usual postal address.
- e) Closing day and time for nominations
 - i) The Manager of the election must fix the opening day and closing day for nominations for office.
 - ii) The closing day must be at least 28 days after notice is given under Sub-Rule (g).
 - iii) Nominations open at midday on the opening day and close at midday on the closing day.
- f) Starting and finishing days of ballot
 - i) If a ballot becomes necessary under Sub-Rule (j), the Manager of the election must fix the start and finish days for the ballot to decide the result of the election.
 - ii) The start day must not be before the closing day for nominations for the offices to be filled at the election.
- g) Calling for nominations
 - i) The Manager of the election must call for nominations for the offices to be filled by notice given to Members in 1 of the following ways—
 - (1) by post to each Member at the address recorded in the Members register;
 - (2) if the Association publishes a journal or newsletter that it gives to its Members free of charge, by advertisement in the journal or newsletter;
 - (3) in a daily newspaper circulating in the area where the Association's Members live or work.
 - ii) The notice must state—
 - (1) the opening day for nominations; and
 - (2) the closing day for nominations; and
 - (3) that nominations for office—
 - A. open at midday on the opening day; and
 - B. close at midday on the closing day; and
 - (4) who may nominate as a candidate in the election; and
 - (5) that nominations for office must be written, signed by the nominee and given to the Manager before nominations close; and
 - (6) the starting and finishing days for a ballot to decide the result of the election if a ballot becomes necessary under Sub-Rule (j); and
 - (7) that only a person who was a financial Member 30 days before the opening time for nominations may vote in the election; and
 - (8) that the ballot will be decided by a first-past-the-post system of voting.

Deleted: 012Q: Incorporates alterations of 6 September 2017 [R2017/124]

39. NOMINATION AND ELECTION OF COMMITTEE OF MANAGEMENT

- h) Nomination procedure
- i) A nomination for office must be written, signed by the nominee and given to the Manager of the election before nominations close.
 - ii) A person may not nominate for more than 1 office.
 - iii) The Manager must accept a nomination if—
 - (1) it complies with Sub-Rule (h)(i); and
 - (2) the nominee is an eligible Member.
 - iv) A candidate may withdraw the candidate's nomination by written notice given to the Manager no later than 7 days after nominations close.
- i) What happens if a nomination is defective
- If a nomination for an office is defective, the Manager must, before rejecting the nomination, notify the person concerned of the defect and, where practicable, give the person the opportunity of remedying the defect within a period of not less than 7 days after the person has been notified.
- j) When a ballot must be held
- If there are more candidates for election to an office than the number to be elected, the Manager must conduct a secret postal ballot under Sub-Rules (l) to (ee).
- k) Election without ballot
- The Manager of the election must declare a candidate elected to an office if—
- i) nominations have closed; and
 - ii) the number of candidates for the office is not more than the number of offices of the same type to be elected at the same time.
- l) Roll—preparation
- i) A roll for a ballot must be prepared at the direction of the Manager of the election.
 - ii) The roll of voters for any ballot is to be closed 7 days before the day on which nominations for the election open.
 - iii) The Manager must ensure the roll—
 - (1) states—
 - A. the name of each person who is an eligible Member of the Association in alphabetical order; and
 - B. each eligible Member's address, opposite their name.
 - iv) The Association must give the Manager—
 - (1) a copy of its Members register; and
 - (2) access to the Association's records reasonably necessary for the Manager to ensure the roll is accurate.
- m) Roll—inspection
- i) The Manager of the election must make the roll for the election available for inspection—
 - (1) in the period that—
 - A. starts on the day after the roll must be closed under Sub-Rule (l); and
 - B. ends 30 days after the result of the election is declared; and
 - (2) at the Manager's office when it is open for business.

