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(replaces 27/5/2005 version)

**Australian Trainers’ Association**

I CERTIFY under section 161 of the Fair Work (Registered Organisations) Act 2009 that the pages herein numbered 1 to 26 both inclusive contain a true and correct copy of the registered rules of Australian Trainers' Association.

DELEGATE OF THE GENERAL MANAGER

FAIR WORK COMMISSION

**Rules of the Australian Trainers’ Association**

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AUSTRALIAN TRAINERS' ASSOCIATION

CONSTITUTION AND RULES

## 1 - NAME

The Association shall be called the "Australian Trainers' Association".

## 2 - OBJECTS

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

 (a) To secure to the members thereof the rights privileges and benefits enjoyed by organisations associations and industrial unions under any Acts Federal or State and any law or regulations whether or not concerning Racing in all forms including flat racing, jumping racing, trotting harness racing, pacing, quarter horse, or other forms of racing involving horses for the time being in force affecting the Association or its members.

 (b) To act as an organization and/or industrial union of employers under the laws of the Commonwealth of Australia or any State within the Commonwealth.

 (c) To secure full and proper representation on or before Boards, Committees and Commissions constituted under any Acts or Regulations Federal or State.

 (d) To bring any industrial dispute or claims relating to industrial matters before the Fair Work Commission and its successors.

 (e) To represent the interests of Trainers before the Fair Work Commission and its successors and at conferences with other persons or bodies and to prosecute or defend all suits, applications and proceedings before the Commission or any Court or Tribunal, as may be deemed necessary or expedient in the interests of the Association or its members.

 (f) To raise funds by means of subscriptions of members and levies on members and otherwise and impose fines on members for all the objects of the Association in such amounts and in such manner as is provided for in its rules.

 (g) To discuss and consider matters affecting Trainers and their industrial relations and to collect and disseminate such information relating thereto as may be calculated to be of use to the members of the Association generally.

 (h) To purchase take on lease or licence or hire or otherwise acquire real or personal property of any kind and to sell exchange demise or otherwise dispose of any real or personal property on such terms as may be considered expedient.

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

 (j) 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.

 (k) To lend borrow or raise or secure the payment of money in such manner as the Association shall think fit on 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 and other securities upon the floating assets or upon all or any of the property of the association present or future.

 (l) To act as Trustee of any trust established for:

 (i) the benefit of members or their families in necessitous circumstances; or

 (ii) to further any other object of the Association.

 (m) 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.

 (n) To invest and deal with the monies or property of the Association in such manner as may from time to time be thought fit.

 (o) To establish branches and branch offices and to provide for the election of Branch Committees to deal with branch matters.

 (p) To enter into an affiliation 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 this Association and to acquire shares and interest in or lend money upon debentures or otherwise to any such Association Company Firm or Chamber.

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

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

## 3 - DEFINITIONS

For the purposes of the Constitution and Rules:

 (i) Any reference to the masculine gender shall be deemed to include the feminine and/or the inanimate genders.

 (ii) Unless inconsistent with its context, any reference in the singular shall be deemed to include the plural.

 (iii) The word "meeting" shall include any adjourned meeting.

 (iv) Members shall mean a member of this Association admitted in accordance with these Rules and for the purposes of determining eligibility to hold an office with the Association and for the purposes of imposing or levelling subsriptions, fines and levies under Clause 29 shall include a Corporate Nominee as provided in Clause 5A(iv) hereof.

 (v) Company shall include a company in its capacity as trustee and derivations of the term company shall be interpreted accordingly.

 (vi) 'Harness Racing Member' and Thoroughbred Racing Member' shall mean a member of this Association who carried on business as a trainer of horses for the purpose of competing in harness races and thoroughbred races respectively.

## 4 - DESCRIPTION OF INDUSTRY

The industry in connexion with which this Association is formed is the horse training industry.

## 5 - CONDITIONS OF ELIGIBILITY

The Association shall consist of an unlimited number of persons who are employers or usually employers in the horse training industry, together with such persons whether employers in such industry or not as have been elected officers of the Association and admitted as members thereof.

## 5A - CORPORATE MEMBERSHIP

 i) Subject to the succeeding sub-clauses of this Clause, a company satisfying the conditions of eligibility detailed in Clause 5 may be admitted as a corporate member.

 ii) No company shall be admitted as a corporate member unless

 (a) the company employs, or usually employs inter alia, a person who is licensed or permitted to train, and

 (b) the company nominates that person or another licensed person in writing to be its Nominee for the purposes of these Rules.

 iii) Any person nominated in accordance with Clause 5A(ii)(b) hereof shall be deemed by the Association, unless notice in writing to the contrary is first received, to be the company's Nominee for the purpose of exercising any and all powers of the Company as member under these Rules PROVIDING ALWAYS that the company shall at all times remain responsible for the conduct of its nominee for the purposes of this Constitution and Rules and without limiting the generality of the foregoing that the Company shall pay all fines and levies imposed or levied by the Association upon or with reference to the nominee.

 iv) A person nominated by a corporated member for the purposes of these Rules shall be eligible for election to any office of the Association under these Rules as if the nominee were a member.

## 6 - ADMISSION TO MEMBERSHIP

 (a) Application for membership shall be made in writing and the application must bear the correct name and address of the applicant, particulars of his place of business and qualifications as a trainer and his signature. The Chief Executive Officer shall in writing inform applicants for membership of:

 (i) the financial obligations arising from membership; and

 (ii) the circumstances, and the manner, in which the member may resign.

 (b) That the Executive or any person delegated by the Executive upon being satisfied as to the truth of the statements contained in any application for membership shall approve such application. If an application is approved the applicant shall be informed of the fact by the Chief Executive Officer and on making payment of the amount of his first subscription he shall become a member from the date of his application.

 (c) All persons appearing from the records of the Association to be members thereof from time to time shall be deemed to have been validly elected and no omission or irregularity shall vitiate the membership of any present or future member.

 (d) Within fourteen (14) days after:

 (i) 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

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

 the member is required to notify the Association of the assignment, transfer or succession.

## 7 - TERMINATION OF MEMBERSHIP

 (a) A member of the Australian Trainers' Association may resign from membership by written notice addressed and delivered to the Chief Executive Officer of the Association.

 (b) Notice of resignation from the Association takes effect;

 (1) 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

 (2) in any other case:

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

 (ii) on the day specified in the notice;

 whichever is later.

