[077N: Incorporates alterations of 01/01/2014 determined on 04/12/2013 (R2013/78)] (*replaces 24/05/2004 version*]

I CERTIFY under section 161 of Schedule 1B of the Workplace Relations Act 1996

that the pages herein numbered 1 to 25 both inclusive contain a true and correct copy

of the registered rules of the Timber Trade Industrial Association

DELEGATE OF THE GENERAL MANAGER

[IMPORTANT: Enquiries about these rules or other rules relating to this organisation which are currently in force may be directed to any office of the Fair Work Commission.]

Rules of the Timber Trade Industrial Association

Contents

[TIMBER TRADE INDUSTRIAL ASSOCIATION CONSTITUTION & RULES 1](#_Toc376435622)

[1 - NAME 1](#_Toc376435623)

[2 - REGISTERED OFFICE 1](#_Toc376435624)

[3 - OBJECTS 1](#_Toc376435625)

[4 - INTERPRETATION 3](#_Toc376435626)

[5 - ELIGIBILITY FOR MEMBERSHIP 4](#_Toc376435627)

[6 - INDUSTRY 4](#_Toc376435628)

[7 - ADMISSION TO MEMBERSHIP 4](#_Toc376435629)

[7A - INFORMATION TO APPLICANTS FOR MEMBERSHIP 4](#_Toc376435630)

[8 - RESIGNATION OF MEMBERSHIP 4](#_Toc376435631)

[8A - ASSIGNMENT OR TRANSFER OF MEMBERS' BUSINESS 5](#_Toc376435632)

[9 - TERMINATION OF MEMBERSHIP 5](#_Toc376435633)

[10 - NO RIGHTS ON TERMINATION 6](#_Toc376435634)

[11 - MEMBER REPRESENTATIVE 6](#_Toc376435635)

[12 - REGISTER OF MEMBERS 6](#_Toc376435636)

[13 - SUBSCRIPTION 6](#_Toc376435637)

[14 - LEVIES 6](#_Toc376435638)

[15 - UNFINANCIAL MEMBERS 6](#_Toc376435639)

[16 - GENERAL MEETINGS 7](#_Toc376435640)

[17 - NOTICE OF GENERAL MEETING 7](#_Toc376435641)

[18 - PROCEEDINGS AT GENERAL MEETINGS 8](#_Toc376435642)

[19 - VOTES OF MEMBERS 9](#_Toc376435643)

[20 - COUNCIL 9](#_Toc376435644)

[21 - POWERS AND DUTIES OF THE COUNCIL 9](#_Toc376435645)

[22 - PROCEEDINGS OF THE COUNCIL 11](#_Toc376435646)

[23 - OFFICE-BEARERS 12](#_Toc376435647)

[24 - SECRETARY-TREASURER 12](#_Toc376435648)

[25 - CASUAL VACANCIES 13](#_Toc376435649)

[26 - ELECTIONS 13](#_Toc376435650)

[27 - ELECTION OF COUNCILLORS 13](#_Toc376435651)

[28 - ACCOUNTS 16](#_Toc376435652)

[29 - AUDIT 17](#_Toc376435653)

[30 - ELECTION OF OFFICE BEARERS 17](#_Toc376435654)

[31 - NOTICES 20](#_Toc376435655)

[32 - GENERAL 21](#_Toc376435656)

[33 - ELIGIBILITY TO HOLD OFFICE AND REMOVAL FROM OFFICE 21](#_Toc376435657)

[34 - TRANSITIONAL RULE 22](#_Toc376435658)

[35 - LOANS, GRANTS AND DONATIONS 22](#_Toc376435659)

[36 - ASSOCIATION POLICIES AND PROCEDURES 22](#_Toc376435660)

[37. DISCLOSURE OF OFFICER’S RELEVANT REMUNERATION AND NON-CASH BENEFITS 23](#_Toc376435661)

[38 - DISCLOSURE OF OFFICER’S MATERIAL PERSONAL INTERESTS 23](#_Toc376435662)

[39 - DISCLOSURE BY ASSOCIATION OF PAYMENTS 23](#_Toc376435663)

[40 - OFFICERS TO UNDERTAKE APPROVED TRAINING 24](#_Toc376435664)

[41 - DEFINITONS FOR RULES 36 TO 40 24](#_Toc376435665)

# TIMBER TRADE INDUSTRIAL ASSOCIATION CONSTITUTION & RULES

## 1 - NAME

The name of the Association is "Timber Trade Industrial Association" (hereinafter referred to as "the Association") and is established by the employers in the timber industry.

## 2 - REGISTERED OFFICE

The registered office of the Association shall be at 13-29 Nichols Street, Surry Hills, NSW or at such other place as the Council may from time to time determine.

## 3 - OBJECTS

(1) To act as an organisation and/or industrial union of employers under the laws of the Commonwealth of Australia and its territories or any State within the Commonwealth.

(2) To submit industrial disputes to Conciliation or Arbitration under the Industrial Relations Act, 1988 (Cth) (as amended) or such other Act of the Commonwealth of Australia or of any State within the Commonwealth.

(3) To conform to the Industrial Relations Act, 1988 (Cth) (as amended) and the Industrial Relations Act, 1991 (NSW) (as amended).

(4) To register as an Association, organisation and/or industrial union of employers under any Act or Acts Federal or State relating to industrial arbitration or conciliation.

(5) To improve the relations of Members of the Association with their employees or with producers, manufacturers, distributors and consumers of timber products either in Australia or abroad.

(6) To secure to the Members of the Association all the advantages of unity of action and to protect the interests of Members in any lawful manner whatsoever in all matters relating to the timber industry.

(7) To act as arbitrators in the settlement of, and to appoint committees to deal with disputes between Members and their employees.

(8) To bring any industrial disputes, claims or matters relating to industrial matters before any Court, Commissioner, Committee, Enquiry, Board or any Tribunal whatsoever of the Commonwealth of Australia including, but without limiting the generality of the foregoing, the High Court of Australia, the Federal Court of Australia, the Australian Industrial Relations Commission and any Court, Commission, Tribunal or body constituted pursuant to the Industrial Relations Act, 1988 (Cth)(as amended), the Industrial Relations Act, 1991 (NSW) (as amended) or the Industrial and Commercial Training Act, 1989 (NSW) (as amended).

(9) To represent the interests of employers in all branches of the timber industry before Courts, Boards, Conciliation Committees, other tribunals, any other bodies, and at conferences with Trades Unions, and other bodies of employers or employees.

(10) To act and do such things as the Association may from time to time determine conducive to promoting and advancing the interests of the timber industry in all or any of its branches represented in the Association throughout the Commonwealth of Australia and its territories.

(11) To effect a thorough organisation of employers in the timber industry with a view to improving the condition of the industry in every proper and lawful manner.