Deleted: 012Q: Incorporates alterations of 6 September 2017 [R2017/124]

39. NOMINATION AND ELECTION OF COMMITTEE OF MANAGEMENT

- ii) A candidate, Member or a person authorised by the Manager may inspect the roll, free of charge.
 - iii) If, during the period stated in Sub-Rule (i), a candidate or Member asks for a copy of the roll or a stated part of the roll, the Manager must give the person the copy, free of charge.
- n) When someone can claim a right to vote
- i) Despite Sub-Rule (1)(iii), if an eligible Member's name does not appear on the roll, the Member may apply to the Manager of the election to have the Member's name included on the roll.
 - ii) If the Manager is satisfied the applicant is an eligible Member, the Manager must include the applicant's name on the roll.
- o) Ballot papers
- i) A ballot paper for the election must—
 - (1) have a watermark or other distinctive pattern that prevents it from being reproduced other than by the Manager or a person authorised by the Manager; and
 - (2) be of paper that will hide a vote marked on it from view when it is folded once; and
 - (3) be a different colour from the colour used for ballot papers at the 2 previous elections held for the Association; and
 - (4) list the names of each candidate once only for each office the election is for, with the surname first, followed by the candidate's other names; and
 - (5) state how the voter may vote; and
 - (6) state that the voter must fill in and sign the voting declaration or the vote will not be counted; and
 - (7) state that the voter must return the ballot paper to the Manager so it is received on or before the finish day of the ballot.
 - ii) The order of names on the ballot paper must be decided by lot.
 - iii) If 2 or more candidates have the same surname and first names, the candidates must be distinguished in an appropriate way.
 - Example--
 - The occupation of each candidate may be added to the ballot paper.
- p) Distributing voting material
- i) The Manager of the election must post the following things (the "voting material") to each voter—
 - (1) a ballot paper initialled by the Manager;
 - (2) an unsealed reply paid envelope (a "return envelope") addressed to the Manager;
 - (3) a declaration envelope that contains a removable flap or label in accordance with the Act;
 - (4) other material the Manager considers appropriate for the ballot including, for example, directions or notes to help the eligible Member to comply with these rules and cast a valid vote.
 - ii) Voting material must be posted to each voter—
 - (1) in a sealed envelope to the voter's address on the roll; and
 - (2) as soon as practicable, but no later than 2 days before the starting day of the ballot.

Deleted: 012Q: Incorporates alterations of 6 September 2017 [R2017/124]

39. NOMINATION AND ELECTION OF COMMITTEE OF MANAGEMENT

- iii) The voting declaration must state 'I certify that I am the person whose name appears on this envelope, I have voted on the ballot paper enclosed and I have not voted in this ballot previously'.
- iv) If a voter gives the Manager a notice that the voter will be at an address other than the address stated on the roll when voting material is to be given, the Manager must post the material to the other address.
- v) Before posting voting material to a voter, the Manager must mark a ballot number for each voter on—
 - (1) the roll against the voter's name; and
 - (2) the declaration form.
- vi) The Manager must give each voter a different ballot number.
- vii) The ballot numbers must start with a number chosen by the Manager.
- viii) A ballot paper or ballot envelope must not be marked in a way that could identify the voter.
- q) Manager must keep a ballot box
 - The Manager must get a ballot box and—
 - i) keep the box in a safe place; and
 - ii) seal the box in a way that—
 - (1) allows voting material to be put in it until the ballot finishes; and
 - (2) prevents voting material from being taken from it until votes for the ballot are to be counted.
- r) Duplicate voting material
 - i) This rule applies if voting material posted to a voter—
 - (1) has not been received by the voter; or
 - (2) has been lost or destroyed; or
 - (3) if the document is a ballot paper--has been spoilt.
 - ii) The voter may apply to the Manager of the election for a duplicate of the document.
 - iii) The application must—
 - (1) be received by the Manager on or before the finish day of the ballot; and
 - (2) state the grounds on which it is made; and
 - (3) if practicable, be substantiated by evidence verifying or tending to verify the grounds; and
 - (4) state that the voter has not voted at the ballot; and
 - (5) if the document is a spoilt ballot paper--be accompanied by the ballot paper.
 - iv) If the application complies with Sub-Rule (r)(iii), the Manager must—
 - (1) if the document is a spoilt ballot paper—
 - A. mark 'spoilt' on the paper; and
 - B. initial the paper beside that marking and keep the paper; and
 - C. give a fresh ballot paper to the voter; or
 - (2) otherwise--give a duplicate of the document to the voter.