 (c) Any dues payable but not paid by a former member of the Association in relation to a period before the members resignation from the Association takes 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 subrule (1) shall be taken to have been received by the Association when it was delivered.

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

 (f) A 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.

 (g) If a member of the Association shall cease to be an employer or usually an employer in the industry, he shall forthwith cease to be a member of the Association. Any such member may rejoin the Association upon re-entry into the industry.

## 8 - REGISTER OF MEMBERS

The Chief Executive Officer shall keep 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 the executive may direct from time to time. An entry in the register shall be evidence of membership of the Association. The Chief Executive Officer shall record whether the member is a Harness Racing Member or a Thoroughbred Racing Member.

## 9 - THE EXECUTIVE

 (a) The Executive shall consist of two members from each of the States of New South Wales, Queensland, South Australia, Victoria and Western Australia. The Annual General Meeting shall at any time have power to increase the size of the executive by the addition of two members from the State of Tasmania and/or two members from the Northern Territory.

 On and from the Annual General Meeting for the year 1969, one member from each State shall be elected by members of the Association who carry on the business in such State and shall hold office for two years. At the Annual General Meeting for the year 1969, one member from each State shall be elected for a period of one year but on and from the year 1970, one member of the Executive shall hold office for two years with provision for half of the members of the Executive falling vacant in each successive year.

 (b) Each representative on the executive may by notice in writing to the Chief Executive Officer nominate one member as his delegate for the purpose of attending meetings of the executive and voting thereat and may from time to time replace such delegate. The delegate may exercise all the voting and other powers on the executive to which his nominator is entitled except when the nominator himself is personally present at any meeting of the executive.

## 10 - MANAGEMENT

The management of the affairs of the Association shall be vested in the executive. Members of the executive shall be subject to removal from office by special resolution of the members of the Association passed as hereinafter provided.

## 11 - RETURNING OFFICER

 (a) The Executive shall appoint a Returning Officer to conduct every election for an office in the Association including its branches.

 (b) No person who is an employee of the Association or of a branch section or division of the Association, and no person who holds any office in the Association, shall be eligible to be appointed and/or retain the position of Returning Officer.

 (c) All nominations for any elected position must be in writing. If the Returning Officer 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.

 (d) If no more than one nomination is received for each position, then the person nominated for that position shall immediately be declared elected by the Returning Officer.

 (e) Subject to the provisions of Clauses 27 and 38 herein, the Returning Officer shall determine the times and dates of the commencement and close of the period for the lodging of nominations of candidates for any office, and shall determine the place for lodging nominations of candidates for any election.

## 12 - MODE OF ELECTION OF EXECUTIVE

Candidates for the Executive must be members of Branch Committees and shall be nominated by a financial member of the Association and each financial member may nominate one or more candidates. Retiring Executive Officers shall be eligible for re-election and upon signifying to the Returning Officer their availability for re-election to the particular office held during the preceding year such retiring officers shall automatically become entitled to be candidates for the same respective offices without nomination as hereinbefore provided.

The election of the executive shall be conducted in the following manner:-

 (a) With the notice to members advising the date of the annual general meeting, the Returning Officer shall invite nominations for the positions of Executive Officers from each State;

 (b) The full name of the Returning Officer and his postal address for all matters relating to the election shall be included in such notice;

 (c) Nominations shall be substantially in the following form:-

AUSTRALIAN TRAINERS' ASSOCIATION

NOMINATION FORM

I hereby nominate .................................................... of .....................................................................

 (full name of candidate) (candidate's address)

................................... as a candidate for Executive Officer of the Australian Trainers' Association.

 (State)

 Signed .................................................

 (Nominator)

Address of Nominator .....................................................

I agree to accept Nomination.

 Signed ..................................

 (Nominee)

 (d) Upon receipt of nominations the Returning Officer shall determine whether they are in order, and if more valid nominations than are necessary to fill the positions for any State have been received the Returning Officer shall proceed to conduct a secret ballot provided that if the Returning Officer 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 a period of not less than 7 days after such notification. The roll of voters for the ballot shall close seven days before the day on which nominations open and shall consist of all financial members carrying on business in the State concerned.

 (e) The Returning Officer shall cause a ballot paper to be prepared setting forth the names of the candidates so nominated at least seven days before the Annual General Meeting, and will forward one ballot paper, a declaration envelope and an outer envelope addressed to him as Returning Officer, at an address pre-arranged by him for the return by post of the ballot paper, without expense to the voter, by post, to each person on the roll of voters. The declaration envelope and outer envelope shall be in the form prescribed by the Fair Work (Registered Organisations) Regulations 2009 and its successors. The ballot paper shall be completed by the voter putting a cross opposite the names of those candidates for whom he desires to vote and by placing the ballot paper in the declaration envelope and then, after signing the removable flap or label, placing the declaration envelope in the outer envelope addressed to the Returning Officer which shall be delivered to the Returning Officer so as to be received by him not later than two hours before the time fixed for holding the Annual General Meeting.

 (f) No voter shall vote for a greater or lesser number of candidates than are necessary to fill the vacancies on the Executive and any vote contrary to this Rule, or which otherwise fails to observe the directions contained in the ballot paper, shall be deemed informal.

 (g) Each candidate may appoint a scrutineer who may observe and be present at all steps in the conduct of an election by the Returning Officer. The failure of a scrutineer to exercise any of his rights shall not invalidate an election.

 (h) As soon as practicable after the counting of votes the Returning Officer shall declare the result of the election and the member or members so elected shall thereupon assume office.

 (i) Subject to the Fair Work (Registered Organisations) Act 2009 and its successors, the decision of the 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 such election and the conduct thereof.

## 13 - MODE OF ELECTION OF PRESIDENT AND VICE-PRESIDENTS

Candidates for the offices of President and two Vice-Presidents shall be nominated by a member of the Executive but only members of the Executive shall be eligible for election. Retiring Officers shall be eligible for re-election and upon signifying to the Returning Officer their availability for re-election to the particular office held during the preceding year such retiring officers shall automatically become entitled to be candidates for the same respective offices without nomination as hereinbefore provided.

