278V: Incorporates alterations of 18 August 2020 [R2020/116]

(replacesrulebook dated 5 June 2020 [D2020/1 and R2020/13])

 **Australian Road Transport Industrial Organization**

 I CERTIFY under section 161 of the Fair Work (Registered Organisations) Act 2009 that the pages herein numbered 1 to 31 both inclusive contain a true and correct copy of the registered rules of the Australian Road Transport Industrial Organization

 DELEGATE OF THE GENERAL MANAGER

 FAIR WORK COMMISSION

Rules of the Australian Road Transport Industrial Organization

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AUSTRALIAN ROAD TRANSPORT INDUSTRIAL ORGANIZATION

CONSTITUTION AND RULES

## 1 – NAME

The name of the Organization shall be "Australian Road Transport Industrial Organization".

## 2 – INDUSTRY

The industry in or in connection with which the Organization is formed is the Road Transport Industry, which without limiting the generality of the term shall include the business of - carrying, cartage contracting, freight forwarding, customs agency, warehousing, collection and disposal of industrial or domestic waste, hiring out of cranes or materials handling equipment, and/or operating commercial vehicles used for the handling or transportation of goods, articles, wares, merchandise, cash, valuables, livestock, material and commodities of all description, or anything whatsoever whether in its raw or natural state, wholly or partly manufactured state, or a solid or liquid gaseous nature or otherwise, but shall not include the carriage of passengers.

## 3 – OFFICE

The location of the registered office of the Organization shall be as determined from time to time by the Council.

## 4 – OBJECTS

The objects of the Organization (which are industrial only) are:-

(a) To promote and advance the industry in connection with industrial matters.

(b) To secure to the members of the Organization all the advantages of unity of action and to protect the interest of members in any lawful manner whatsoever in industrial matters relating to the industry.

(c) To enter into any affiliation or alliance with any other body having objects similar to those of the Organization or calculated to benefit generally the industrial interests of the members of the Organization.

(d) To act in conjunction with and to appoint representatives to any association or union of employers, either in Australia or abroad.

(e) To represent the interests of employers of the industry before courts and tribunals or any other bodies, and at conferences with trade unions and other bodies of employers or employees.

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

## 5 – DEFINITIONS

In the interpretation of these Rules, unless the context otherwise requires, the following words and expressions shall have the meanings hereinafter:

(aa) “Act”, means the *Fair Work (Registered Organisations) Act 2009,* as amended from time to time, and includes regulations made under that Act.

(a) AREA OF THE BRANCH means the area of which the Branch is created in accordance with these Rules.

(b) BRANCH COMMITTEE means the Committee of the Branch as provided in these Rules.

(c) COUNCIL means the Federal Council of the Organization as provided in these Rules.

(d) FINANCIAL YEAR means the period of 12 months commencing on 1 July in any year and ending on 30 June in the following year.

(e) INDUSTRIAL and WORKPLACE RELATIONS MATTERS includes any type of matter or application or issue that may arise from time to time under any federal or state legislation that may affect whether directly or indirectly the interests of the Organization.

(f) INDUSTRY means road transport industry as set out in Rule 2.

(g) MEMBER means any person admitted to membership of the Organization.

(h) ORGANIZATION means Australian Road Transport Industrial Organization.

(i) PLACE OF BUSINESS means an office or depot from which a person carries on business in the industry.

(j) PRESIDENT means the President of the Organization or the Branch as the case may be, or in his or her absence or inability to act, a Vice-President acting in his or her stead.

(k) RULES of the ORGANIZATION include the Standard Branch Rules and Supplementary Branch Rules (if any).

 (l) SECRETARY/TREASURER means the Secretary/Treasurer of the Organization or the Branch as the case may be and includes any other person from time to time acting by his/her authority in his/her stead or any person acting as Secretary/Treasurer by the authority of the Council or of the Branch Committee respectively.

(m) VICE-PRESIDENT means Vice-President of the Organization or the Branch as the case may be.

(n) WORDS importing “person”, other than in rule 8, shall include firms, partnerships, companies and corporations (statutory or otherwise) and unincorporated bodies and vice versa.

## 6 – SPARE

## 7 – BRANCHES

(1) The Council may at any time and from time to time constitute Branches -

 (a) consisting of those members of the Organization who have a place of business within the area in respect of which it is deemed a Branch is to be constituted;

 (b) consisting of those members of the Organization who have a place of business within 3 or more of the areas for which Branches have been formed pursuant to Rule 7(1)(a). Provided, however, that any such member may elect to join one of the Branches formed in accordance with Rule 7(1)(a);

 (c) consisting of those members of the Organization who otherwise carry on business in the industry subject to Rule 8 and in respect of whom it is decided a Branch should be constituted.

(2) Each Branch Committee may constitute sections or Sub-Branches.

(3) With the consent of the Branch Committee of the Branch or Branches concerned, the Council may alter the boundaries of the area of any Branch.

(4) Each Branch shall have full and complete autonomy in matters affecting members of the Branch only and matters concerning the participation of the Branch in any State industrial and workplace relations system.

(5) Where a new Branch is created pursuant to subrule (1) its initial branch committee, branch officers, branch Representatives and Alternate Representative to Council (the ‘initial office holders’), may be appointed by resolution of branch members at its first general meeting, provided that:

1. such initial office holders shall hold office for a period not exceeding 4 months commencing from the date of appointment by which time at the end of the 4 month period, such offices shall be filled by regular election in accordance with the branch rules 12 and 14 and rule 25 respectively (with the necessary changes); and
2. the term of office of persons elected under paragraph (a) of this subrule shall expire to coincide with the expiration of the terms of office of the pre-existing branches of the Organization.