(12) To print and publish material for the spreading of information with respect to matters having relation to the objects of the Association.

(13) To join or become a member of any other Association or Industrial Union of employers.

(14) To subsidise or assist any such other Association or Industrial Union of employers.

(15) To act in conjunction or affiliate with and to appoint representatives to any Association or Union of employers, either in Australia or abroad.

(16) To enter into any affiliation, merger, amalgamation or alliance with, or to promote or assist in the promotion of any other association, company, firm or chamber, having objects similar to or calculated to benefit generally the Members of this Association and to acquire shares and interests or lend money upon debentures, or otherwise to any such association, company or firm.

(17) To enter into any affiliation, merger, amalgamation or alliance with or to support or to promote or assist in the promotion or to enter into any contracts with any other association or company having the object of indemnifying in any lawful manner, members or groups of members of this Association or employers generally against the whole or part of losses suffered by them in consequence of any industrial dispute or calling out of workmen or employees contrary to the provisions of any federal or state awards or otherwise contrary to law and to acquire shares and interests in or lend money upon debentures or otherwise to any such association or company.

(18) To establish bursaries and scholarships for educational purposes, and to furnish and award competitive prizes, or make contributions to prize funds of educational establishments.

(19) To promote or encourage any technical or other forms of education for the development of efficient workmen or employees in all or any branches of the timber industry.

(20) To purchase, take on lease, or license, or hire, or otherwise acquire, real or personal property of any kind in furtherance of the objects of the Association, and to sell, exchange, or otherwise dispose of any real or personal property on such terms as may be considered expedient.

(21) To construct, maintain, and alter buildings, works, plant and machinery, necessary or convenient for the purpose of the Association.

(22) To hire and employ staff and to obtain professional and other assistance and advice as may be required and to pay any fees, salaries or wages therefor.

(23) To spend money in any way whatsoever with a view of improving, developing, protecting, safeguarding or organising the timber industry and in the interests of members generally.

(24) To promote or oppose legislative and other measures affecting or likely to affect the timber industry.

(25) To prosecute or defend any suits, applications, and proceedings, before any Court or tribunal whatsoever, as may be deemed necessary or expedient in the interests of the Association or its Members.

(26) To enter into contracts calculated to benefit either groups of Members or Members generally.

(27) To sign and execute all deeds, documents, and other instruments, of every nature and kind whatsoever for carrying out the purposes of the Association herein set out.

(28) To make, draw, accept, endorse, discount, execute, negotiate or issue, such cheques, promissory notes, bills of exchange, bills of lading, warrants, debentures, and other negotiable or transferable instruments or securities, as may be deemed necessary for the carrying out of the objects of the Association.

(29) To accept, undertake, or execute, any trust or gift which may be deemed to be in accordance with, or which may further the objects of the Association, or any of them.

(30) To lend, borrow, or raise, or secure the payment of, money in such manner as the Association shall think fit upon such terms and conditions as shall be deemed expedient, and in particular, by mortgage or debenture, perpetual or otherwise, or other securities, and to charge if need be such mortgages, debentures, or other securities, upon the floating assets or upon all or any of the property of the Association, present or future.

(31) To guarantee the performance of contracts in furtherance of the objects of the Association.

(32) To raise funds by means of subscription of members and levies on members and otherwise, and impose fines on members for all the purposes and objects of the Association in such amounts and in such manner as is determined by the Association.

(33) To do all such other lawful things as may appear to be incidental or conducive to the above objects or any of them.

(34) To adopt any additional objects from time to time.

## 4 - INTERPRETATION

In the interpretation of these rules and this Constitution the following words and expressions shall have the meaning hereinafter specified, unless the context otherwise requires:-

"Association" means the Timber Trade Industrial Association.

"Council" means the Council of the Association.

"In writing" or "written" includes, printing, photography, lithography, typewriting and other modes of representing or reproducing words in a visible form.

"Member" shall mean a member in accordance with the Rules hereof.

"Month" means a calendar month.

"Office" means the registered office for the time-being of the Association.

"President" means the President of the Association and includes any other Office-Bearer of the Association from time to time acting as President of the Association by the authority of the Council.

"Secretary-Treasurer" means the duly elected Secretary-Treasurer of the Association and includes any other person from time to time acting as Secretary-Treasurer by the authority of the Council.

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

Words importing the masculine gender include the feminine gender.

Words importing persons include companies, partnerships, firms and corporations, statutory or otherwise.

## 5 - ELIGIBILITY FOR MEMBERSHIP

Such persons as the Council shall admit to membership shall be members of the Association.

## 6 - INDUSTRY

The Industry in respect of which the Association is registered under the Conciliation and Arbitration Act, 1904 (as amended) is the Timber Industry.

## 7 - ADMISSION TO MEMBERSHIP

Each applicant for membership of the Association shall complete a form of Application framed in such terms as the Council shall determine and shall lodge it with the Association. The Council shall thereafter advise the Applicant as to the result of such Application. A successful Applicant shall become a member of the Association upon payment of the appropriate subscription.

## 7A - INFORMATION TO APPLICANTS FOR MEMBERSHIP

The Association shall inform applicants for membership, in writing, of:-

(a) the financial obligations arising from membership; and

(b) the circumstances, and the manner, in which a member may resign from the Association.

## 8 - RESIGNATION OF MEMBERSHIP

(1) A member of the Association may resign from membership by written notice addressed and delivered to the Secretary-Treasurer.

(2) A notice of resignation from membership of the Association takes effect:-

(a) where the member ceases to be eligible to become a member of the Association;

(i) on the day on which the notice is received by the Association; or

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

whichever is later; or

(b) in any other case:-

(i) at the end of 2 weeks after the notice is received by the Association; or

(ii) on the day specified in the notice;

whichever is later.

(3) 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.

(4) A notice delivered to the Secretary-Treasurer shall be taken to have been received by the Association when it was delivered.

(5) A notice of resignation that has been received by the Association is not invalid because it was not addressed and delivered in accordance with subrule (1).

(6) Resignation from membership of the Association is valid even if it is not effected in accordance with this rule if the member is informed in writing by or on behalf of the Association that the resignation has been accepted.

## 8A - ASSIGNMENT OR TRANSFER OF MEMBERS' BUSINESS

Within 14 days after:-

(a) the business, or part of the business, of a member of the Association is assigned or transferred to a person who is not a member of the Association; or

(b) such a person succeeds to the business, or part of the business, of a member of the Association;

the member of the Association shall notify the Association in writing of the assignment, transfer or succession.