The elections shall be conducted by the Returning Officer in the following manner:-

 (a) Nominations shall be substantially in the following form:-

AUSTRALIAN TRAINERS' ASSOCIATION

NOMINATION FORM

I hereby nominate ................................................................................................. as a candidate for

 (full name of candidate)

...................................................................................... of the Australian Trainers' Association.

 (President, Vice-President)

 Signed ........................................................

 (Nominator)

I agree to accept nomination.

 Signed ........................................................

 (Nominee)

 (b) Upon receipt of such nominations, the Returning Officer shall determine whether they are in order, and if more valid nominations than are necessary to fill the positions have been received the Returning Officer shall proceed to conduct separate secret ballots for each office contested, provided that if the Returning Officer 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. The election for the office of President shall be conducted first, the Vice-President second.

 (c) The Returning Officer shall cause a ballot paper to be prepared setting forth the names of the candidates so nominated and shall hand one ballot paper, and an envelope to each member of the Executive. The ballot paper shall be completed by the voter putting a cross opposite the names of the candidates for whom he desires to vote and placing the ballot paper in the envelope which shall be handed to the Returning Officer.

 (d) No person shall be eligible to hold more than one office. If elected to the office of President his nomination will be disregarded for the office of Vice-President.

 (e) Each candidate may appoint a scrutineer who may observe, and be present at all steps in the conduct of an election by the Returning Officer. The failure of a scrutineer to exercise any of his rights shall not invalidate an election.

 (f) As soon as practicable after the counting of votes the Returning Officer shall declare the result of the election and the member or members so elected shall thereupon assume office and shall hold such office for a period of 12 months.

 (g) Subject to the Fair Work (Registered Organisations) Act 2009 and its successors, the decision of the 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 such election and the conduct thereof.

## 14 - MODE OF ELECTION OF CHIEF EXECUTIVE OFFICER

 1. The Chief Executive Officer of the Association shall be elected by members by secret postal ballot, such election to be conducted by the Returning Officer.

 2. Candidates for the position of Chief Executive Officer shall be nominated by a financial member of the Association and each financial member may nominate one or more candidates. The retiring Chief Executive Officer shall be eligible for re-election and upon signifying to the Returning Officer his availability for re-election such retiring officer shall automatically become entitled to be a candidate without nomination.

 3. The election of the Chief Executive Officer shall be conducted in the following manner:-

 (a) With the notice to members advising the date of the Annual General Meeting, in such years as the office of Chief Executive Officer falls vacant, the Returning Officer shall invite nominations for the position of Chief Executive Officer.

 (b) The full name of the Returning Officer and his postal address for all matters relating to the election shall be included in such notice.

 (c) Nominations shall be substantially in the following form:-

Australian Trainers' Association

 I hereby nominate (full name of candidate)

 of (candidate's address)

 as a candidate for the position of Chief Executive

 Officer of the Australian Trainers' Association.

 Signed (nominator)

 Address of Nominator

 I agree to accept Nomination.

 Signed (nominee)

 (d) Upon receipt of nominations the Returning Officer shall determine whether they are in order and if more than one nomination is received shall proceed to conduct a secret ballot, providing that if the Returning Officer 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 a period of not less than 7 days after such notification. The roll of voters for the ballot shall close seven days before the day on which nominations open and shall consist of all financial members of the Association.

 (e) The Returning Officer shall cause a ballot paper to be prepared setting forth the names of the candidates so nominated at least seven days before the Annual General Meeting, and will forward one ballot paper, a declaration envelope and an outer envelope addressed to him as Returning Officer, at an address pre-arranged by him for the return by post of the ballot paper, without expense to the voter, by post, to each person on the roll of voters. The declaration envelope and outer envelope shall be in the form prescribed by the Fair Work (Registered Organisations) Regulations 2009 and its successors. The ballot paper shall be completed by the voter putting a cross opposite the name of the candidate for whom he desires to vote and by placing the ballot paper in the declaration envelope and then, after signing the removable flap or label, placing the declaration envelope in the outer envelope addressed to the Returning Officer which shall be delivered to the Returning Officer so as to be received by him not later than two hours before the time fixed for holding the Annual General Meeting.

 (f) No voter shall vote for a greater or lesser number of candidates than is necessary to fill the vacancy and any vote contrary to this Rule, or which otherwise fails to observe the directions contained in the ballot paper, shall be deemed informal.

 (g) Each candidate may appoint a scrutineer who may observe and be present at all steps in the conduct of an election by the Returning Officer.

 The failure of a scrutineer to exercise any of his rights shall not invalidate an election.

 (h) As soon as practicable after the counting of votes the Returning Officer shall declare the result of the election and the candidate so elected shall thereupon assume office.

 (i) Subject to the Fair Work (Registered Organisations) Act 2009 and its successors, the decision of the 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 such election and the conduct thereof.

## 15 - TENURE OF OFFICE

The Executive or member thereof shall remain in office for two years from the date of election and the Chief Executive Officer shall remain in office for four years from the date of election subject to the following:-

 (a) The Executive may by resolution remove from office any member of the Executive or the Chief Executive Officer at a meeting of the Executive to which the person concerned has been summoned in writing to show cause why he should not be so removed, provided that such person shall not be removed from office unless he has been found guilty of misappropriation of the funds of the Association, a substantial breach of these Rules, or gross misbehaviour or gross neglect of duty, or has ceased, according to these Rules, to be eligible to hold the office.

 (b) A person summoned to show cause pursuant to Sub-Rule (a) of this Rule shall be given at least fourteen days notice of the time and place of the meeting of the Executive to which he is summoned, and the notice summonsing the person shall also specify the ground or grounds upon which it is proposed to consider such removal. The Executive may proceed

 to hear and determine a matter under this Rule notwithstanding the absence of the person summoned if due notice of the hearing has been given in accordance with this Rule.

 (c) Subject to these Rules, the Executive shall have power to remove from the Executive any member who has been declared bankrupt or insolvent or a person who has been declared to be of unsound mind by a competent Court, or who has been convicted of a felony, or who for any other reason ceases to be a member of the Association.

## 16 - VACANCIES IN EXECUTIVE

All vacancies on the Executive shall be filled by the Executive, which may appoint any other qualified member of the Association thereto, and such member shall hold office until the expiration of the term in office of the person for whom the appointee is substituted, provided that no such appointment shall be for a period in excess of one year. A qualified member shall in the case of a vacancy on the Executive, be deemed to be a member carrying on training in the same State as the member whose office has been declared vacant by the Executive.