## 7A – COUNTERPART ARRANGEMENTS WITH STATE BODIES

1. The Organization may, on behalf of a Branch (hereafter “the counterpart Branch”) enter into an arrangement with an associated state body, provided that:

 (a) The membership of the state body is, or purports to be, composed of substantially the same members as the counterpart Branch; and

 (b) The state body has, or purport to have, officers who are substantially the same as the designated officers in relation to the counterpart Branch; and

 (c) The counterpart Branch has consented to the counterpart arrangement.

 (2) Where a counterpart arrangement is in place:

 (a) Admission to membership (if eligible for membership of the Organization) of the state body may be treated as admission to membership of the Organization attached to the counterpart Branch without separate payment of fees; and

(b) Financial members of the state body which have been admitted to membership under subparagraph (a) will be treated as financial members of the Organization attached to the counterpart Branch for all purposes under these Rules; and

(c) Any arrangement between a counterpart Branch and a state body in place, or purportedly in place, prior to the commencement of this rule shall be treated as being an arrangement under this rule providing the prior arrangements were carried out in good faith and the criteria set out in this rule were substantially complied with.

## 8 – MEMBERSHIP

(1) Any person in any class of work in the industry who employs or usually employs any person in or in connection with any such work or any officer of the Organization or any of its Branches shall be eligible for membership of the Organization provided:-

(a) the person is eligible for membership or is a member or an appointed or elected officer of any of:

 Australian Road Transport Industrial Organization, New South Wales Branch;

 National Freight Forwarders' Association;

 Queensland Trucking Association Limited;

 Tasmanian Transport Association Limited;

 Victorian Transport Association Inc;

 Western Australia Transport Industry Association Inc.; or

 any successor thereto of the abovenamed entities to the extent that such successor performs the functions of that respective entity; or

(b) at the time of making application for membership of the Organization the person made a written request for membership of an association referred to in (a) and agreed in writing to be bound by the rules of the association in which the person requested membership and that request was not granted within 14 days of making the request.

(2) For the purposes of this rule a “person” includes an individual, partnership, incorporated association, body corporate, company, sole trader, and statutory authority.

## 8A – ASSOCIATE MEMBERSHIP

Any person not eligible for membership of the Organization under Rule 8 but who carries on a bona fide business actively engaged in connection with the industry of the Organization interpreted in its broadest sense may be admitted by a Branch Committee as an Associate member of the Organization and be known as ‘Associate member’ provided that:

(a) Application for admission as an Associate member shall be in a form prescribed from time to time by the Branch Committee; and

(b) The fees payable by and the services provided to Associate members shall be determined from time to time by the Branch Committee which admitted the Associate member; and

(c) Associate members shall not be entitled to hold office in the Organization or any Branch of the Organization or to vote, nominate candidates for any office, or hold office in the Organization or a Branch of the Organization.

## 9 – APPLICATION FOR MEMBERSHIP

(1) Each application for membership of the Organization shall be made in writing and shall contain the correct name and postal address of the Applicant and shall be forwarded to the Secretary/Treasurer of the Organization who shall refer the same to the Secretary/Treasurer of the Branch.

(2) Each application shall contain an agreement to be bound by the Rules of the Organization.

(3) Upon receipt of an application for membership of the Organization, the Secretary/Treasurer of the Branch of the area shall acknowledge receipt of and inform the applicant in writing of the financial obligations arising from membership and the circumstances and the manner in which a member may resign from the Organization.

(4) If the Branch Committee accepts the same the Applicant shall become a member upon making payment of its subscription to the Branch.

(5) If the Branch Committee accepts the same, the Applicant shall be and shall be deemed to have been a member as from the date of the application.

(6) If the Branch Committee rejects the same, the Applicant may, by notice in writing within 14 days of notification by the Branch Secretary of such rejection, forward to the Branch Secretary an appeal to the next General Meeting of members of the Branch against such rejection.

(7) An application for membership shall be rejected only on the ground that the applicant is of general bad character or on the ground that the Applicant does not fall within the eligibility rules of the Organization.

(8) The next General Meeting of members of the Branch shall consider the appeal and shall accept or reject the application.

(9) If such General Meeting accepts the application the Applicant shall be and shall be deemed to have been a member as from the date of the application.

(10) If such General Meeting rejects the application, the decision shall be final, but the Applicant may again apply for membership after 12 months from final rejection.

## 10 – REPRESENTATION OF MEMBERS AND PROXY VOTING

(1) Every member or Applicant for membership shall on or prior to its admission to membership appoint in writing a Representative to represent the member at all Meetings and for all purposes of the Branch.

(2) Every such appointment shall be forwarded to the Secretary/Treasurer of the Organization or Branch (as the case may be) as soon as practicable before the Representative shall be entitled to exercise any of the privileges of membership, and the appointment of any Representative may be revoked and a substitute appointed in like manner.

(3) A member may, in writing to the Secretary/Treasurer of the Organization or Branch (as the case may be) appoint a person to be proxy for the authorized Representative to vote and represent the member at any General Meeting of the Organization or Branch.

(4) A person appointed as a Representative must be a member or a partner in a member firm, or a director or executive officer of the member by which he/she is appointed.

(5) The appointment of a proxy shall be in writing and shall be valid for 1 Meeting only which shall be indicated on the proxy appointment. Proxy appointments shall be handed to the Secretary/Treasurer of the Organization or Branch, as the case may be, prior to the commencement of the Meeting indicated thereon.