## 9 - TERMINATION OF MEMBERSHIP

The membership of the Association of any member shall terminate:-

(1) Upon the passing by Council of a resolution that the name of such member be removed from the Register of Members of the Association on the ground that the member has broken one or more of the rules of the Association; provided that Council shall not resolve that the name of a member be removed from the Register of Members on any such ground unless such member shall have been charged in writing at least 14 days previously with a breach of the Rules and unless such member shall have been afforded the opportunity of appearing before such Council for the purpose of answering the charge;

(2) In the case of an individual upon the making of a sequestration order or the execution of a deed of assignment or arrangement for the benefit of creditors against or by the individual;

(3) In the case of a firm upon the dissolution thereof or upon the making of a sequestration order or the execution of a deed of assignment or arrangement for the benefit of creditors against or by the firm or any member thereof;

(4) In the case of a company upon the notification in a Government Gazette of the winding up or liquidation thereof. Provided that at the written request of the liquidator, accompanied by his undertaking to pay in full all membership and other dues accruing as from the date of the commence­ment of the liquidation, Council may provide that the membership of the company in liquidation shall not terminate.

## 10 - NO RIGHTS ON TERMINATION

Any member who withdraws from membership, or whose membership is otherwise terminated pursuant to these Rules, shall cease to have any claim or interest of any nature whatsoever to or in any of the funds or assets of the Association or against any member of Council or against any member of the salaried staff of the Association.

## 11 - MEMBER REPRESENTATIVE

(1) A member may, and in the case of a firm or body corporate shall, by notice in writing to the Association appoint a representative to act for such member in all matters connected with the Association and in like manner remove any such representative and appoint another in his place or in the place of a representative who has resigned or died.

(2) A member may appoint in like manner one or more alternative represen­tatives and may also in like manner remove any such alternative representative and appoint another in his place or in the place of an alternative representative who has resigned or died.

(3) An alternative representative of a member may during the absence of the representative of the member act in the place of such representative.

(4) A representative or alternative representative shall not have the power of appointing a representative under this rule.

## 12 - REGISTER OF MEMBERS

The Secretary-Treasurer shall cause to be kept at the Registered Office (or at such other office of the Association as the Industrial Registrar may permit)a Register of Members in which shall be recorded the name and postal address of every member of the Association, and such other particulars as Council may direct from time to time. An entry in the Register shall be evidence of membership of the Association.

## 13 - SUBSCRIPTION

The subscription of the Association payable by members shall be such as the Council shall from time to time prescribe and may be on any basis that the Council meeting may decide.

## 14 - LEVIES

If the Council at any time deems that an emergency has arisen making it advisable that a levy should be made, the Secretary-Treasurer shall summon a Special General Meeting of Members to consider whether such levy should be imposed, and if so, in what amount. Not less than one week's notice of such meeting shall be given by circular to all members. If such Special General Meeting, by resolution, determines that a levy should be imposed, the levy shall forthwith become due and payable from the date specified in the resolution.

## 15 - UNFINANCIAL MEMBERS

(1) Any member failing to pay any levy within two months after notification thereof has been posted to him by the Association, or being in arrears 3 months with subscription, shall be disqualified from taking part in any proceedings of the Association. In default of payment of the amount of any levy or subscription within one month of final demand under the hand of the Secretary-Treasurer or a person duly authorised by him, such levy and arrears may be recovered at law in proceedings

instituted by the Secretary-Treasurer or a person duly authorised by him.

(2) Where a member continues in default under paragraph (1) of this Rule for more than one month after final demand, the name of the member may be removed from the Register of Members by the passing by Council of a resolution to that effect. Such action shall be without prejudice to the right of the Association to recover any arrears of subscriptions or unpaid levy.

## 16 - GENERAL MEETINGS

Subject to these Rules general meetings shall be held at such time and at such place as the Council may determine.

A general meeting shall be held once in every calendar year at such time (not being more than fifteen months after the holding of the last preceding general meeting) and place as may be prescribed by the Council.

The abovementioned general meetings shall be called annual general meetings; all other general meetings shall be called special general meetings.

The Council may whenever it may think fit convene a special general meeting and special meetings shall also be convened on such requisition or in default may be convened by such requisitionists as provided by the following sub-clauses:-

(a) The Council shall on the requisition of members of the Association representing not less than one-tenth of the total voting rights of all the members having at the date of the deposit a right to vote at general meetings of the Association, forthwith proceed duly to convene a special general meeting of the Association.

(b) The requisition shall state the objects of the meeting and shall be signed by the requisitionists and deposited at the office of the Association; and may consist of several documents in like form, each signed by one or more requisitionists.

(c) If the Council does not within twenty-one days from the date of the deposit of the requisition proceed duly to convene a meeting, the requisitionists, or any of them representing more than one half of the total voting rights of all of them, may themselves convene a meeting, but any meeting so convened shall not be held after the expiration of three months from the date of the deposit.

(d) For the purposes of this section, the Council shall, in the case of a meeting at which a resolution is to be proposed as a Special Resolution, be deemed not to have duly convened the meeting if they do not give notice thereof as is required under these Rules.

## 17 - NOTICE OF GENERAL MEETING

Where it is proposed to pass a Special Resolution twenty-one clear days' notice and in other cases seven days' notice at the least (exclusive of the day on which the notice is served or deemed to be served but inclusive of the day for which notice is given) specifying the place the day and the hour of meeting and in case of special business the general nature of that business shall be given in manner hereinafter mentioned or in such other manner if any as may be prescribed by the Association in general meetings to such persons as are under the Rules of the Association entitled to receive such notices from the Association.

The accidential omission to give notice of a meeting to or the non-receipt of notice of a meeting by any member shall not invalidate the proceedings at any meeting.

## 18 - PROCEEDINGS AT GENERAL MEETINGS

All business shall be deemed special that is transacted at a special general meeting and all that is transacted at an annual general meeting with the exception of the consideration of the accounts balance sheets and the report of the Councillors and Auditors the election of Auditors, a President, two Vice-Presidents, Secretary-Treasurer and Councillors and other officers in the place of those retiring and the fixing of the remuneration of the Auditors and the annual subscription of members.

No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business; save as herein otherwise provided seven (7) members or members representatives present and entitled to vote shall be a quorum.

If within fifteen minutes from the time appointed for the meeting a quorum is not present the meeting if convened upon the requisition of members shall be dissolved; in any other case it shall stand adjourned to the same day in the next week at the same time and place and if at the adjourned meeting a quorum is not present within fifteen minutes from the time appointed for the meeting the members present shall be a quorum.

The President of the Council shall preside as Chairman at every general meeting of the Association.

If there is no such Chairman then the Senior Vice-President shall preside. If neither the President nor the Senior Vice-President is present then the Vice-President shall preside. If at any meeting neither the President nor a Vice-President is present within fifteen minutes after the time appointed for holding the meeting or is unwilling to act as Chairman the members present shall choose some one of their number to be Chairman.