## 17 - CHAIRMAN

The President, or in his absence, a Vice-President shall preside at all meetings of the Executive or of the Association provided that in the absence of the President and Vice-President the Executive of the Association may elect a Chairman who shall preside. The President, Vice-President or Chairman presiding at any meeting shall have a deliberative vote and also a casting vote.

## 18 - MEETINGS OF THE EXECUTIVE

The executive (of whom six shall form a quorum) shall meet at least quarterly unless otherwise determined by the executive on such date and at such hour and place as it may from time to time fix for transacting the ordinary business and affairs of the Association. Special meetings shall be called by the Chief Executive Officer on matters of urgency or on the requisition of two members of the executive; the business for which such meeting has been called shall take priority there at over any other business brought forward. All meetings of the executive shall be called by the Chief Executive Officer. Meetings of the executive may be conducted by telephone hook-up.

## 19 - POWERS OF EXECUTIVE

Subject to decisions of meetings held in accordance with Rule 27 the Executive shall generally manage and direct all the affairs of the Association and in addition to other powers given by these rules shall exercise the following powers and duties:-

 (a) To engage such employees as they deem necessary and to fix their remuneration.

 (b) To appear before or make application to any Court Board Commission Committee or other Tribunal in any matter or proceedings affecting the Association or any of its members and to undertake on behalf of the Association or its members the conduct of any such proceedings and for any of these purposes to engage counsel or solicitor to act on its behalf.

 (c) To execute such instruments as may be necessary to carry on the affairs of the Association.

 (d) To appoint nominees to any Board constituted under any Act or Regulations to represent the Association.

 (e) To control the property and funds of the Association, including the Federal Fund, but excluding any Branch Fund managed and controlled by a Branch.

 (f) To appoint and dissolve such sub-committees as it may consider necessary for the purposes of the Association from time to time, provided always that such sub-committees shall have no Executive powers or functions.

 (g) To fix the amount of the subscriptions or levies due from members of the Association.

 (h) To make such levies upon members as may be necessary.

 (i) To impose fines on members for breaches of these rules as hereinafter provided.

 (j) To take proceedings for the breach or non-observance of any order or award or for the recovery of any subscriptions fines or levies or other property or monies due to the Association by any member or by any other debtors.

 (k) To do all such things as may be necessary in the interests of the Association or its members and which are not required to be dealt with by the Association in general meeting.

 (l) To refer any matter to a general meeting for determination.

 (m) To do all such acts and things as may be necessary for the carrying into effect of the objects of the Association.

 (n) A loan, grant, or donation of any amount exceeding $1,000.00 shall not be made by this Association or any Branch thereof, as the case may be, unless the Federal Executive of the Association, or in the case of a Branch, its Committee in the first instance and then the Federal Executive as the case may be -

 (a) Have satisifed themselves -

 (i) that the making of the loan, grant or donation would be in accordance with other Rules of the Association or of the Branch as the case may be; 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) Have approved the making of the loan, grant or donation.

## 20 - OFFICERS

The officers of the Association shall be all members of the Executive and the Chief Executive Officer.

## 21 - CHIEF EXECUTIVE OFFICER

The Chief Executive Officer shall take charge of all the documents books papers and records of the Association and shall conduct all correspondence ensure that all meetings are called in accordance with these rules and discharge all such duties appertaining to his office as the Executive shall direct and shall be the officer to sue and take proceedings (as directed by the Executive) on behalf of the Association. He shall keep the minutes of all proceedings of the Association and the Executive.

## 22 - FINANCIAL & OTHER RESPONSIBILITIES OF OFFICERS

(1) In this Rule, the following definitions will apply:

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.

disclosure period means the financial year of the Association.

declared person or body A person is a declared person or body if:

 (i) An officer of the Association or Branch has disclosed a material personal interest related to, or is in, the person or body; and

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

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

financial duties includes duties that relate to the financial management of the Association or a Branch of the Association.

General Manager means the General Manager of the Fair Work Commission.

non-cash beneft means property or services in any form other than money but does not include a computer, mobile phone or other electroinic device that is used only or mainly for work purposes.

peak council has the same meaning as defined by section 12 of the Fair Work Act 2009.

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

officer has the same meaning as defined by section 6 of the Fair Work (Registered Organisations) Act 2009.

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

relative in relation to a person, means:

 (i) parent, step parent, child, step child, grandparent, grandchild, brother or sister of the person; or

 (ii) the spouse of the first mentioned person.

relevant remuneration in relation to an officer of the Association or a Branch for a disclosure period is the sum of the following:

 (i) any remuneration disclosed to the Association or Branch by the officer under sub-rule 22(3) during the disclosure period;

 (ii) any remuneration paid during the disclosure period, to the officer by the Association or a Branch.

relevant non-cash benefit in relation to an officer of the Association or Branch for a disclosure period means the non- cash benefit 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 Branch or by a related party of the Association or Branch

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

(2) The Association and its Branches will develop and implement policies and procedures relating to the expenditure of the Association and its Branches.

(3) (A) 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, a Branch of the Association, or a peak council; or

(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) shall 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 shall disclose to the members of the Association and its Branches:

(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 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.

(E) Each officer of a Branch shall disclose to the Branch 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 Branch; or

 (ii) the officer was nominated for the position as a member of the board by the Association, Branch, or a peak council; or

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

(F) The disclosure required by sub-rule (E) shall be made to the Branch:

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

 (b) in writing.

(G) A Branch shall disclose to the members of the Branch:

 (a) the identity of the officers who are the two highest paid in terms of relevant remuneration for the disclosure period, and

 (b) for each of those officers:

 (i) the actual amount of the officer’s relevant remuneration for the disclosure period; and

 (ii) either the value of the officer’s relevant non-cash benefits, or the form of the officer’s relevant non-cash benefits, for the disclosure period.

(H) For the purposes of sub-rule (G), 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.

(4) (A) Each officer of the Association shall 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) shall be made to the Association:

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

 (b) in writing.

 (C) The Association shall disclose to the members of the Association and its Branches any interests disclosed to the Association pursuant to sub-rule (A).

 (D) For the purposes of sub-rule (C), the disclosures 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.

(E) Each officer of a Branch shall disclose to the Branch 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 Branch.