Deleted: 012Q: Incorporates alterations of 6 September 2017 [R2017/124]

39. NOMINATION AND ELECTION OF COMMITTEE OF MANAGEMENT

- s) How long ballot is open
- A ballot must remain open for--
- i) at least 21 days; and
 - ii) no longer than 49 days.
- t) How to vote
- A voter may vote only by completing the following steps--
- i) completing a ballot paper by—
 - (1) writing a tick or cross in the square opposite the name or names of the number of candidates the voter may vote for under Sub-Rule (u) and
 - (2) complying with the instructions on the paper about how to vote;
 - ii) putting the ballot paper in a declaration envelope;
 - iii) sealing the declaration envelope;
 - iv) filling and signing the declaration on the removable flap or label on the declaration envelope;
 - v) putting the declaration envelope in the return envelope;
 - vi) sealing the return envelope;
 - vii) complying with any direction given under Sub-Rule (p)(i)(4);
 - viii) returning the return envelope to the Manager of the election so that the envelope is received on or before the finish day for the ballot.
- u) How many votes may be cast
- i) A voter may vote for only the number of candidates that is not more than the number of offices of the same type to be elected at the same time.
- v) How Manager must deal with voting material
- i) The Manager of the election must put all voting material returned to the Manager in the ballot box until voting has ended.
 - ii) If, after the finishing day for the election, the Manager receives a return envelope apparently containing a ballot paper for the election, the Manager must—
 - (1) keep the envelope sealed; and
 - (2) mark the envelope 'Received by the Manager after the finishing day for the ballot'; and
 - (3) keep the envelope in safe custody, but separately from return envelopes received before or on the finishing day.
- w) Scrutineers—appointment
- i) A candidate may—
 - (1) act personally as a scrutineer; or
 - (2) appoint another person (an "appointee") as a scrutineer for the candidate.
 - ii) An appointment must be in writing and signed by the candidate.
 - iii) A candidate must notify the Manager of the election of the name of the candidate's appointee as soon as possible after the appointee is appointed.

Deleted: 012Q: Incorporates alterations of 6 September 2017
[R2017/124]

39. NOMINATION AND ELECTION OF COMMITTEE OF MANAGEMENT

- iv) The Manager may refuse to allow an appointee to act as a scrutineer if—
 - (1) the Manager asks to inspect the appointment as a scrutineer; and
 - (2) the appointee does not produce it.
- x) Scrutineers' rights
Subject to Sub-Rule (y) a scrutineer may be present when—
 - i) ballot papers or other voting material for a ballot are prepared and given to voters; and
 - ii) voting material is received and put in safe custody under Sub-Rule (v); and
 - iii) votes are counted.
- y) Scrutineers--numbers attending
 - i) Each candidate may have only 1 scrutineer exercising a right under Sub-Rule (x) for each official present where the ballot is being conducted.
 - ii) In Sub-Rule (y)(i)—
"official" means—
 - (1) if the ballot is being conducted by the Australian Electoral Commission—an electoral officer; or
 - (2) if the ballot is not being conducted by the Australian Electoral Commission—
 - A. the Manager of the election; or
 - B. any other person appointed by the Manager to exercise the Manager's powers for the election.
- z) Initial scrutiny of voting material
 - i) As soon as possible after the ballot finishes, the Manager of the ballot must—
 - (1) seal the ballot box in a way that prevents voting material from being put in it; and
 - (2) take the ballot box to the place where votes are to be counted.
 - ii) The Manager must then—
 - (1) unseal the ballot box; and
 - (2) take out the return envelopes; and
 - (3) open each return envelope and take out the declaration envelope; and
 - (4) remove the flap or label containing the declaration from the declaration envelope, examine the declaration and mark off the voter's name on the roll; and
 - (5) check the ballot number on the declaration against the ballot number marked against the voter's name on the roll; and
 - (6) ensure the declaration is signed.
 - iii) After complying with Sub-Rule (z)(ii), the Manager must put the declaration envelopes in a container and the 'torn-off' declarations into another container if satisfied—
 - (1) each declaration is signed; and
 - (2) the ballot number on each declaration corresponds with the ballot number marked beside the voter's name on the roll.