## 11 – RESIGNATION FROM MEMBERSHIP

(1) A member of the Organization may resign from membership by written notice addressed and delivered to the Secretary/Treasurer of the Branch of which it is a member.

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

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

 (i) on the day on which the notice is received by the Organization; 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 Organization; 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 Organization, in relation to a period before the member’s resignation from the Organization took effect, may be sued for and recovered in the name of the Organization, in a court of competent jurisdiction, as a debt due to the Organization.

(4) A notice delivered to the person mentioned in subrule (1) is taken to have been received by the Organization when it was delivered.

(5) A notice of resignation that has been received by the Organization is not invalid because it was not addressed and delivered in accordance and delivered in accordance with Rule 11(1).

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

## 12 – RIGHTS AND LIABILITIES ON TERMINATION

(1) Any member who resigns 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 Organization or against any Member of the Council or officer of the Organization or of any Branch.

## 13 – REGISTER OF MEMBERS

(1) The Secretary/Treasurer shall keep a Register of Members in which shall be recorded the names and addresses of every member of the Organization arranged according to Branches. The Register shall also contain such other particulars as the Council may from time to time direct.

(2) An entry to the Register of Members shall be prima facie evidence of membership of the Organization.

(3) The Register of Members shall be open at all convenient times for inspection by authorized persons.

## 14 – SUBSCRIPTIONS

The Annual subscription of each member shall be such amount as shall from time to time be fixed by Council.

## 15 – FINANCE

Subject to rule 7A, each Branch shall on behalf of the Organization collect and receive from each member all fees, levies and other moneys which are from time to time due by the member to the Organization and shall promptly remit the same to the Secretary/Treasurer of the Organization after deduction therefrom of such amount as the Council may determine.

## 16 – LEVIES

The Council may at any time make levies upon members not exceeding an amount equal to 1 years’ subscription in any year. Such levies may be made upon all members for matters of general application or upon the members of a Branch to cover the expenses incurred in respect of such Branch, and any such levy shall become due and payable immediately after the making thereof.

## 17 – UNFINANCIAL MEMBERS

Subject to rule 7A, any member failing to pay any levy within 2 months, after notification thereof has been posted to the member by the Secretary/Treasurer of the Organization or of the Branch or being in arrears 6 months with its subscription, shall be disqualified from taking part in any proceedings of the Organization or of the Branch and shall be liable to make an additional payment of 10% of the levy and/or amount of arrears of subscription. In default of payment of the amount or any levy or subscription within 1 month of final demand under the hand of the Secretary/Treasurer of the Organization or of the Branch, such levy and arrears may be recovered in such manner as the Council or Branch Committee may direct.

## 18 – ANNUAL GENERAL MEETING

(1) The Organization shall, in each year, hold an Annual General Meeting of members, at a date, time and place to be determined by the Council.

(2) At least 4 weeks’ notice of the commencing time, date and place of the Annual General Meeting shall be given to all members in writing.

(3) At such Meeting a report on the affairs of the Organization shall be submitted by the Council, together with the Financial Report and Balance Sheet, duly audited, the declaration of the result of any ballot for election of officers of the Council shall be made and such other business shall be dealt with as these Rules may require, or the Council may determine, or of which notice shall have been given by the Secretary/Treasurer of the Organization.

## 19 – SPECIAL GENERAL MEETINGS

(1) At the request of the President or the Council or on a requisition signed by at least 20 members setting forth the business for which the requisitionists require the Meeting to be called the Secretary/Treasurer shall as promptly as possible call a Special General Meeting by notice in writing to all members, specifying the place, day and hour (which shall be determined by the President) and the general nature of the business to be transacted.

(2) Except in urgent circumstances (but in no instance so that notice is any less than 5 days) at least 10 days’ notice shall be given thereof and no business shall be transacted at any such Meeting except that for which the Meeting has been called. Should there not be a quorum present within 30 minutes after the time for which the Meeting is called, the Meeting shall lapse.

## 20 – QUORUM

At any Meeting a quorum of the Organization (whether it be an Annual or Special Meeting) shall be not less than 1/10th of the members entitled to attend the Meeting or 20 members whichever is the less.

## 21 – CHAIR OF MEETINGS

The President, or (in whose absence) a Vice-President, shall take the chair at all Meetings of the Organization and the Council thereof, and in the event of the absence of the President and both Vice-Presidents, those present shall elect a Chair.

## 22 – VOTING AT GENERAL MEETINGS

(1) Every question submitted to the General Meeting shall be decided in the first instance by a show of hands, in which case every member present or represented and entitled to vote shall have 1 vote and in the case of an equality of votes, the Chair shall, both on a show of hands and at a poll or ballot, have a casting vote in addition to the vote to which the Chair may be entitled as a member.

(2) If a ballot be demanded by a majority of those present at the General Meeting, it shall be taken in such manner and at such time and place as the Meeting shall declare, and either at once or after an interval or adjournment or otherwise, and the result of the ballot shall be deemed to be the resolution of the Meeting at which the ballot was demanded.

(3) The demand for a ballot may be withdrawn.

(4) A declaration by the Chair that a resolution has been carried or rejected by a particular majority, and a record to that effect in accordance with the Rules of the Organization shall be conclusive evidence of the fact.

## 23 – MANAGEMENT OF AFFAIRS

Subject to the general control of the members of the Organization in General Meeting the Management of the Organization's affairs shall be vested in a Council as hereinafter provided.