The Chairman may with the consent of any meeting at which a quorum is present (and shall if so directed by the meeting) adjourn the meeting from time to time and from place to place but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. When a meeting is adjourned for ten days or more notice of the adjourned meeting shall be given as in the case of an original meeting. Save as aforesaid it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.

At any general meeting a resolution put to the vote of the meeting shall be decided on a show of hands unless a poll is (before or on a declaration of the result of the show of hands) demanded by at least one member present and unless a poll is so demanded a declaration by the Chairman that a resolution has on a show of hands been carried or carried unanimously or by a particular majority or lost and an entry to that effect in the book of the proceedings of the Association shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.

If a poll is duly demanded it shall be taken in such manner as the Chairman directs and unless the meeting is adjourned the result of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded. The admissibility of any vote is to be determined by the Secretary-Treasurer.

In the case of an equality of votes whether on a show of hands or on a poll the Chairman of the meeting at which the show of hands takes place or at which the poll is demanded shall be entitled to a second or casting vote.

A poll demanded on the election of a Chairman or on a question of adjournment shall be taken forthwith. A poll demanded on any other question shall be taken at such time as the Chairman of the meeting directs. The admissability of any vote is to be determined by the Secretary-Treasurer.On all occasions when a poll is demanded and taken the Secretary-Treasurer shall act as sole scrutineer.

## 19 - VOTES OF MEMBERS

On a show of hands every member or member's representative present shall have one vote and upon a poll every member or member's representative present shall have one vote and one additional vote for every ten employees employed by him provided that where a member does not employ ten employees he shall be entitled to one vote on a poll. Each member shall lodge with the Secretary-Treasurer a statutory declaration setting out particulars of the number of his employees as at 30th June of each year. Such declaration to be lodged not later than a date to be determined by Council.

No member shall be entitled to vote at any general meeting unless all moneys presently payable by him to the Association have been paid.

On a poll, votes shall be cast personally.

## 20 - COUNCIL

There shall be a Council of the Association consisting of not less than 3 nor more than 12 persons who shall be elected every 4 years and the members of which shall be eligible for re-election after any period in office.

## 21 - POWERS AND DUTIES OF THE COUNCIL

(1) The supreme control of the Association is vested in the members of the Association in General Meeting. Subject thereto the management of the business and control of the Association shall be vested in the Council, which, in addition to the powers and authorities by these Rules especially conferred upon it, may exercise all such powers and do all such acts and things as may be exercised or done by the Association and are not hereby especially directed or required to be exercised or done by the Association in a General Meeting.

(2) Without in any way limiting the general powers conferred by these Rules or otherwise on the Council it is hereby expressly declared that it shall have the following powers, that is to say, power:-

(a) to adopt such measures as it from time to time deems expedient for the purpose of giving effect to the objects of the Association or any of them;

(b) to purchase, take in exchange, or on lease, or otherwise acquire, and for any estate or interest therein, any real or personal property, rights or privileges, which the Association is authorised to purchase or acquire, and which it may deem requisite or expedient to acquire for the purpose of the Association's business, and at its discretion to sell, subdivide, let, exchange, or dispose of, any property of the Association on such terms as to credit or otherwise as it may think fit;

(c) at its discretion to pay for any property, rights, or privileges acquired by or services rendered to the Association, either wholly or partially in cash or in bonds, debentures, or other securities of the Association, and any such bonds, debentures, or other securities, may be either specifically charged upon all or any part of the property of the Association, or not so charged;

(d) to secure the fulfilment of any contracts or engagements entered into by the Association by mortgage or charge of all or any of the property of the Association for the time being or in such other manner as it may think fit;

(e) to raise or borrow money in the name or otherwise on behalf of the Association as it may from time to time think expedient, and to secure the repayment thereof or the fulfilment or discharge or any liability, guarantee, or obligation, of or undertaking by the Association in such manner and upon such terms and conditions as it thinks fit, and in particular by the issue of bills or notes, by mortgage or charge of or on any of the property or assets of the Association, both present and future;

(f) to institute, conduct, defend, compound, or abandon, any legal proceedings by or against the Association or its staff, or otherwise concerning the affairs of the Association, and also to compound and allow time for payment or satisfaction of any debts due, and of any claims or demands by or against the Association;

(g) to refer any claims or demands by or against the Association to arbitration and observe, and perform the awards;

(h) to act on behalf of the Association in all matters relative to bankrupts and insolvents, assignments or liquidations;

(i) to make and give receipts, releases, and other discharges, for money payable to the Association, and for the claims and demands of the Association;

(j) to draw, accept, make, endorse, transfer, discount, guarantee, and negotiate, such cheques, bills of exchange, and promissory notes, and give such indemnities and guarantees, and enter into such other obligations as may seem to it to be expedient for the purposes of the Association;

(k) to invest and deal with any moneys of the Association not immediately required for the purposes thereof upon such securities and in such manner as it may think fit, and from time to time or vary or realise such investments;

(l) to enter into all such negotiations and contracts, and rescind and vary all such contracts, and execute, and do all such acts, deeds, and things, in the name and on behalf of the Association as it may consider expedient for or in relation to any of the matters aforesaid, or otherwise for the purposes of the Association;

(m) to affiliate the Association with, and consent to the affiliation with the Association of any organisation, association or body corporate or incorporate, having objects altogether or in part similar to those of the Association, upon such terms and conditions and subject to the payment of such fees for subscription (if any) as the Council may think fit, and at any time to terminate or cancel such affiliation by or with the Association;

(mm) to merge or amalgamate the Association with, and consent to the merger or amalgamation with the Association of any organisation, association or body corporate or incorporate, having objects altogether or in part similar to those of the Association, upon such terms and conditions and subject to the payment of such fees for subscription (if any) as the Council may think fit;

(n) to purchase, or otherwise acquire and undertake all or any part of the property, assets, liabilities, and engagements, of any one or more of the Associations, companies, firms or chambers, with which this Association is authorised to amalgamate, affiliate, merge, fuse or ally, and to transfer all or any part of the property, assets, liabilities, and engagements of this Association to any one or more of the Associations, companies, firms or chambers, with which this Association is authorised to amalgamate, affiliate, merge, fuse or ally;

(o) to bring any industrial disputes, claims or matters before any Court, Commissioner, Committee, Enquiry, Board or any Tribunal whatsoever of the Commonwealth of Australia or of any of the States of the Commonwealth of Australia including, but without limiting the generality of the foregoing, the High Court of Australia the Federal Court of Australia the Australian Industrial Relations Commission and any Court or Tribunal constituted pursuant to the Industrial Relations Act, 1988 (Cth) (as amended);

(p) to give assistance to any Member of the Association charged with a breach of any law, regulation, or award, involving a question of principle or of an established custom affecting Members of the Association generally or Members of any particular Section;

(q) on behalf of the Association or any Members thereof to make and take any legal steps to enforce any claims or demands relating to industrial matters upon any Organisation, or Industrial, or Trade Union of Employees or Employers, or upon any individual employees or employers;

(r) to enter into industrial agreements with any Trade or Industrial Union or Association of Employees or Employers; all such agreements shall be under the seal of the Association which shall be affixed and attested in accordance with these Rules.