Deleted: 012Q: Incorporates alterations of 6 September 2017 [R2017/124]

39. NOMINATION AND ELECTION OF COMMITTEE OF MANAGEMENT

- iv) However, the Manager must not put a declaration envelope or declaration in the containers mentioned in Sub-Rule (z)(iii) if—
 - (1) the Manager reasonably believes the voter to whom it was sent did not sign the declaration; or
 - (2) the person named on the declaration is not the person to whom it was sent.
 - v) The Manager must keep declaration envelopes and declarations excluded under Sub-Rule (z)(iv) separate from other declaration envelopes and declarations.
 - vi) A declaration is valid only if—
 - (1) it complies with Sub-Rule (z)(iii)(1) and (2); and
 - (2) Sub-Rule (z)(iv) does not apply.
 - vii) A valid declaration must be accepted as valid, and an invalid declaration must be rejected, by the Manager.
 - viii) If a declaration is accepted as valid by the Manager the Manager must—
 - (1) note the acceptance of validity on the declaration; and
 - (2) record the correct ballot number on the roll against the name of the voter who signed the declaration.
 - ix) After separating the declaration envelopes and declarations, the Manager must, in the following order—
 - (1) seal the container holding declarations;
 - (2) open the declaration envelopes not excluded under Sub-Rule (z)(iv) and take out the ballot papers;
 - (3) if a declaration envelope contains more than 1 ballot paper for each office the election is for, mark each of the ballot papers from the envelope 'informal under Sub-Rule (aa)(ii)(5)';
 - (4) put all of the ballot papers in the ballot box.
- aa) Counting votes
- i) To count votes the Manager of the election must—
 - (1) admit the formal votes and reject the informal votes; and
 - (2) count the formal votes, and record the number for each candidate; and
 - (3) count the informal votes.
 - ii) A vote is informal only if—
 - (1) the ballot paper is not initialled by the Manager and the Manager is not satisfied the paper is authentic; or
 - (2) the ballot paper is marked in a way that allows the voter to be identified; or
 - (3) the ballot paper is not marked in a way that makes it clear how the voter meant to vote; or
 - (4) the ballot paper does not comply with a direction given under Sub-Rule (p)(i)(4); or
 - (5) the ballot paper was taken from a ballot envelope that contained another ballot paper for the office the election is for.

Deleted: 012Q: Incorporates alterations of 6 September 2017 [R2017/124]

40. NOMINATION AND ELECTION OF EXECUTIVE MEMBERS

- bb) Scrutineers' objections
- i) Before votes are counted, a scrutineer may advise the Manager that the scrutineer considers an error has been made in conducting the ballot.
 - ii) When votes are counted, a scrutineer may—
 - (1) object to a ballot paper being admitted as formal or rejected as informal by the Manager of the election; or
 - (2) advise the Manager of the election that the scrutineer considers an error has been made in conducting the ballot or counting votes.
 - iii) If a scrutineer advises the Manager under Sub-Rule (bb)(i) or (bb)(ii)(2), the Manager must—
 - (1) decide whether the error has been made; and
 - (2) if appropriate--direct action to correct or mitigate the error.
 - iv) If a scrutineer objects under Sub-Rule (bb)(ii)(1), the Manager must--
 - (1) decide whether the ballot paper is to be admitted or rejected; and
 - (2) note the decision on the ballot paper and initial the note.
- cc) Direction by Manager to leave count
- The Manager of the election may direct a person to leave the place where votes are being counted if the person—
- i) does not have the right to be present at the count; or
 - ii) interrupts the count, other than to exercise a scrutineer's right.
- dd) How result is decided
- i) The method of deciding the result of a ballot is by a first-past-the post system.
 - ii) That number of candidates corresponding with the number of offices to be filled who have the most formal votes are elected.
 - iii) This Rule is subject to Sub-Rule (ee).
- ee) What happens if votes for 2 or more candidates are equal
- i) If the Manager can not decide which candidate is elected to an office because the votes cast for 2 or more candidates are equal, the Manager of the election must decide which candidate is elected by drawing lots.
 - ii) A decision under Sub-Rule (ee)(i) must be made in the presence of any scrutineer who wishes to attend.

40. NOMINATION AND ELECTION OF EXECUTIVE MEMBERS

- a) The Executive Members will be elected by a Collegiate Electoral System.
- b) The Electoral College will be the Committee of Management.
- c) The outgoing Secretary will appoint, in accordance with the Act, a Manager of the election (for the purposes of these Rules "the Manager") who is not the holder of any office in, a Member of the Committee of Management or an employee of the Association.
- d) Nominations will be in writing, signed by the candidate and seconded by another member of the Electoral College and will be delivered to the Manager prior to the commencement of the first meeting of the Committee of Management next following the election of Members of the Committee of Management (for the purposes of this Rule "the Meeting").