(F) The disclosure required by sub-rule (E) shall be made to the Branch:

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

 (b) in writing;

 (G) A Branch shall disclose to the members of the Branch any interests disclosed to the Branch pursuant to sub-rule (E).

 (H) For the purposes of sub-rule (G), the disclosures 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.

(5) (A) The Association shall disclose to the members of the Association and its Branches either:

 (a) Each payment made by the Association, during the disclosure period:

 (i) to a related party of the Association or a Branch of the Association; and

 (ii) to a declared person or body of the Association or a branch 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 Branch of the Association; and

 (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 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.

 (D) A Branch shall disclose to the members of the Branch either:

 (a) each payment made by the Branch, during the disclosure period:

 (i) to a related party of the Branch; or

 (ii) to a declared person or body of the Branch; or

 (b) the total of the payments made by the Branch, during the disclosure period to:

 (i) each related party of the Branch; or

 (ii) to each declared person or body of the Branch.

 (E) Sub-rule (D) does not apply to a payment made to a related party if:

 (a) the payment consists of amounts deducted by the Branch from remuneration payable to officers or employees of the Branch; or

 (b) the related party is an officer of the Branch, and the payment:

 (i) consists of remuneration paid to the officer by the Branch; or

 (ii) is reimbursement for expenses reasonably incurred by the officer in performing the officer’s duties as an officer.

 (F) For the purposes of sub-rule (D), 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

(6) Within six months of taking office, each officer of the Association or Branch whose duties relate to the financial management of the Association or Branch must undertake training approved by the General Manager and that cover each of the officer’s financial duties.

## 23 - ACCOUNTS

The Chief Executive Officer shall receive all monies on behalf of the Association and shall issue receipts therefor and shall pay the same into any account or accounts of the Association at a Bank or Banks nominated by the Executive. All payments exceeding fifty dollars ($50) from the funds of the Association shall be authorised by such persons or officers as the Executive may determine by resolution from time to time. The Books of Account of the Association shall be kept by the Chief Executive Officer who shall produce the same with the Bank statements at each Board Meeting of the Executive.

He shall be the Accounting Officer of the Association for the purposes of the Fair Work (Registered Organisations) Act 2009 and its successors. He shall cause to be supplied, free of charge to Members of the Association, copies of the Auditor's Report and of the accounts and statements prepared in accordance with the abovementioned Act and the regulations thereunder.

He shall also present the Auditor's Report and the abovementioned accounts and statements to a General Meeting of Members.

The financial year of the Association shall be the period of twelve months commencing on the 1st day of July in any year and ending on the 30th day of June in the following year.

Any Member of the Executive shall at all times have access to the Books of the Account of the Association.

## 24 - FEDERAL FUND

The Federal Fund of the Association shall consist of:-

 (a) all real or personal property of which the Association has the right of custody control or management.

 (b) all entrance fees, subscriptions, fines, levies, capitation fees or the like payable to the Association by members, branches or otherwise.

 (c) all rent, interest, dividends or other income derived from the investment or use of the Federal Fund.

 (d) any superannuation or long service leave or other fund operated or controlled in accordance with the Association's rules relating to the Association as a whole for the benefit of its officers or employees.

 (e) any sick pay fund, accident pay fund, funeral fund, or like fund operated or controlled in accordance with the Association's rules relating to the Association as a whole for the benefit of its members.

 (f) any property acquired wholly or mainly by expenditure of the money of the fund or derived from other assets of the fund.

 (g) the proceeds of any disposal of parts of the fund.

## 25 - SOLICITOR

A Solicitor may be appointed by the Executive upon such terms as the Executive may decide from whom advice may be obtained for any member of the Association.

## 26 - AUDITOR

The Association shall appoint annually a qualified person as its Auditor and shall make provision for that Auditor to have full and complete access to all its books and documents. The Auditor shall at least every twelve months audit the accounts of the Association.

He shall, within the time prescribed by the Fair Work (Registered Organisations) Act 2009 and its successors, make a Report to the Chief Executive Officer. A copy of the Report shall be supplied to Members in accordance with Rule 21.

## 27 - MEETINGS

The Annual General Meeting of the Association shall be held between the months of July and December and the first meeting under this Rule shall be held between July and December 1979.

The Executive may whensoever they think fit and shall upon a requisition made in writing by not less than twenty members of the Association convene an extraordinary general meeting. A meeting of the members of the Association shall be called by a notice in writing specifying the place, date and hour of the meeting and the nature of the business to be transacted thereat and served twenty-one days at least before the date of the meeting personally or by sending it through the post in a prepaid letter addressed to each member at his registered place of abode, or by email or by other electronic means. At every meeting of the Association a quorum, if necessary, for the transaction of business shall be ten.

At any meeting, unless a poll is demanded by at least five members, a declaration by the Chairman that a resolution had been carried and an entry to that effect in the minutes of such proceedings of the Association shall be sufficient evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against such resolution. If a poll be so demanded every member shall have one vote and the result of such poll shall be deemed to be the resolution of the Association. Except where otherwise herein provided all matters at any meetings shall be decided by simple majority of the votes cast thereon.

## 28 - GENERAL

The Association may be represented in any proceedings before any Court or Industrial Tribunal by the Chief Executive Officer or by any person or persons whom the Executive may from time to time appoint.

## 29 - COMMON SEAL

The Common Seal of the Association shall be kept in the custody of the Chief Executive Officer but shall not be used or affixed to any document except by authority of the Executive in the presence of two Executive members.

## 30 - SUBSCRIPTIONS FINES AND LEVIES

The Annual Subscription of members shall be such amount as shall be determined from time to time by the Executive Committee who in their absolute discretion may fix varying amounts for members, corporate members and nominees of corporate members. The annual subscription shall be paid not later in each year than the 1st August. All subscriptions shall be payable in advance.

The Executive shall have power to impose fines not exceeding twenty dollars ($20.00) upon any member or members for any breach of the Rules or of by-laws decisions or resolutions of the Association made thereunder or for any breach of agreements with the Association. The Executive may for the purpose of providing funds for the use of the Association in order to carry out its objects impose at any time and from time to time a levy or levies on each of the members of the Association as the Executive may think requisite and necessary. The Executive may determine the methods of imposing any such levy or levies whether by an equal contribution by all members or by an amount based on the number of persons employed by such member or otherwise in any manner deemed advisable and in so doing the Executive may have regard to the financial or business standing of members and no objection shall be taken to any proposed levy on the ground that it may have the effect of discriminating between individual members and the respective amounts payable by them.