(s) To establish or dissolve advisory committees representative of different sectors or the Timber Industry as are deemed expedient by the Council, whose function will be to make reports and recommendations to the Council, subject to the appointment of a Chairman to each Committee approved by the Council.

## 22 - PROCEEDINGS OF THE COUNCIL

(1) The Council shall meet regularly for the despatch of its business. The president shall, if required by not less than three Councillors, convene a meeting of the Council within fourteen days. The Secretary- Treasurer shall cause notice to be given of all Council Meetings to all members of the Council.

(2) A quorum for a meeting of the Council shall be 3 Councillors.

(3) Questions arising at any meeting shall be decided by a majority of votes and in the case of an equality of votes the Chairman shall have a second or casting vote.

(4) The President or the Secretary-Treasurer, after consultation with and approval by the President may submit any question to a vote by the members of the Council. He may cause such question to be submitted by letter, telegram or telephone and may direct that the replies of the members of the Council shall be by either letter, telegram or telephone. The decision of the majority of the members of the Council in such vote shall have the like force as a decision made by the Council as if it had been passed at a meeting of the Council duly called and constituted. The Secretary Treasurer shall cause any such decision to be recorded in the Minutes.

(5) The President shall be Chairman of the Council and in his absence the Senior Vice-President shall be the Chairman. In the absence of both the President and the Senior Vice-President the Vice-President shall be the Chairman.

If at any meeting of the Council neither the President, the Senior Vice-President nor the Vice-President is present within 15 minutes after the time appointed for holding the meeting of the Council or are unwilling to act as Chairman the members of the Council present shall choose one of their number to be Chairman of that meeting.

(6) A meeting of the Councillors for the time being at which a quorum is present shall be competent to exercise all or any of the authorities, powers and discretions by or under the Rules of the Association for the time being vested in or exercisable by the Council generally.

(7) A resolution in writing signed by all of the Councillors shall be as valid and effectual as if it had been passed at Meeting of the Council duly called and constituted.

(8) A Councillor may in repsect of any particular meeting of the Council execute a proxy in favour of another Councillor. An instrument appointing a proxy may be in or to the effect of the following form or any other form which the Council shall approve:-

I, ...... of ............ being a Councillor of the Timber Trade Industrial Association hereby appoint ........ of .......... another Councillor as my proxy to vote for me and on my behalf at the Council meeting of the Association to be held on the

day of , 19 and at any adjournment thereof.

Signed this day of ,

## 23 - OFFICE-BEARERS

The Office-Bearers shall be elected every four years from the members of Council for a term of four years in accordance with the Rules.

The Office-Bearers shall be President, Senior Vice-President, Vice-President and Secretary-Treasurer.

They shall take office on the day of the Annual General Meeting of the Association in the year in which they are elected or so soon thereafter as the returning officer has declared the result of the election.

## 24 - SECRETARY-TREASURER

(1) The Secretary-Treasurer, in addition to duties elsewhere specified in these Rules shall cause to be kept:-

(a) A faithful record of the business transacted at all meetings of the Association, or any Committees thereof;

(b) A register of members of the Association and their postal addresses.

(2) He shall cause to be issued:-

(a) Notices of all resolutions, decisions, amendments to Association Rules, Regulations, Agreements, and of all meetings connected with the Association;

(b) All notices and returns required to be given by or on behalf of the Association under any Act of Parliament.

(3) He is hereby authorised on behalf of the Association to bring or defend, or cause to be brought or defended, any action, prosecution or complaint in any Court of Law and/or Arbitration touching or concerning any property or any right or claim to property of the Association, and in particular to sue for or institute proceedings in respect of arrears of contributions, subscriptions, fees, levies, fines, or any other moneys payable by members to the Association.

## 25 - CASUAL VACANCIES

In the event of any casual vacancy occurring on the Council or amongst the Office-Bearers of the Association, the Council shall proceed by resolution to appoint a qualified person to fill such vacancy or vacant office until the next scheduled election provided that any casual vacancy to be filled which requires an appointment for more than three quarters of an unexpired term of office shall only be filled by ordinary election and in relation to such election the provisions of rules 26, 27 and 30 shall mutatis mutandis apply.

## 26 - ELECTIONS

(1) At an ordinary meeting of the Council every four years the Council shall appoint by resolution a Returning Officer who shall not be the holder of any office in and not be an employee of the Association for the conduct of the Elections of the next Council and Office-Bearers for the ensuing four years.

(2) A Returning Officer shall take such action and give such directions as are reasonably necessary in order to ensure that no irregularities occur in or in connection with any election or in order to remedy any procedural defects and no person shall refuse or fail to comply with any such directions or obstruct or hinder a Returning Officer or any other person in the conduct of such election or in the taking of any such action.

(3) If a Returning Officer conducting an election finds a nomination to be defective he shall before rejecting the nomination notify the person concerned of the defect, and where it is practicable to do so, give him the opportunity of remedying the defect within seven (7) days after his being so notified.

(4) Subject to the Industrial Relations Act 1988 (Cth) (as amended), the decision of a Returning Officer shall be final and binding with regard to any matter touching the validity or formality of any nomination or vote or any matter touching or concerning an election and the conduct thereof.

(5) If an informality should occur in the conduct of part of an election and in the opinion of the Returning Officer such informality will affect the result of such an election then such part of an election shall be null and void and shall be held again forthwith. Any person holding an office immediately prior to an election for such office which is null and void in whole or in part shall remain in office until his successor is elected.

(6) In any such election each candidate duly nominated shall be entitled to appoint by writing under his signature any member of the Association to act as scrutineer on his behalf at the election. All scrutineers shall so far as is possible having regard to the time of their appointment in the case of a ballot be entitled to observe the forwarding of votes, the admission and counting of the votes and the conduct of and determination of the election by lot and the declaration of the poll. In every case the scrutineer shall observe any direction given by the Returning Officer and the Returning Officer shall take all reasonable steps by notification or otherwise to enable each scrutineer to exercise his rights but no election shall be vitiated by reason of the fact that a scrutineer does not in fact exercise any or all of such rights if he has had reasonable opportunity so to do. A scrutineer shall do all things necessary so that the conduct of the election shall conform to the Rules and so that the secrecy of the ballot shall be preserved.