Deleted: 012Q: Incorporates alterations of 6 September 2017
[R2017/124]

41. TERM OF OFFICE

- e) If the Manager finds that a nomination is defective, the Manager will, before rejecting the nomination, notify the person concerned of the defect and, where it is practicable to do so, give the person the opportunity of remedying the defect.
- f) The Manager will notify each member of the Electoral College of the opening and closing time of the ballot which will be conducted at the Meeting.
- g) If at the close of nominations, only the required number of nominations have been received for the offices, the Manager will declare such candidates as elected.
- h) If there are more than the required number of candidates for office, the Manager will conduct, at the Meeting, an election by secret ballot of the members of the Electoral College.
- i) Any candidates may appoint a scrutineer, and the provision of Sub-Rule 39(w) in relation to scrutineers will apply.
- j) The Manager will arrange for the preparation of ballot papers on which the names of the candidates, for each contested office, will appear in alphabetical order.
- k) The Manager will initial and hand to each member of the Electoral College a ballot paper.
- l) Each member of the Electoral College will cast a vote by completing the ballot paper striking out the name of each candidate the voter does not wish to vote for, and by placing the completed ballot paper in the ballot box in the control of the Manager at the Meeting. Each member of Electoral College may vote for only the number of candidates that is not more than the number of offices of the same type to be elected at the same time.
- m) Any member who will not be present at the meeting at which the ballot is to be held may:
 - i) lodge a request with the Manager for an absentee vote, together with an address where such member can receive communications, and, if any member has done so, the Manager will not declare the result of the ballot until such member has been given reasonable opportunity to vote;
 - ii) appoint another member of the Electoral College to vote as their proxy and such appointed member will be entitled to vote in their own right and as proxy, provided, and despite any other Rule to the contrary, that no member of the Electoral College can exercise more than one proxy vote.
- n) The candidate or candidates securing the highest number of votes will be declared elected.
- o) What happens if votes for 2 or more candidates are equal
 - i) If the Manager can not decide which candidate is elected to an office because the votes cast for 2 or more candidates are equal, the Manager of the election must decide which candidate is elected by drawing lots.
 - ii) A decision under Sub-Rule 40(o)(i) must be made in the presence of any scrutineer who wishes to attend.
- p) The Manager will declare the result in writing, as soon as the count is completed, to the Committee of Management.
- q) The candidate, or candidates, elected will take office upon the declaration by the Manager of the result of the election and each will, subject to these Rules, hold office until their successors are elected.

41. TERM OF OFFICE

- a) The ordinary term of office of all Committee Members will be 2 years commencing in 2015. The current term of 1 year will apply for the 2014 elections.
- b) The ordinary term of office of all Executive Members will be 2 years.

Deleted: 012Q: Incorporates alterations of 6 September 2017 [R2017/124]

44. CESSATION OF OFFICE

- c) Members of the Committee of Management and Executive Members will hold office until their successors are elected in elections held in accordance with these Rules unless they earlier transfer from their pilot base, die, resign, are dismissed from office, or otherwise cease to hold office in accordance with the Act and these Rules.
- d) Nothing in this rule will permit a Member of the Committee of Management or Executive Member from holding office for a period in excess of five years without re-election.

42. CASUAL VACANCY

- a) A casual vacancy will occur in any office of the Association, where the holder of an office dies, resigns, is removed from office, does not take up office or ceases to hold office, in accordance with the Rules.
- b) Casual vacancies will be filled in accordance with this Rule.
- c) Where a casual vacancy occurs, and the unexpired portion of the term of office is more than twelve months, the vacancy will be filled by election in accordance with the relevant election rule of these Rules.
- d) Where a casual vacancy occurs and the unexpired portion of the term of office is less than twelve months the vacancy will be filled as provided for in Sub-Rule (e) and (f).
- e) In the case of a casual vacancy in the office of any Executive Member, the Committee of Management may appoint by resolution or elect an eligible Committee of Management Member to the Office for such unexpired portion of the term;
- f) In the case of a casual vacancy of a Member of the Committee of Management who is not an Executive Member, the Committee of Management may appoint a Member from the electorate, from which the Member of the Committee of Management who held the Office immediately prior to the vacancy occurring was elected.
- g) The successful candidate or appointee will hold office until the next election for the office held in accordance with the relevant election rule of these Rules.