Every member shall forthwith pay to the Association any fine imposed upon him by said Executive, and all fines, levies, or other monies imposed or required by the Executive shall be paid within seven days after notice in writing thereof. The Association, however, may in General Meeting annul, vary or remit any fine or levy imposed, provided the resolution so to do is carried by a majority of at least three-fourths of the members present and voting thereon. Any member failing to pay any subscription fine and/or levy imposed in accordance with the provisions of this rule shall be unfinancial and be suspended from all benefits and privileges until payment of all such subscriptions fines and/or levies

The Association may recover from any person all subscriptions, fines and levies and other monies payable by him to the Association in pursuance of these presents by action, suit or legal proceedings, and may forfeit any bond given for the payment thereof.

All fines imposed shall be recoverable by the Association as and for liquidated damages and the amount of such fine shall be deemed to represent the damages actually sustained by the Association in respect of the matter on account of which the fine is imposed.

On the trial of hearing of any action for the recovery of any monies due for fines or levies it shall be sufficient to prove that the name of the member sued is entered in the Register of Members, that the resolution making the fine or levy was duly given to the member in pursuance of these rules, and it shall not be necessary to prove the convening of the meeting which made such fine or levy nor any other matters whatsoever, but the proof of the matter aforesaid shall be conclusive evidence of the debt.

## 31 - REGISTERED OFFICE

The Registered Office of the Association shall be in such place as the Executive from time to time determines.

## 32 - BRANCHES

 (a) The Executive may by resolution from time to time create a Branch or Branches of the Association at any place within the Commonwealth of Australia and may from time to time vary the area of any Branch. Decisions of the Executive shall, subject to these Rules, be binding on all Branches and Members of the Association.

 (b) Any Branch of the Association shall be autonomous in relation to matters affecting members of the Branch only and matters concerning the participation of the Branch in any State industrial conciliation and arbitration system, save that branches shall comply with directives of the Executive in relation to matters affecting the industrial interests of members generally.

## 33 - REGISTERED OFFICE OF BRANCHES

The Registered office of any Branch shall be at such place as the Executive from time to time determines.

## 34 - BRANCH COMMITTEES

 (a) Subject to these Rules and subject to the control of members in general meeting, the affairs of a Branch shall be managed by a Committee of seven members, two of whom shall be the members of the Federal Executive representing members within the State in which the Branch operates and the remaining five elected by members of the Branch as hereinafter provided.

 (b) A President, a Vice-President and a Secretary for each Branch shall be elected by the Branch Committee at its first meeting after each annual meeting.

## 35 - MODE OF ELECTION OF MEMBERS OF BRANCH COMMITTEE

Candidates for the Branch shall be nominated by a financial member of the Association within the Branch and each financial member may nominate one or more candidates. Retiring Branch Committeemen shall be eligible for re-election and upon signifying to the Returning Officer their availability for re-election to the particular office held during the preceding year such retiring officers shall automatically become entitled to be candidates for the same respective offices without nomination as hereinbefore provided.

The election of Branch Committeemen shall be conducted in the following manner:-

 (a) With the notice to members advising the date of branch annual general meeting, the Returning Officer shall invite nominations for the positions of Branch Committeemen.

 (b) The full name of the Returning Officer and his postal address for all matters relating to the election shall be included in such notice.

 (c) Nominations shall be substantially in the following form:-

AUSTRALIAN TRAINERS' ASSOCIATION

NOMINATION FORM

I hereby nominate ............................................................ of ........................................................

 (full name of candidate) (candidate's address)

as a .........................candidate for Branch Committeeman of the (Branch) Australian Trainers' Association.

 Signed .............................................

 (Nominator)

 Address of Nominator .........................................................................

 I agree to accept Nomination.

 Signed .............................................

 (Nominee)

 (d) Upon receipt of nominations the Returning Officer shall determine whether they are in order, and if more valid nominations than are necessary to fill the positions on the Branch Committee have been received the Returning Officer shall proceed to conduct a secret ballot provided that if the Returning Officer 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 a period of not less than seven days after such notification. The roll of voters for the ballot shall close seven days before the day on which nominations open and shall consist of all financial members carrying on business in the State concerned.

 (e) The Returning Officer shall cause a ballot paper to be prepared setting forth the names of the candidates nominated at least seven days before the Branch Annual General Meeting, and will forward one ballot paper, a declaration envelope and an outer envelope addressed to him as Returning Officer, at an address pre-arranged by him for the return by post of the ballot paper, without expense to the voter, by post, to each person on the roll of voters. The declaration envelope and outer envelope shall be in the form prescribed by the the Fair Work (Registered Organisations) Regulations 2009 and its successors. The ballot paper shall be completed by the voter putting a cross opposite the names of those candidates for whom he desires to vote and by placing the ballot paper in the declaration envelope and then, after signing the removable flap or label, placing the declaration

 envelope in the outer envelope addressed to the Returning Officer which shall be delivered to the Returning Officer so as to be received by him not later than two hours before the time fixed for holding the Annual General Meeting.

 (f) No voter shall vote for a greater or lesser number of candidates than are necessary to fill the vacancies on the Branch Committee and any vote contrary to this Rule, or which otherwise fails to observe the directions contained in the ballot paper, shall be deemed informal.

 (g) Each candidate may appoint a scrutineer who may observe and be present at all steps in the conduct of an election by the Returning Officer. The failure of a scrutineer to exercise any of his rights shall not invalidate an election.

 (h) As soon as practicable after the counting of votes the Returning Officer shall declare the result of the election and the member or members so elected shall thereupon assume office and shall hold such office for a period of 12 months.

 (i) Subject to the Fair Work (Registered Organisations) Act 2009 and its successors, the decision of the 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 such election and the conduct thereof.

## 36 - BRANCH PRESIDENT, VICE-PRESIDENT AND SECRETARY

A President, a Vice-President and a Secretary of the Branch shall be elected by the Branch Committee at the first Branch Committee Meeting held after the Branch Annual Meeting, but thereafter elections shall be held in accordance with Clause 35.