## 24 – COUNCIL

(1) The Council shall consist of a Representative from each Branch of the Organization elected by the respective Branch Committees. Until otherwise determined by the Council each Branch shall elect, in addition to its Representative, an Alternate Representative to Council, who may attend the Council Meetings in the place of the elected Representative, in the event of the elected Representative being unable to attend for any reason whatsoever, and in such instances the Alternate Representative shall be permitted to exercise all of the rights of the elected Representative at the Meeting of Council.

(2) To be eligible for election as a Representative of a Branch a person must:-

 (a) be a Member of the Branch Committee of that Branch; and

 (b) be a Member of, or a partner in, any firm which is a Member or a director or executive officer of a Member provided that only one (1) partner of a firm or director or executive officer of a Member shall at the time be eligible by virtue of its membership to be a Member of the Council.

(3) Any member of a Branch Committee may nominate a candidate for the office of Representative of that Branch.

## 24A – GENERAL RULES FOR CONDUCT OF ELECTIONS

(1) This rule shall apply to the conduct of all elections (including Branch elections) under these rules unless the contrary intention is specified.

*Returning Officer*

(2) The Returning Officer (appointed under rule 27 or Branch rule 13) shall take such actions and give such directions as are reasonably necessary in order to ensure that no irregularities occur in or in connection with the election and in order to remedy any procedural defects.

*Time of day for closing of nominations*

(3) For all elections under these rules, the time for the closing of nominations shall be 5.00pm on the day determined by the Returning Officer for the close of nominations.

*Defective nominations*

(4) If the returning officer finds a nomination to be defective, the returning officer must, before rejecting the nomination, notify the person concerned of the defect, and, where it is practicable, give the person the opportunity of remedying the defect within such period as is applicable under these rules which must, where practicable, be not less than 7 days after the person is notified.

*Recalling nominations*

(5) For elections for Branch Committee members under Branch rule 12, in the event that the number of nominations received by the Returning Officer by the close of nominations is insufficient to form a quorate Branch Committee, the valid nominations received shall be declared elected, such that nominations for the remaining unfilled positions shall be recalled by the Returning Officer forthwith, who may, in exercising any of his or her powers under these rules, make such modifications to the rules (including shortening the time for lodging a second round of nominations) as are reasonably necessary to permit the election for Branch Committee members to proceed without undue delay.

(6) For elections involving a single or dual office/s to be elected, where no valid nomination is received by the Returning Officer by the close of nominations the provisions of sub-rule (5) shall apply to the extent possible with the necessary changes.

*Close of roll*

(7) The roll of voters for any ballot required under these rules shale close 7 days before the day on which nominations for the election open.

*Secret postal ballots*

(8) Ballot papers shall be initialled by the Returning Officer and forwarded by pre-paid post to each eligible voter and shall be accompanied by a return stamped addressed envelope. The Returning Officer shall require all ballots returned in the envelope provided. Any ballot paper returned other than in accordance with the procedure for the conduct of the ballot shall be rejected.

(9) Any reference in these rules to a “return stamped addressed envelope” and to any other envelope provided to the voters shall be taken as a reference to a prepaid envelope and a declaration envelope required by the *Act.*

(10) Candidates shall appear on the ballot paper in the order as determined by the Returning Officer drawing by lot.

(11) The method of voting shall be by striking out the name of each candidate for whom the voter does not desire to vote.

(12) In the event of a tie between candidates, the Returning Officer shall draw by lot the successful candidate.

*Absentee Voting*

(13) If a member who is entitled to vote at any ballot held under these Rules will be absent from their usual address during the ballot, such member may apply to the Returning Officer, so that the application reaches the Returning Officer before the ballot opens, for a ballot paper to be sent to him/her at an address nominated by the member, so that a completed ballot paper can be returned in the envelope provided so as to reach the Returning Officer before the ballot closes.

*Scrutineers*

(14) Each candidate at any election under these rules shall have the right, if he or she so desires, to appoint before the close of the ballot, a scrutineer to represent them at the ballot; and shall give notice of any such appointment of a scrutineer in writing to the Returning Officer.

(15) Every scrutineer shall, so far as is possible having regard to the time of their appointment, have the following rights and duties –

 (a) to be present with the Returning Officer when the ballot papers are being forwarded and to watch the interests of the person whom they represent;

 (b) to be present with the Returning Officer when the ballot papers are opened and when the votes are counted and to watch the interests of the person whom they represent;

 but no election shall be vitiated by reason of the fact that a scrutineer does not exercise any or all of their rights or duties if they have a reasonable opportunity to do so.

(16) Scrutineers shall have the right to question the inclusion or exclusion of any ballot paper but the decision of the Returning Officer shall, subject to any applicable legislation, be final. Scrutineers may not remove, mark, alter or deface any ballot paper or other documents used in the ballot.

*Declaration of election*

(17) The Returning Officer shall notify the result of all elections in writing to the Secretary/Treasurer of the Organization (and additionally to the Branch Secretary/Treasurer in the case of Branch elections) of the result of the election.

## 25 – ELECTION OF REPRESENTATIVES TO COUNCIL

(1) Elections for Representatives to Council shall be conducted by the Returning Officer appointed for the purpose. All Members of a Branch Committee shall be eligible to vote.

(2) Representatives to Council shall hold office for 4 years but shall nevertheless continue in office until their successors have been elected.

(3) To be eligible for election as a Representative of a Branch a person must: -

 (a) be a Member of the Branch Committee of that Branch; and

(b) be a member of, or a partner in, any firm which is a member or a director or executive officer of a member provided that only 1 partner of a firm or director or executive officer of a member shall at the time be eligible by virtue of its membership to be a Member of the Council.