43. VACANCIES IN OFFICE

- a) Should the office of an Executive Member position become vacant, the Committee of Management will temporarily fill such vacancy by appointment by, and from, the Members of the Committee of Management at the next Committee of Management meeting held after such vacancy arises, until an election or appointment can be made pursuant to these Rules on the following basis:
 - i) if the vacancy is in the office of President, the Vice President may serve in that office;
 - ii) if the vacancy is in the office of Secretary, the Treasurer will act in that office;
 - iii) if the vacancy is in the office of Treasurer, the Secretary will act in that office.

44. CESSATION OF OFFICE

- a) If an Executive Member or Member of the Committee of Management ceases to be a financial Member of the Association, then their office will be declared vacant.
- b) An Executive Member may be removed from Office by a decision of the Committee of Management, and a Member of the Committee of Management may be removed, by a decision of a General Meeting provided that:
 - i) the Executive Member or Member of the Committee of Management sought to be removed will be provided by the proposer of the motion seeking their removal with particulars of the grounds to be relied upon for the removal and will be afforded a reasonable opportunity to be heard in answer to what is alleged, before the meeting votes on the motion;

Deleted: 012Q: Incorporates alterations of 6 September 2017 [R2017/124]

46. REGISTER OF MEMBERS

- ii) no Executive Member or Committee Member will be dismissed unless they have been found guilty, under the rules of the Association, of:
 - (1) misappropriation of funds of the Association; or
 - (2) substantial breach of the Rules of the Association; or
 - (3) gross misbehaviour or gross neglect of duty.

45. REGISTERED OFFICE

The Association office and place of meeting for the business of the Association will be at the offices of Suite 7.04, 247 Coward Street, Mascot, NSW or such other place as the Committee of Management may from time to time decide.

46. REGISTER OF MEMBERS

- a) The Secretary will keep at the Registered Office of the Association an up-to-date Register of Members of the Association.
- b) The Register will show:
 - i) the full name of the Member;
 - ii) the full postal address of the Member;
 - iii) the date of admission of the Member to the Association;
 - iv) whether the Member became a Member under an agreement entered into under subsection 151(1) of the Act;
 - v) any subscriptions, levies and fines owing to the Association by the Member;
 - vi) the name and address of the Member's employer;
 - vii) the Pilot Base to which the Member is assigned;
 - viii) the fleet to which the Member is assigned.
- c) The Secretary will:
 - i) supply such information from the Register as may from time to time be required by the Committee of Management;
 - ii) transfer to a separate register the names and particulars of all Members whose membership of the Association has ceased;
 - iii) in each year keep a record of each election that must, under the rules, be held during each year commencing 1 January for an office in the Association;
 - iv) in each year keep a record of members on 31 December in the previous year.
- d) The Secretary will maintain a separate list of the persons holding office in the Association showing each officer's name, residential and postal address, occupation and the name and address of their employer.
- e) In the event that the Association should enter into an agreement under subsection 151(1) of the Act the Secretary will keep a record of the number of members who were, on 31 December in the previous year, ineligible State members within the meaning of section 150 of the Act.
- f) The Register of Members and list of Officers will be kept up to date and will be available for production to, or inspection by, the Returning Officer, the Auditor, any officer holding office under the Rules, any Member so authorised from time to time by the Committee of Management or by the Registrar or any person authorised by the Registrar.

Deleted: 012Q: Incorporates alterations of 6 September 2017
[R2017/124]

47. CHANGE OF ADDRESS

- a) In the event of a Member changing their:
 - i) place of residence, or
 - ii) employer, or
 - iii) place of employment, or
 - iv) postal address,the Member will notify such change to the Secretary in writing within fourteen days.

48. INSPECTION OF BOOKS

The Register of Members, Minutes of Meetings and the financial records of the Association will, subject to these Rules, be open to personal inspection, at reasonable times, by all Members at the Registered Office of the Association on application in writing to the Secretary on not less than 48 hours' notice.

49. INDUSTRIAL DISPUTES

- a) When a notification of industrial dispute is to be made under the Act, such notification will be authorised by the Committee of Management provided that when it is not practicable to have the Committee of Management convened for the purpose, the President will authorise the notification.
- b) Once such authorisation is given, the notification will be given or filed as required by the Act by the President, Committee Member or employee designated at the time to do so.
- c) Where in the opinion of the President and one third of the Committee of Management a meeting of Members is necessary, the President will take such lawful action as is necessary to call a meeting in accordance with the provisions for General Meetings.