**37 - MODE OF ELECTION OF BRANCH PRESIDENT, BRANCH VICE-PRESIDENT**

**AND SECRETARY.**

Candidates for the offices of President, Vice-President and Secretary shall be nominated by a member of the Branch Committee but only members of the Branch Committee shall be eligible for election. Retiring Officers shall be eligible for re-election and upon signifying to the Returning Officer their availability for re-election to the particular office held during the preceding year such retiring officers shall automatically become entitled to be candidates for the same respective offices without nomination as hereinbefore provided.

The elections shall be conducted by the Returning Officer in the following manner;

 (a) Nominations shall be substantially in the following form:-

AUSTRALIAN TRAINERS' ASSOCIATION

NOMINATION FORM

I hereby nominate ................................................................................... as a candidate for

 (full name of candidate)

......................................................... of the ........................... Branch of the Australian Trainers' Association.

(President, Vice-President, Secretary)

 Signed ................................................

 (Nominator)

I agree to accept nomination.

 Signed ................................................

 (Nominee)

 (b) Upon receipt of such nominations, the Returning Officer shall determine whether they are in order and if more valid nominations than are necessary to fill the positions have been received the Returning Officer shall proceed to conduct separate secret ballots for each office contested, provided that if the Returning Officer 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. The election for the office of President shall be conducted first, the Vice-President second, Secretary third.

 (c) The Returning Officer shall cause a ballot paper to be prepared setting forth the names of the candidates so nominated and shall hand one ballot paper, and an envelope to each member of the Branch Committee. The ballot paper shall be completed by the voter putting a cross opposite the names of the candidates for whom he desires to vote and placing the ballot paper in the envelope which shall be handed to the Returning Officer.

 d) No person shall be eligible to hold more than one office. If elected to the office of President his nomination will be disregarded for the office of Vice-President and if elected as Vice-President this nomination will be disregarded for the office of Secretary.

 (e) Each candidate may appoint a scrutineer who may observe, and be present at all steps in the conduct of an election by the Returning Officer. The failure of a scrutineer to exercise any of his rights shall not invalidate an election.

 (f) As soon as practicable after the counting of votes the Returning Officer shall declare the result of the election and the member or members so elected shall thereupon assume office.

 (g) Subject to the Fair Work (Registered Organisations) Act 2009 and its successors, the decision of the 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 such election and the conduct thereof.

## 38 - BRANCH MEETINGS

An Annual General Meeting of members of each Branch shall be held between the months of July and December in each year at such time as may be determined by the Branch Committee. At least one month's prior notice of the Annual General Meeting shall be given to each member of the Branch. Such meeting shall deal with the Annual Report by the President, and discuss any matters properly brought forward by the Members. The Branch Secretary shall upon the request of the Branch President, or any two members of the Branch Executive or upon requisitions signed by at least ten members of the Branch concerned summon a special meeting of the members of such Branch.

## 39 - BRANCH MANAGEMENT

Branches shall have power in general or special meetings:

 (i) To decide any question which may arise effecting such Branch.

 (ii) To generally control and manage the affairs of the Branch, save that no Branch shall be entitled to employ engage or hire any person for any purpose whatsoever, nor pay any wage, salary honorarium or any other remuneration to any person whatsoever without the express consent of the Federal Executive first had and obtained.

## 40 - POWERS OF THE BRANCH COMMITTEE

The Branch Committee shall in addition to any other powers conferred upon it by these Rules, have the following powers and duties.

 (a) Within the general policy of the Association to direct the policy of the Branch in all matters affecting the interests of members of the Branch.

 (b) Subject to any resolution which may from time to time be passed by the Federal Executive, to control the property and funds of the Branch and to authorise disbursement of such funds for purposes in accord with these Rules.

 (c) To forward to the Federal Executive, through the Chief Executive Officer, all or any funds, contributions, chattels, property, books of account, records of any other matter or thing which the Branch may be directed to do by the Federal Executive.

 (d) Subject to these Rules and to the decisions of the Federal Executive and of decisions of the Branch in General Meeting, to conduct and manage the affairs of the Branch.

## 41 - POWERS AND DUTIES OF MEMBERS OF BRANCH COMMITTEE

1. PRESIDENT.

 (a) The President of the Branch shall be the Chief Executive Officer of the Branch and shall, where possible, preside at all General Meetings of the Branch, and of the Branch Committee.

 (b) The President shall have the power to call meetings of the Branch or of the Committee, at any time or times which he may consider fit, provided that any notice to members required to be given pursuant to these Rules shall be given prior to any such meeting.

 (c) The President shall submit the annual report and balance sheet of the Branch to the Annual General Meeting of the Branch and shall cause a copy of such report and the balance sheet to be forwarded to the Chief Executive Officer of the Association within seven days of the Annual General Meeting.

 (d) The President shall be an ex-officio member of all Committees appointed by any General Meeting of the Branch.

 (e) The President shall carry out such other functions or duties as he may be required to do pursuant to these Rules, to any resolution of a General Meeting of the Branch, or of the Branch Committee.

2. VICE-PRESIDENT

 (a) The Vice-President shall maintain close liaison with the President and shall assist him in carrying out the duties and obligations of that office.

 (b) The Vice-President shall have and exercise all the powers of the President if and when the President directs him so to do, or if and when the President is unable to be present at a meeting or to act on behalf of the Branch.

3. SECRETARY.

 (a) The Secretary shall be responsible for the documents, books papers and records of the Branch, and shall receive all monies due and payable to the Branch and issue receipts therefore, and shall pay all monies received into the Branch Bank Account.

 (b) The Secretary shall keep and maintain in appropriate books the correct account of all monies received and expended together with the date and purpose of any receipt or expenditure, and shall prepare a balance sheet and any other financial record required by the Branch Committee or the Association's Auditors and shall comply with any direction of the Branch Committee or the Association Auditors in relation to all or any books of account under his control.

 (c) The Secretary shall submit copies of all correspondence and shall submit a report on correspondence effecting the Branch when required so to do by a General Meeting of the Branch or by the Branch Committee.

 (d) The Secretary shall be responsible for the giving of due notice for the calling of all General Meetings of the Branch and the Branch Committee.

 (e) The Secretary shall attend all meetings of the Branch and all meetings of the Branch Committee and shall keep minutes of all meetings which shall be duly entered in a separate book kept for such purpose.