(c) Nominations shall be endorsed by 2 members of the Branch Committee elected for the ensuing term and consent to in writing by the nominee.

(4) The election (the calling of nominations and the ballot if required) for Representatives to Council shall be by and from the Members of each respective Branch Committee and shall be conducted at the same time and in the same manner as the collegiate election for Branch Officers under Branch rule 14.

(5) The conduct of any election under this rule shall otherwise be in accordance with rule 24A to the extent required.

(6) Reference in this Rule to "Representative" or "Representatives" shall include a reference to "Alternate Representative" or "Alternate Representatives".

## 26 – DUAL OFFICES PROHIBITED

A person shall not hold more than one office of President, Vice-President, Secretary/Treasurer or Executive Committee Member of the Organization at the same time.

## 27 – POWERS AND DUTIES OF COUNCIL

(1AA) The Council shall exercise its powers under subrule (1)(da).

(1) Subject only to the direction of a General Meeting or as provided in these Rules the Council shall have plenary powers in the management of the business and affairs of the Organization including but not limited to:-

 (a) The investment of funds not immediately required by the Organization in such manner as may be permitted by law.

 (b) The management and control of all funds of the Organization including but not limited to the management of property and establishment of superannuation, accident or other funds designed to benefit the members of the Organization.

 (c) The application of the income and property of the Organization however derived, towards the promotion of the objects and purposes of the Organization.

 (d) The fixing of subscriptions and levies.

 (da) The development and implementation of policies and procedures relating to the expenditure of the Organization and its Branches.

 (e) The appointment of a Returning Officer who shall not be the holder of any other office in and not be an employee of the Organization, or of a Branch, of the Organization to conduct elections, (including the acceptance or rejection of nominations), and/or any other ballot required by these Rules.

(1A) Should Council so decide it can refer any decision on any matter to all members of the Organization for a vote thereon by way of referendum. The referendum shall be conducted by way of secret postal ballot and the Returning Officer shall tally the results of the referendum. All ballots shall be forwarded by pre-paid post to members and include a ballot paper stating the issues to be decided and offering alternative choices to members on the issues to be decided with instructions on how to vote and a stamped addressed envelope for return to the Returning Officer by 5.00 p.m. on a nominated date being no earlier than 14 days after the ballots are forwarded to members.

(2) The Council may entrust to and confer upon any Member of the Council or any Committee thereof, including the Executive Committee, or any officer of the Organization such of the powers exercisable by the Council under these Rules as it may think fit and may from time to time revoke, withdraw, alter or vary all or any of such powers, and may appoint Committees from amongst its own number to examine and enquire into any matter in connection with the objects or business of the Organization with or without the power to take action thereon and dissolve such special Committee whenever it may think proper and may generally determine the constitution and regulation of the procedure of any Committee, whether special or appointed under these Rules. The President shall be an ex officio Member of all such Committees.

(3) The Council may appoint such staff and advisors for permanent, temporary or special services as it may from time to time think fit and may determine their powers and duties and fix their salaries or emoluments and, subject to any contract, may remove, suspend or dismiss them.

(4) The Council may take such action as it may think fit on behalf of its members for the prevention or settlement of industrial disputes by conciliation, mediation or arbitration and may make or defend on behalf of its members claims or demands on industrial matters and may bring any industrial dispute or claim relating to an industrial or workplace relations matter before any Court, industrial tribunal or authority empowered to deal with the same and may, on behalf of its members, prosecute or defend any actions, applications or proceedings before any Court or tribunal whatsoever in relation to any industrial or workplace relations matter as may be deemed necessary or expedient in the interests of the Organization or its members.

## 28 – CESSATION AND DISMISSAL FROM OFFICE

(1) The office of a Member of the Council or Secretary/Treasurer shall be vacated if the person:

 (a) ceases to be eligible as determined in these Rules; or

 (b) is charged by an Officer and found guilty by the Council, at a specially convened meeting, of misappropriation of funds of the Organization, a substantial breach of the Rules of the Organization or gross misbehaviour or gross neglect of duty; or

 (c) becomes bankrupt or applies to take or takes advantages of any law relating to bankrupt or insolvent debtors or compounds with his creditors, or make any assignment of his estate for their benefit; or

 (d) resigns their office by writing under their hand addressed to the Council; or

 (e) fails, without leave granted by the Council, to attend three consecutive meetings of the Council

 PROVIDED THAT the Member shall be informed within a reasonable time before a specially convened meeting of particulars of all charges or grounds for cessation against him or her, and is afforded the opportunity by the Council to be heard in their defence by way of oral or written submissions or both.

(2) The cessation of office under this rule shall automatically cause cessation of any other office of the Organization or Branch.

## 29 – ELECTION OF OFFICERS

(1) The officers of the Council shall consist of a President, 2 Vice Presidents, and 2 Executive Committee Members who shall be elected by and from the Members of Council. The persons so elected shall hold office for a period of 4 years but shall nevertheless continue in office until their sucessors have been elected.

(2) Within 7 days after the Annual General Meeting of the Organization held in a year in which an election is to be conducted, the Returning Officer of the Organization appointed for the purpose shall deliver or forward to each Member of the Council a notification that nominations are required for the offices described in Sub-Rule (1) which shall state the date and time on which nominations shall close (which shall be not less than 7 nor more than 14 days from the date of delivery of such notification) and the address to which nominations shall be forwarded.

(3) Nominations shall be endorsed by 2 Members of Council elected for the ensuing term and consented to in writing by the nominee.