50. INDUSTRIAL REPRESENTATION

- a) Each Member authorises the Association to act as their agent in dealings with their employer and to enter into binding legal agreements on their behalf in respect of their employment provided that:
 - i) such agreements are collective industrial agreements entered into in good faith for the benefit of the Members concerned; and
 - ii) the terms of any agreement have been approved by the Members.
- b) In agreements made pursuant to Sub-rule (a) the Association may act as both party principal and as agent on behalf of its Members.
- c) The Committee of Management will appoint the representatives of the Association for the conduct of negotiations.

51. EXECUTION OF DOCUMENTS

The President will be authorised to execute on behalf of the Association, contracts of employment for Association staff, collective industrial agreements and all other documents or instruments.

52. INDEMNITY

- a) All Executive Members, Committee Members and employees will be indemnified by the Association, to the extent only of its assets, from all losses and expenses incurred by them in or about the discharge of their respective duties, except such as occur through their own wilful default.
- b) No Executive Member, Committee Member or employee will be liable for any other Executive Member, Committee Member or employee or for any loss or expense sustained by the Association, unless such loss or expense occurs through their own wilful default.

Deleted: 012Q: Incorporates alterations of 6 September 2017 [R2017/124]

53. COMMON SEAL

- a) There will be a common seal of the Association which will contain the words:
“Common Seal - VIPA”
- b) The common seal of the Association will be affixed to any document requiring a common seal, which will include any collective industrial agreement.
- c) The President will be authorised to affix the seal of the Association to any document.

54. INTERPRETATION OF RULES

- a) The Rules of the Association will be construed liberally and so as to facilitate the functioning of the Association in accordance with the requirements of all applicable legislation of the States and of the Commonwealth of Australia.
- b) The President will be empowered in case of dispute to rule upon the interpretation of these Rules and in any case where the Association Rules are silent upon a question of procedure will be, subject to these Rules, responsible for directing the course to be taken.
- c) Should any question arise at any time on a matter which is not fully provided for by these Rules the Committee of Management will determine the question, providing that pending such determination the President will rule upon the question and such ruling will be binding until such determination is given.

55. DISSOLUTION OF THE ASSOCIATION

- a) The Association may at any time be dissolved by resolution of the Members of the Association provided that, a majority of membership vote on such resolution and that of those Members voting a majority vote in favour of such resolution.
- b) Voting on a dissolution resolution will be by secret postal ballot and the minimum elapsed time from ballot initiation to ballot closure will be 42 days.
- c) In the event that the Members of the Association vote for dissolution of the Association, the Committee of Management is to make an application for cancellation of registration of the Association pursuant to regulation 30 of the RAO Schedule prior to dissolution of the Association being effected.
- d) Upon the dissolution of the Association, its assets shall be realised, and the debts and liabilities of the Association shall be satisfied and subject to the debts being satisfied, the assets shall be divided among Members existing at the date of dissolution in proportion to the amount of subscriptions, contributions and levies paid by them during the preceding 12 months.

56. ALTERATIONS TO RULES

- a) The Rules of the Association will not be altered except by resolution of the Committee of Management, and no alteration to the Rules of the Association will be effective unless agreed to by a special majority.

57. REFERENDA

- a) A referendum will be carried out, if required by a resolution of the Committee of Management or of a General Meeting of Members, to determine issues.
- b) In addition to paragraph (a) a referendum will be held upon receipt of a requisition signed by 15% of the Members raising an issue for determination, in accordance with the following:
 - i) the requisition will be forwarded to the Secretary; and
 - ii) within 45 days of receipt by the Secretary of the requisition the Committee of Management will, by resolution, frame a question for the referendum.