## 27 - ELECTION OF COUNCILLORS

(1) The members of the Council shall be elected every four years by secret ballot in accordance with these Rules and the Returning Officer shall conduct such election.

Such election shall take place at such time as shall allow it to be completed at least 14 days before the Annual General Meeting of the Association in the year in which the election takes place. Each member may nominate one or more candidates up to the number of candidates to be elected. In the event that more than one candidate so nominated are representative of a member which is a body corporate and/or a related body corporate which is also a member, the Returning Officer will only accept the first such nomination received and the Returning Officer's decision in this matter shall be final. For the purposes of this rule "related body corporate" has the same meaning as that contained in Section 9 of the Corporations Law.

(2) The Returning Officer shall forward by post to each member entitled to vote at the election a nomination form with a notification thereon or therewith of the opening date and the closing date of nominations which he shall fix. The opening date of nominations shall not be less than fourteen days before the closing date of nominations and the closing date shall be not less than fourteen days from the date upon which he posts the nomination forms. The roll of voters for the election shall close 7 days before the opening date of nominations.

(3) The aforesaid notification shall also state:-

(a) That nominations will not be received by him after the closing date so fixed.

(b) That a nomination will not be valid unless a signed consent of the nominee is received by him before the closing date, and

(c) The address to which the nominations and consents are to be forwarded.

(4) A nomination shall in every case be in writing, shall be signed by the nominator and shall be assented to in writing signed by the nominee.

(5) Nominations and consents shall be forwarded to the Returning Officer so as to reach him not later than the day fixed by him.

(6) The Returning Officer shall inspect the nominations and consents received and satisfy himself as far as he reasonably can that each of them is in order.

(7) If only the required number of valid nominations is received the Returning Officer shall certify to the President that the said candidates have been elected unopposed.

(8) If more than the required number of valid nominations is received the Returning Officer shall prepare or cause to be prepared a sufficient number of Ballot papers on which shall appear the names of the candidates in alphabetical order and a direction to the voter to strike out from the Ballot paper the name of each candidate for whom he does not desire to vote and thereafter to fold the Ballot paper so that the marking thereon is not visible until unfolded.

(9) No voter shall vote for a greater or lesser amount of candidates than the number to be elected and any vote contrary to this Rule or which otherwise fails to observe the direction contained on the Ballot paper or notice therewith shall be deemed informal.

(10) The Returning Officer shall after the closing date for nominations forward by prepaid post to every member entitled to vote at that election a Ballot paper or Ballot papers according to the number of votes to which a member is entitled together with a declaration envelope with a removable flap or label, a prepaid envelope and a notice. The notice shall set out the closing date for voting which he shall fix and which shall be at least fourteen days after the date on which the Ballotpapers are despatched and the name and address of the Returning Officer to whom the Ballot papers are to be returned with instructions that the Ballot paper shall be returned to the Returning Officer in the declaration envelope which must be returned inside the prepaid envelope. Both envelopes must comply with the forms prescribed by the Workplace Relations (Registration and Accountability of Organisations) Regulations 2003. The Association will provide facilities for the return of any completed Ballot paper to the Returning Officer by post without expense to the member entitled to vote.

(11) The Returning Officer shall provide a locked Ballot Box in which shall be placed all Ballot papers returned.

(12) At the close of the ballot the Returning Officer shall in the presence of any scrutineers who may wish to attend unlock the Ballot Box . Before removing any ballot paper from the declaration envelope, the Returning Officer shall remove the flap or label from the envelopes. The Returning Officer shall count and record the votes cast for each candidate and shall immediately thereafter declare the result of such Ballot.

(13) In the event of two or more candidates receiving the same number of votes and one or more of them having to be excluded the Returning Officer shall decide by lot which of them shall be excluded.

(14) The candidates declared elected shall assume office as from the date of the Annual General Meeting in the year in which they are elected or so soon thereafter as the returning officer has declared the results of the election.

(15) Every person concerned in an election shall ensure as far as practicable that no irregularity occurs in connection with such election.

(16) If any member entitled to vote in the election will be unable to vote due to absence, he may approach the Returning Officer, seek a ballot paper and cast an absent vote prior to the election in accordance with the directions given by the Returning Officer.

## 28 - ACCOUNTS

(1) The following provisions shall have effect:-

(a) All documents executed on behalf of the Association may so far as the same are within the powers and authorities of the Council be in such form and contain such powers provisos conditions covenants clauses and agreements as the Council shall think fit.

(b) All bills of exchange promissory notes or other negotiable instruments shall be accepted made drawn or endorsed for and on behalf of the Association and all cheques or orders for payment shall be signed on behalf of the Association by such persons as may be appointed by the Council.

(c) Cheques or other negotiable instruments paid to the Association's bankers for collection and requiring the endorsement of the Association may be endorsed on its behalf in such manner as the Council may from time to time direct. All moneys belonging to the Association shall be paid to such bankers or others as the Council shall from time to time in writing or by resolution of the Council appoint and all receipts for money paid to the Association shall be signed by such officers as the Council may appoint for that purpose and such receipt shall be an effectual discharge for the money therein stated to be received. All payments made from Association funds shall be approved by the Council.

(2) The Council shall cause proper accounts to be kept with respect to:-

(a) all sums of money received and expended by the Association and the matter in respect of which the receipt and expenditure takes place;

(b) all sales and purchases of goods by the Association; and

(c) the assets and liabilities of the Association.

(3) The accounts shall be kept at the office of the Association.

(4) The accounts and books of the Association or any of them shall not be open to the inspection of members and Councillors except as conferred by Statute or authorised by the Council or by resolution of the Association in annual general meeting passed by a three-fourths majority on a poll vote of the members present personally or by proxy.

(5) The Council shall cause accounts to be kept and each year shall cause to be prepared and to be laid before the Association in Annual General Meeting an audited statement of receipts and payments and balance sheets.

(6) A copy of every balance sheet which is to be laid before the Association in annual general meeting shall not less than seven days before the date of the meeting be sent to all persons entitled to receive notice of the annual general meeting of the Association.

## 29 - AUDIT

Auditors shall be appointed annually by the Association in annual general meeting and their duties regulated by the Council. The Auditors shall be required to audit the accounts of the Association yearly.

## 30 - ELECTION OF OFFICE BEARERS

(1) The office bearers of the Association shall be elected every four years by secret ballot in accordance with these Rules and the Returning Officer shall conduct such election. Such election shall commence within fourteen days of the conclusion of the election of members of the Council and shall be completed within forty days thereafter.