(4) If more than the required number of valid nominations are received a secret postal ballot shall be taken amongst all Members of the Council which shall commence within 10 days after the closing of nominations and close within 14 days of the ballot commencing.

(5) The conduct of any ballot under this rule shall otherwise be in accordance with rule 24A.

## 30 – ELECTION OF SECRETARY/TREASURER

(1) There shall be an office of Secretary/Treasurer. The person elected shall hold office for a period of 4 years, and be eligible for re-election.

(2) Candidates for election to the office of Secretary/Treasurer shall either:

 (i) be a Branch Representative/Alternate Branch Representative to Council; or

 (ii) be an employee of the Australian Road Transport Industrial Organization.

(3) When an election for Secretary/Treasurer is required, the Returning Officer shall deliver or forward to each Member of the Council a notification that nominations are required for the office of Secretary/Treasurer which shall state the date and time on which nominations shall close (which shall be not less than 7 nor more than 14 days from the date of delivery of such notification) and the address to which nominations shall be forwarded.

(4) Nominations shall be endorsed by 2 Members of Council and consented to in writing by the nominee.

(5) If only 1 valid nomination be received the person nominated shall be declared by the Returning Officer to be elected.

(6) If more than 1 valid nomination is received, a secret postal ballot shall be taken amongst all financial members of the Organization which shall commence within 14 days after the closing of nominations and close not less than 14 days, and not more than 28 days, after the ballot commences.

(7) The conduct of any ballot under this rule shall otherwise be in accordance with rule 24A.

## 31 – FILLING CASUAL VACANCIES

(1) In the case of a vacancy arising in an office referred to in rules 29 or 30 in the first 12 months of a 4 year term, such vacancy shall be filled by an election conducted in the same manner as is required by these rules for election to the office concerned and the person so elected shall hold office for the unexpired portion of the term of office of the person whom they replaced.

(2) In the case of a vacancy arising in an office referred to in rules 29 or 30 after the expiration of the period referred to in subrule (1) such vacancy may be filled by resolution of the Council of a person eligible to hold the office and the person so appointed shall hold office for the unexpired portion of the term of office of the person whom they replaced.

(3) In the case of a vacancy arising in the office of Representatives or Alternate Representatives to Council such vacancy shall be filled according to the procedures set out in Branch rule 15A.

## 32 – EXECUTIVE COMMITTEE

(1) There shall be an Executive Committee comprising the offices as defined in Sub-Rule (29)(1).

 Where the person holding the office of Secretary/Treasurer has also been elected as Branch Representative to Council, that person shall also be a Member of the Executive Committee.

(2) Should the Secretary/Treasurer so elected in accordance with Rule 30 be an employee of the Australian Road Transport Industrial Organization, he/she shall attend such meeting and shall have no voting rights.

(3) The quorum for a meeting of the Executive Committee shall be 3 Members thereof.

(4) The Executive Committee may deal with and conclude such business as may be referred to it or delegated by the Council, and may also deal with any matter of urgency but, in all matters, the Executive Committee shall act under the general directions of the Council.

(5) Except in cases of urgency, at least 14 days’ notice of the commencing time, date and place of the meeting together with an agenda paper shall be sent to each Member of the Executive Committee.

## 33 – MEETINGS OF THE COUNCIL

(1) The President may at his/her discretion and shall, at the request of the Representatives of at least two (2) Branches, call a meeting of the Council.

(2) Except in the case of urgency, at least 14 days’ notice of the commencing time, date and place of the meeting together with an agenda paper shall be sent to each Member of the Council.

(3) A quorum shall be constituted provided there shall be present the Representatives of 50% plus 1 of the total number of Branches.

(4) At meetings of the Council, or in postal votes conducted under Rule 34, the vote of each Representative of a Branch shall have equal value.

(5) Should the Secretary/Treasurer so elected in accordance with Rule 30 be an employee of the Australian Road Transport Industrial Organization, he/she shall attend such meeting and shall have no voting rights.

(6) Should any Representative or Alternate Representative of a Branch be unable to attend a meeting of the Council, such Representative may be represented by a proxy appointed by or on behalf of such Branch. No person shall be appointed a proxy who is not a Member of a Branch Committee.

(7) The appointment of a proxy shall be in writing and shall be valid for 1 meeting only which shall be indicated on the proxy appointment. Proxy appointments shall be handed to the Secretary/Treasurer of the Organization at or prior to the commencement of the meeting indicated thereon.

## 34 – QUESTIONS OF URGENCY OR EXPEDIENCY

Should any matter or question of urgency arise or should it be inexpedient to call a meeting of Council in person, the President (after conferring with the Secretary) may determine that a matter or question before Council be dealt with by electronic communication (including but not limited to E Mail, telephonic or video conferencing) or by post.

## 35 – INVESTMENTS

(1) The Council may invest in the name of the Organization in the following manner any money from time to time in its hands.

 (a) Any investment for the time being authorized by law in any State of the Commonwealth as a trustee investment.

 (b) Any of the stock or securities of the Commonwealth or any of the States or of any Municipal Corporation or power, gas, electric light, harbour or local authority, or any public undertaking or government instrumentality in the Commonwealth, or in any State or Territory thereof.

 (c) Real estate property in any part of the Commonwealth.

 (d) The bonds, debentures, preference or ordinary stock, or shares, bills, notes or unit trusts of any company listed for quotation upon the Stock Exchange of any of the capital cities of the Commonwealth, but no money shall be invested under the provisions of this Sub-Rule in any stocks, funds, bonds, shares, securities or notes payable to bearer or transferable by mere delivery.

 (e) Such other manner as may from time to time be authorized at a General Meeting of the Organization.