Deleted: 012Q: Incorporates alterations of 6 September 2017 [R2017/124]

58. RULES OF DEBATE

- c) The referendum will be conducted by the Returning Officer in the following manner:
- i) The referendum will be a secret ballot;
 - ii) The referendum will be commenced by the posting of ballot papers to each Member's home address within 100 days of the date of resolution referred to in Sub-Rule (a) or Sub-Rule (b)(ii);
 - iii) The ballot papers will include voting instructions and two envelopes to be used as follows:
 - (1) the completed ballot paper to be placed inside the small envelope which has no marking on it;
 - (2) the small envelope to be placed inside another envelope bearing the Member's name and address or identification number on the back, which is to be returned to the Returning Officer;
 - (3) the Returning Officer should use the addressed or numbered envelope to ensure that there are no irregularities in the voting;
 - (4) the closing date of a referendum should be at least 28 days after the date of posting of the ballot papers;
 - (5) it is competent for the Returning Officer to appoint an Acting Returning Officer or Officers as required to assist in conducting a referendum;
 - (6) at the counting of the ballot there should be 2 scrutineers;
 - (7) it is the Returning Officer's responsibility alone to determine informal votes;
 - (8) the result of the referendum will be determined by a majority of the votes cast and will be binding upon all Members of the Association and the Committee of Management.

58. RULES OF DEBATE

- a) These Rules of Debate will apply to Committee of Management meetings and General Meetings.
- b) All business will proceed by way of motion which will be affirmative in character.
- c) All motions and amendments will be placed in writing when directed by the Chairperson.
- d) The right of speaking on any subject will belong to the Member who first raises their hand.
- e) In moving a motion a Member will explain their proposal as briefly as possible.
- f) A motion or amendment not seconded will lapse.
- g) A seconder of a motion may reserve their right to speak later.
- h) A Member will not speak more than once to a motion or amendment except the mover of the original motion will have the right to reply.
- i) No further discussion is allowed after the mover has replied.
- j) A motion may be amended by leaving out substituting or adding words but an amendment will not be accepted by the Chairperson which is a direct negative to a motion or which does not preserve the substance of a motion.
- k) Any number of amendments may be proposed and discussed simultaneously with the original motion.
- l) Amendments will be put to the vote in the order in which they are received.
- m) A motion may be superseded at any time by another motion "that the current motion be discharged from the agenda".

Deleted: 012Q: Incorporates alterations of 6 September 2017 [R2017/124]

60. COPY OF THE RULES

- n) The time of discussion for each motion will be limited to one hour and a Member will not be allowed more than five minutes to speak to a motion or amendment unless with the concurrence of the meeting.
- o) No more than two Members will speak in succession on one side either for or against a motion and if at the conclusion of the second speaker's remarks no Member speaks on the other side the motion or amendment will be put to the meeting after the mover has replied.
- p) A Member when speaking will not be interrupted unless called to order when the Member calling to order will be heard in support of the point of order, provided that the Chairperson may at that stage decide the point of order or hear future discussion but such point of order will be decided before the debate is resumed.
- q) Immediately the debate on any motion is concluded the question will be resolved by voting.
- r) In the event of the voting on any question being equal the Chairperson will declare the motion lost.
- s) A motion for the adjournment of a motion or a meeting to any stated day or time may be moved at any time and if carried such resolution will not in any way be abrogated.
- t) A motion to rescind a resolution cannot be moved unless notice was given at the previous meeting.
- u) Where the Rules of Debate are silent the Chairperson will make the ruling but a Member who is dissatisfied with the ruling by the Chairperson may move a motion "that the ruling by the Chairperson be dissented from" and the Chairperson will then invite a Vice President to preside or call for nominations from the floor for a Temporary Chairperson and only the mover will be permitted to speak except that the Chairperson may state the reason for their ruling. The Chairperson will resume the chair when the vote has been taken.

59. BY-LAWS

- a) The Committee of Management may, from time to time, by a majority determine to make, and make, By-laws to facilitate the governance of the Association.
- b) Any By-laws made must be consistent with these Rules and must not concern any matters that are required by the Act to be consented to by the Fair Work Commission or certified by the Industrial Registrar.
- c) Any By-laws made must be notified to the Members and will not be binding until 14 days has elapsed following notification, provided that notice of by-laws having been made, may be given by means of publication on the Association's web site or in the Association's journal.
- d) The Secretary will cause to be kept a register of By-laws which provides the date which a by-law was made, the resolution of the Committee of Management making the by-law, and the date on which notice was given.

60. COPY OF THE RULES

- a) Each Member, who is financial within the meaning of these Rules, will be entitled upon request to receive free of charge a copy of these Rules and if a further copy is required a Member, who is financial within the meaning of these Rules, may obtain the copy on application to the Secretary and on payment of 10 dollars or such other reasonable sum as may be set from time to time by the Committee of Management.

END OF RULES

Deleted: 012Q: Incorporates alterations of 6 September 2017 [R2017/124]