(2) The Returning Officer shall deliver by hand or forward by post to each member-elect of the new Council nomination forms for the offices of President, Senior Vice-President, Vice-President and Secretary Treasurer with a notification thereon or therewith of the closing date of nominations which shall be not less than 7 days from the date he so delivers by hand or posts the nomination forms to the members-elect of the new Council.

(3) Such notification shall also state:-

(a) That any member of the Council is eligible to be nominated for any one office.

(b) That nominations will not be received by him after the closing date so fixed.

(c) That a nomination will not be valid unless a signed consent of the nominee is received by him before the closing date, and

(d) The address to which the nominations and consents are to be forwarded.

(4) A nomination shall in every case be in writing, shall be signed by the nominator and shall be assented to in writing signed by the nominee.

(5) Nominations shall be made by members of the Council, shall be confined to such members of the Council and shall be duly assented to.

(6) The Returning Officer shall inspect the nominations and consents received and satisfy himself as far as he reasonably can that each of them is in order.

(7) If no more than the number of nominations required to fill an office are received the Returning Officer shall certify to the Retiring President the names of the candidate or candidates therefor to have been elected unopposed.

(8) If more than the required number of valid nominations is received for any one or more offices the Returning Officer shall prepare or cause to be prepared a sufficient number of Ballot papers on which shall appear the names of the candidates in alphabetical order for each office and a direction to the voter to strike out from the Ballot paper the name of each candidate for whom he does not desire to vote and thereafter to fold the Ballot paper so that the marking thereon is not visible until unfolded.

(9) Each member of the Council shall be entitled to vote for the election of such office bearers in accordance with these Rules.

(10) The Returning Officer shall:-

(a) Forward by ordinary prepaid post to each member of the Council a notice that an election for office bearers will be held setting out the closing date for voting which shall be at least fourteen days after the date on which the notice is issued;

(b) Enclosing with such notice a Ballot paper or Ballot papers together with a declaration envelope and a prepaid envelope addressed to the Returning Officer to whom the Ballot paper shall be returned with instructions that the Ballot paper shall be returned to the Returning Officer in a declarationenvelope. The Association will provide facilities for the return of any completed Ballot paper to the Returning Officer by post without expense to the member entitled to vote. The declaration and prepaid envelopes must comply with the forms prescribed by the Workplace Relations (Registration and Accountability of Organisations) Regulations 2003;

(c) Provide a locked Ballot Box in which shall be placed all Ballot papers returned;

(d) At the close of the Ballot and in the presence of any scrutineers appointed for the purpose who may wish to attend unlock the Ballot Box**,** remove the flap or label from the declaration envelopes and count and record the votes cast for each candidate;

(e) Advise the Retiring President by written certified statement of the result of the Ballot.

(11) Each candidate at any election shall have the right if he so desires to appoint before the close of the Ballot a scrutineer to represent him at the Ballot and shall give notice of any such appointment of a scrutineer in writing to the Returning Officer. Each scrutineer shall, so far as is possible having regard to the time of his appointment, have the right to be present with a Returning Officer both when the Ballot papers are being forwarded and also when the Ballot papers are taken from the Ballot Box and opened and shall perform the following duties:-

(a) Satisfy himself that the Ballot papers are issued only to the persons entitled to vote.

(b) Scrutinise the opening of the Ballot papers and accounting and recording of all votes cast.

(c) Certify in writing as to the correctness or otherwise of the statement submitted by the Returning Officer as to the result of the Ballot.

No election shall be vitiated by reason of the fact that the scrutineer does not exercise any or all of his rights or duties if he has had a reasonable opportunity to do so. Scrutineers shall have the right to question the inclusion or exclusion of any Ballot papers but the decision of the Returning Officer shall, subject to the Industrial Relations Act 1988 (Cth) (as amended), be final. Scrutineers may not remove, mark, alter or deface any Ballot paper or other documents used in the Ballot.

(12) Each Ballot paper shall be returned duly completed in a sealed envelope to the Returning Officer on or before the closing date for voting and no member shall mark a Ballot paper in such manner as to disclose his identity. The non-receipt of a Ballot paper by a member entitled to vote or the non-return of a Ballot paper or the return of a Ballot paper improperly filled in or not enclosed in a sealed envelope shall not invalidate the Ballot.

(13) No voter shall mark his Ballot paper so as to vote for more than one candidate for each office and any Ballot paper marked contrary to this provision shall be invalid and the vote cast thereon shall be informal.

(14) In the event of two or more candidates receiving the same number of votes and one or more of them having to be excluded the Returning Officer shall decide by lot which of them shall be excluded.

(15) A candidate shall be entitled to nominate for one office only in such election.

(16) Upon completion of the Ballot the Returning Officer shall forthwith declare the result of the Ballot.

(17) The candidates declared elected shall assume office as from the declaration of the result of the Ballot. Every person concerned in an election shall ensure as far as practicable that no irregularity occurs in connection with such election.

(18) After the election of a new Council and until such time as the new office bearers are elected the Retiring office bearers of the Association shall continue to hold office notwithstanding the election of the new Council and any other Rule herein contained but only until such time as the new office bearers are elected.

(19) If any member entitled to vote in the election will be unable to vote due to absence, he may approach the Returning Officer, seek a ballot paper and cast an absent vote prior to the election in accordance with the directions given by the Returning Officer.

## 31 - NOTICES

(1) A notice may be given by the Association to any member either personally or by sending it by post to him to his registered address or (if he has no registered address within the State) to the address if any within the State supplied by him to the Association for the giving of notices to him. Where a notice is sent by post service of the notice shall be deemed to be effected by properly addressing, prepaying and posting a letter containing the notice and to have been effected in the case of a notice of a meeting at the expiration of twenty-four hours after the letter containing the same is posted and in any other case at the time at which the letter would be delivered in the ordinary course of post.

(2) If a member has no registered address within the State and has not supplied to the Association an address within the State for the giving of notices to him a notice addressed to him and advertised in a newspaper circulating in the neighbourhood of the office of the Association shall be deemed to be duly given to him at noon on the day on which the advertisement appears but it shall not be necessary to give such notice.

(3) Notice of every general meeting shall be given in the same manner hereinbefore authorised to every member except those members who (having no registered address within the State) have not supplied to the Association an address within the State for the giving of notices to them. No other persons shall be entitled to receive notices of general meetings

## 32 - GENERAL

(1) Every Councillor Manager Auditor Secretary-Treasurer and other officer or servant of the Association shall be indemnified by the Association against and it shall be the duty of the Council out of funds of the Association to pay all costs losses and expenses which any such officer or servant may incur or become liable to by reason of any contract entered into or act or thing done by him as such officer or servant or in any way in the discharge of his duties including travelling expenses.