(2) The Council may at its discretion vary or transpose any investments into or for any other or others of any nature hereinbefore authorized and to vary the terms of or property comprised in any security.

## 36 – FUNDS

(1) The Funds of the Organization and its income and property shall be held in a single Fund under the management and control of the Council in accordance with these Rules.

(2) The Fund shall consist of

 (a) Any real or personal property of which the Council has by these Rules the right of custody, control or management.

 (b) The amount of entrance fees, fines, fees or levies.

 (c) Any interests, rents, dividends or other income derived from any investment authorized by Rule (32) thereof for use of the Fund.

 (d) Any superannuation or long service leave of other Funds operated or controlled in accordance with these Rules for the benefit of the Organization's officers or employees.

 (e) Any sick pay fund, accident pay fund, funeral fund, benefit fund or like fund operated in accordance with these Rules for the benefit of members of the Organization.

 (f) Any property acquired wholly or mainly by expenditure of the moneys of the Fund or derived from other assets of the Fund. and

 (g) The proceeds of any disposal of parts of the Funds.

## 37 – ACCOUNTS

(1) The Council shall cause proper books of account to be kept recording a true account of the financial transactions of the Organization, and of all receipts and expenditures and the assets, credits and liabilities of the Organization and such books of account shall be kept at the office of the Organization.

(2) The Secretary/Treasurer of the Organization, shall in accordance with these Rules, cause the books of account to be maintained and to be written up as hereinbefore required, and at the end of each financial year of the Organization, shall cause to be prepared a financial report, including a Statement of Revenue and Expenditure and a Balance Sheet for such financial year, which shall be submitted to the Council for its approval.

(3) Cheques shall be signed by such person as may from time to time be authorized by the Council, provided that one of such persons shall be a Member of the Executive Committee.

## 38 – AUDIT

(1) One or more properly qualified auditor or auditors shall be appointed by the Organization at the Annual General Meeting or if not appointed at the Annual General Meeting shall be appointed by the Council.

(2) The auditor shall, for audit purposes only, have power at any time to call for the production of all books, accounts and other documents relating to the financial affairs of the Organization.

(3) The auditor shall audit the yearly accounts of the Organization prior to the same being submitted to the Annual General Meeting, and make a report with respect to that financial year to the Organization.

(4) The auditor shall hold office from time of appointment until the next Annual General Meeting of the Organization, and any casual vacancy occurring in the office of auditor shall be filled by the Council.

(5) A retiring auditor shall be eligible for re-appointment.

(6) The first auditor shall be appointed by resolution of the Council, and shall hold office until the first Annual General Meeting.

## 39 – PRESENTATION OF AUDITED FINANCIAL REPORTS OF ORGANIZATION

Despite anything to the contrary in the rules of the Organization, the auditor’s report, the general purpose financial report and the operating report (the full financial reports of the Organization) may be presented to the committee of management of the Organization provided that at any time upon the demand of at least 20 members or 5% of the membership of the Organization (whichever is the less) a special general meeting of the Organization shall be called and held for the purpose of considering the full financial reports of the Organization.

## 40 – LOANS

(1) Subject to the provisions of Rule 27, loans, grants and donations may be made for any purpose consistent with the objects of the Organization, or to the benefit of a Branch, including, but not limited to, scholarships for study at any institution approved by the Council.

(2) A loan, grant or donation of an amount exceeding $1000 shall not be made by this organization unless Council -

 (a) has satisfied itself -

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

 (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, grant or donation.

## 41 – OUT-OF-POCKET EXPENDITURE

Provision shall be made for the reimbursement of any out-of-pocket expenses incurred by any member’s Representative or Officer acting on behalf of the Organization.

## 41A – FINANCIAL MANAGEMENT TRAINING

(1) The approved financial training obligations imposed upon the Organization by Division 4 of Part 2A of Chapter 9 of the Act are regulated by that Act.

(2) The relevant provisions of the Act provide broadly that, unless exempted under section 293M of the Act, newly elected or appointed officers whose duties include duties that relate to the financial management of the Organization must complete the approved training within 6 months of assuming office.

(3) In this rule, “officer” means a member of the Organization who is an “officer” as defined in the Act .

## 41B – SPECIAL DISCLOSURE RULE

(1) The disclosure obligations imposed upon the Organization by Part 2A of Chapter 9 of the Act are regulated by that Act, including in particular the provisions of Part 2A relating to:

 (a) the remuneration paid to officers of the Organization by a Board or a related party of the Organization; and

 (b) certain remuneration and benefits paid and provided to officers of the Organization by the Organization or by a related party of the Organization; and

 (c) any material personal interests of disclosing officers of the Organization; and

 (d) the restriction upon disclosing officers from taking part in making decisions in relation to matters in which they have a material personal interest; and

 (e) any payments made by the Organization to related parties or to declared persons or declared bodies of the Organization; and

 (f) the preparation, disclosure and lodgement of the Officer and Related Party Disclosure Statement.

(2) For the removal of doubt, remuneration paid to officers (including value and form of non-cash benefits) shall be taken not to include the reimbursement of expenses reasonably incurred in the performance of the officer’s duties.

(3) In this rule, “officer”, means a member of the Organization who is an “officer” as defined under the Act.

## 42 – DUTIES OF THE SECRETARY/TREASURER

(1) The Secretary/Treasurer shall keep Minutes of all Meetings, keep all accounts and records and conduct correspondence, collect all fees and dues, bank the same forthwith and issue a receipt therefor and shall carry out such other duties as the Council may from time to time prescribe.