 (f) The Secretary shall prepare an Annual Report including a report on financial matters and shall attend to all other matters that he may be directed to attend to pursuant to a resolution of a General Meeting of the Branch or of the Branch Committee.

 (g) The Secretary shall prepare all documents, books, records and returns which may be required pursuant to these Rules or pursuant to the provisions of the Fair Work (Registered Organisations) Act 2009 and its successors, or the Regulations made thereunder.

## 42 - BRANCH FUND

 (a) Each Branch of the Association shall have a fund (hereinafter call a "Branch Fund") which shall be managed and controlled in accordance with the rules of the particular branch and which shall consist of

 (i) all real or personal property of which the branch has the right of custody control or management.

 (ii) the amount of entrance fees, subscriptions, fines fees or levies received by the branch, less so much of these amounts as are payable by the Branch to the association.

 (iii) any interest, rents or dividends derived from the investment of the branch fund.

 (iv) any superannuation or long service leave fund operated or controlled by the branch for the benefit of its officers or employees.

 (v) any sick pay fund, accident pay fund, funeral fund or like fund operated or controlled by the branch for the benefit of its members.

 (vi) any property acquired wholly or mainly by expenditure of the monies of the branch fund or derived from other assets of the branch fund.

 (vii) the proceeds of any disposal of parts of the branch fund.

 (b) The Rules relating to a Branch Fund shall not be altered except with the consent of the Branch concerned.

## 43 - CASUAL VACANCY

 (a) Any casual vacancy in an office of the Branch Committee shall be filled by a member of the Branch appointed by the Branch Committee.

 (b) Any member appointed to fill a casual vacancy shall hold office for the unexpired period of the office so filled, provided that no such appointment shall be for a period in excess of one year.

## 44 - REGISTER OF MEMBERS

A Register of Members of each Branch of the Association shall be kept by the Secretary of such Branch and the name and postal address of each member of such Branch shall be entered therein. It shall be the responsibility of each member to notify his Branch Secretary of any change in his postal address.

## 45 - QUORUM.

At any general meeting of a Branch six members shall constitute a quorum.

 (b) At any meeting of a Branch Committee two members shall constitute a quorum.

## 46 - ALTERATION TO RULES

These Rules may be added to altered or repealed only at an Annual General Meeting or a Special General Meeting called for that purpose, notice of such proposed alteration to be given to the Chief Executive Officer in writing at least one month before the date of such meeting.

## 47 - DISSOLUTION OF THE ASSOCIATION AND SURPLUS ASSETS.

The Association may be dissolved at any Annual General Meeting or any Special General Meeting called for that purpose, provided that one calendar month's notice in writing of a meeting called to dissolve the Association shall be given to the members of the Association and provided further that in an absolute majority of the States represented on the Executive a majority of the members present at the Special General Meeting shall approve the proposed dissolution.

The Association being dissolved the surplus assets thereof shall be disposed of in such manner as the members shall in General Meeting determine.

## 48 - NOTICES.

A notice may be served on any member personally or by sending it through the post in a prepaid envelope or wrapper to each member at his registered or last known address.

Every notice so sent shall be deemed to have been received by the member forty eight hours after the posting thereof and a certificate in writing signed by the President, Chief Executive Officer or other officer of the Association that the envelope containing the notice was so addressed and posted shall be conclusive evidence thereof.

## 49 - BY-LAWS.

The Executive shall have power to make by-laws for the conduct of meetings of the Association and any such by-laws shall be submitted for approval to the Annual General Meeting or a Special General Meeting at which they may be altered or amended and any such by-laws so approved shall have the same force and effect as these Rules.

## 50 - INVESTMENT OF FUNDS

The Executive may from time to time invest the surplus funds of the Association in any investments authorised by law for trustees or persons acting in a fiduciary capacity and may call in transpose or vary such investments as may be considered necessary.

## 51 - MATTERS NOT PROVIDED FOR

The Executive shall have power to determine any matter which the Rules do not provide for but they shall not take any action under this Rule which is opposed to these Rules or to the objects of this Association. In the event of any doubt or difficulty arising as to the meaning of any Rule or Rules the executive shall have power to pronounce a decision thereon and such decision shall be final. On matters of urgency the President, Vice-President and Chief Executive Officer shall act as they think fit in accordance with the interests of the Executive and report to the next Executive meeting.

## 52 - INAUGURAL MEETING.

 (a) All employers in the horse training industry who attend the inaugural meeting of the Association shall be deemed to be foundation members of the Association, and employers in the said industry who are unable to attend the meeting may, in writing, appoint another employer in the said industry to act as their proxy and shall also be deemed to be foundation members of the Association.

 (b) The provisions of these rules relating to admission to membership and election of the Executive of the Association shall not apply to the Inaugural Meeting.

 (c) Members attending the Inaugural Meeting shall be empowered:-

 (i) To appoint a Chairman of the meeting.

 (ii) To elect the foundation Executive of the association, the members of which shall hold office until the first Annual General Meeting of the Association, the Executive to consist of two members from each of the States of New South Wales, Queensland, South Australia, Victoria and Western Australia.

 (iii) To set the membership fee for foundation members, and other members who may join the Association prior to the first Annual General Meeting.

## 53 - REGIONAL MEETINGS

 (a) The Executive shall be empowered to arrange Regional Meetings of members of the Association and may appoint the Chief Executive Officer or such other member or members as it deems fit to call the inaugural or any other meetings of members within any region appointed by the Executive. Any meeting called in accordance with this paragraph shall have the following powers and no others:-

 (i) to appoint a Chairman of the meeting who shall prepare the Minutes of the meeting and forward a copy thereof to the Chief Executive Officer of the Association.

 (ii) to pass by a majority of members present and voting at any such meeting any resolution relating to the matters set out in Objects Clause of this Constitution.

 (iii) To adjourn any meeting or to nominate a date, time and place for a further meeting of members within the region and to make appropriate arrangements as to the notification of members of such meeting.

 (b) If, in a period of six months, two or more regional meetings pass resolutions which in the opinion of the Chief Executive Officer, are of substantially the same effect, the Chief Executive Officer shall place this fact and the wording of the resolution in question on the notice paper of the next practicable meeting of the Executive of this Association.

 (c) No Regional Meeting shall have the power or authority to bind the Association in any manner whatsoever and in particular no Regional Meeting shall have power or authority to make any statement or to incur any expenditure on behalf of the Association.

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