(2) No Councillor Auditor or other officer of the Association shall be liable for the acts receipts neglects or defaults of any other Councillor or officer or for joining in any receipt or other act for conformity or for any loss or expense happening to the Association through the insufficiency or deficiency of title to any property acquired by order of the Councillors for or on behalf of the Association or for the insufficiency or deficiency of any security in or upon which any of the moneys of the Association shall be invested or for any loss or damage arising from the bankruptcy insolvency or tortious act of any person with whom any money securities or effects shall be deposited or for any loss occasioned by any error of judgment ommission default or oversight on his part or for any other loss damage or misfortune whatever which may happen in the execution of the duties of his office or in relation thereto unless the same happens through his own wilful act neglect default or dishonesty.

(3) No industrial agreement or other instrument shall be executed by or on behalf of the Association unless there shall be present in person at the meeting of the Council with respect thereto at least two-thirds of the members of such council and a resolution to that effect has been passed. Such agreement or instrument shall be signed by at least two members of such Council.

(4) The Association may be represented in any proceedings before any Court by any person or persons whom the Council from time to time appoint.

(5) These Rules and the Constitution of the Association may be altered amended or added to from time to time by Special Resolution. Where used in these Rules the expression Special Resolution shall mean a Resolution passed by a majority of three-fourths of the members present in person and voting at a meeting of which 21 clear days' notice specifying the intention to propose such resolution as a Special Resolution has been duly given such majority being computed with reference to the number of votes such members are entitled to under these Rules upon a show of hands or if a poll is demanded upon a poll.

(6) The seal of the Association shall be kept by the Secretary-Treasurer. The affixture of the seal shall be under the hand of at least two members of the Council of the Association.

## 33 - ELIGIBILITY TO HOLD OFFICE AND REMOVAL FROM OFFICE

(a) Any officer of the Association, including any member of the Council or office bearer who:-

(i) becomes bankrupt or insolvent or makes an assignment for the benefit of his creditors or compromises with his creditors; or

(ii) is a member of a firm which or any partner in which becomes bankrupt, or insolvent or makes an assignment for the benefit of its or his creditors or compromises with its or his creditors or is a representative of a member corporation which is in the course of liquidation otherwise than for the purpose of re-construction; or

(iii) becomes lunatic or of unsound mind; or

(iv) is convicted of any fraud or crime in a Court of Law; or

(v) from any cause whatsoever ceases to be a member or a representative of a member of the Association; or

(vii) by writing resigns from the Council;

shall be ineligible to hold or continue to hold office. Whenever such an event or occasion occurs, the Council shall declare the office of the member affected vacant.

(b) Any officer of the Association, including any member of the Council or office bearer, may be removed from his or her office if they have been found guilty by the Council of:-

(i) misappropriation of the funds of the organisation;

(ii) a substantial breach of the rules of the organisation; or

(iii) gross misbehaviour or gross neglect of duty;

or has ceased, under the rules of the Association, to be eligible to hold the office. Provided that where a member is charged in relation to any of the matters in paragraphs (i), (ii) or (iii) of this sub-rule, such member shall be informed in writing of such charge and shall be afforded an adequate opportunity of answering such charge either in writing or by appearing before the Council prior to the charge being determined.

## 34 - TRANSITIONAL RULE

Notwithstanding any other rule contained herein, the amendments to Rules 20, 23, 26(1), 27 and 30 made at the Special General Meeting of the Association adopting this rule 34 operate in relation to the elections held in 1993 and to subsequent elections, and in relation to the terms of office of persons elected in those elections.

## 35 - LOANS, GRANTS AND DONATIONS

Any loan, grant or donation of an amount exceeding $1,000 shall not be made unless the Council:

(a) is satisfied -

(i) that the making of the loan grant or donation is in accordance with the Rules of the Association; and

(ii) 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

(b) has approved the making of the loan or grant or donation.

## 36 - ASSOCIATION POLICIES AND PROCEDURES

(1) The Association shall develop and implement policies and procedures relating to the expenditure of the Association.

## 37. DISCLOSURE OF OFFICER’S RELEVANT REMUNERATION AND NON-CASH BENEFITS

(1) Each officer of the Association shall 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

(b) by any related party of the Association in connection with the performance of the officer’s duties as an officer.

(2) The disclosure required by Rule 37(1) shall be made to the Association:

(a) as soon as practicable after the remuneration is paid to the officer; and

(b) in writing.

(3) The Association shall 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.

(4) For the purposes of Rule 37(3), the disclosure shall be made:

(a) in relation to each financial year;

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

(c) in writing in the Association’s general purpose financial report.

## 38 - DISCLOSURE OF OFFICER’S MATERIAL PERSONAL INTERESTS

(1) Each officer of the Association shall disclosure 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.

(2) The disclosure required by Rule 38(1) shall be made to the Association:

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

(b) in writing.

(3) The Association shall disclose to the members of the Association any interests disclosed to the Association pursuant to Rule 38(1).

(4) For the purposes of Rule 38(3), the disclosure shall be made:

(a) in relation to each financial year;

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

(c) in writing in the Association’s general purpose financial report.

## 39 - DISCLOSURE BY ASSOCIATION OF PAYMENTS

(1) The Association shall 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.

(2) Rule 39(1) does not apply to a payment made to a related party if the payment consists of amounts deducted by the Association from remuneration payable to officers or employee of the Association.

(3) For the purposes of Rule 39(1), the disclosure shall be made:

(a) in relation to each financial year;

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

(c) in writing in the Association’s general purpose financial report.

## 40 - OFFICERS TO UNDERTAKE APPROVED TRAINING

(1) Each officer of the Association who undertakes duties that include financial duties that relate to the financial management of the Association must undertake training:

(a) approved by the General Manager under the *Fair Work (Registered Organisations) Amendment Act 2012*; and

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

(2) For the purposes of Rule 40(1), the officer must complete the training within 6 months after the person begins to hold the office.

## 41 - DEFINITONS FOR RULES 36 TO 40

(1) The following definitions apply in relation to Rules 36 to 39:

(a) “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.

(b) “disclosure period” means the financial year unless a shorter period is specified.

(c) “declared person or body” a person is a declared person or body if:

(i) an officer of the Association has disclosed a material personal interest under Rule 38(1); and

(ii) the interests 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.

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

(e) “General Manager” means the General Manager of the Fair Work Commission.

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

(g) “peak council” has the same meaning as defined in section 12 of the *Fair Work Act 2009*.

(h) “office” has the same meaning as defined by section 9 of the *Fair Work (Registered Organisations) Act 2009*.

(i) “officer” has the same meaning as defined in section 6 of the *Fair Work (Registered Organisations) Act 2009*.

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

(k) “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.

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

(i) any remuneration disclosed to the Association by the officer under Rule 37(1) during the disclosure period;

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

(m) “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.

(n) “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.

\*\*\*END OF RULES\*\*\*