(2) The Secretary/Treasurer shall be the Officer authorized to sue or be sued on behalf of the Organization but may, by written authority, authorize any other person so to sue or be sued.

(3) The Secretary/Treasurer shall also be the Accounting Officer of the Organization for the purposes of the relevant federal and State legislation.

(4) The Secretary/Treasurer, on behalf of the Organization, shall, within 28 days, or such extended time as allowed by a Registrar after the making to the Organization of the report of the auditor with respect to his or her inspection and audit of the accounting records kept by the Organization in respect of a financial year, supply free of charge to all members of the Organization a copy of the report, together with a copy of the accounts and statements to which the report relates.

(5) The Secretary/Treasurer shall not less than 14 days and not more than 28 days after the expiration of the period in Sub-Rule (4), cause the report, accounts and statements referred to in Sub-Rule (4) to be presented to a General Meeting of the members of the Organization and if no such General Meeting is due to be held within that time, at a Meeting of the Council convened for the purpose of presenting that report, accounts and statement.

## 43 – SEAL

The seal of the Organization shall be kept in the custody of the Secretary/Treasurer at the registered office and shall not be affixed to any instrument except by the authority of a resolution of the Council and in the presence of the Secretary/Treasurer and a Member of the Council, and that Member and the Secretary/Treasurer shall sign any instrument to which the seal is so affixed in his presence.

## 44 – INDUSTRIAL AGREEMENTS AND INDUSTRIAL DISPUTES

(1) Industrial Agreements and other documents requiring the corporate authority of the Organization may be executed by and on behalf of the Organization under its seal in the manner prescribed by Rule 43.

(2) Despite rule 43 industrial disputes may be notified to the Fair Work Commission or other industrial tribunals by notice authorised by the Secretary/Treasurer.

## 45 –MEETINGS OF COMMITTEES

Meetings of the Council, Executive Committee or Branch Committee may be held in person or by any electronic means (including without limitation by telephone, or any web based communication service) or any combination of any such methods, as the Council, Executive Committee or Branch Committee may approve from time to time provided that the Members of such are able to communicate with one another at the meeting, provided proper notice has been given to all those entitled to attend and vote in accordance with these rules.

## 46 – NOTICES

(1) Any notice to members of general meetings or otherwise (including notice to members of Council, Executive Committee or Branch Committee) required to be issued under these Rules may be given either by:

(a) electronic transmission (including but not limited to email) to the address for service of notices to the address supplied by the member to the Branch for the giving of notices; or

(b) pre-paid post, to the postal address for service of notices to the address supplied by the member to the Branch for the giving of notices, in which case the notice will be taken to be received at the same time at which the letter would be delivered in the ordinary course of post.

(2) In any case where any ballot paper under Rule 34 or any notice of or information concerning or dealing with any matter is to be sent to a Branch it shall be sufficient to send such ballot paper notice or information to the Secretary/Treasurer of such Branch.

## 47 – INDEMNIFICATION

If any prosecution, action, or suit at law be commenced against any of the Members of Council, or the Secretary/Treasurer, or any other officer, servant or agent of the Organization or of a Branch for anything done by them in the proper or reasonable discharging of their duties, such person shall be defended and indemnified by and at the cost of the Organization from all damages, costs and expenses which may be incidental to or result from such prosecution, action or suit at law, and the Council is hereby empowered to apply the property and funds of the Organization for such purposes.

## 48 – ALTERATION OF RULES

(1) These rules may be altered, added to, or repealed, by resolution of the Council, provided that not less than 14 days prior to such Council resolution, a notice specifying the substance of the proposed amendments has been given to each Member of the Council (and to each Branch).

(2) For the purpose of this rule, any resolution by Council in relation to proposed rule amendments may be made at a meeting of the Council or by a vote of the Council using electronic means or by post.

(3) Despite sub rules (1) and (2) the Council may effect an alteration to these rules where such alteration may be necessary to remove a ground of objection to an alteration to the Organization’s eligibility rules or change of name, or to comply with any law of the Commonwealth or of a State affecting the Organization and any such vote for such purpose may be taken on such notice in such form to the Members of the Council by the President or Secretary as is reasonably adequate to inform Members of the Council of the question on which their vote is sought.

## 49 – DISSOLUTION

The Organization may be wound up and dissolved on a resolution to that affect being passed at a General Meeting of the Organization convened for that purpose. The resolution passed for any such dissolution shall indicate the manner in accordance with the law in which any surplus funds or assets of the Organization are to be disposed of or distributed to an Organization or Association having similar objects as the Organization and which prohibits a distribution of its or their income or property amongst its or their members.

**STANDARD BRANCH RULES**

## BRANCH RULE 1 - BRANCH NAME

The name of the Branch shall be "Australian Road Transport Industrial Organization, ............................ (here enter the name of the Branch).”

## BRANCH RULE 2 – BRANCH COVERAGE

A Branch shall consist of the members whose principal place of business is in an area specified in Federal Rule 7 of these Rules, or in such other area as the Council may specify to be served by a Branch, and whose names are entered in the Branch Register of Members.

## BRANCH RULE 3 – BRANCH OFFICE

The Registered Office of a Branch shall be at such place as the Branch Committee may, subject to compliance with these Rules, from time to time determine.

##  BRANCH RULE 4 – BRANCH ANNUAL GENERAL MEETING

(1) The Branch shall, in each year, hold an Annual General Meeting of members, at a date, time and place to be determined by the Branch Committee.

(2) At least 21 days’ notice of the commencing time, date and place of the Annual General Meeting shall be given to all members in writing.

(3) At such Meeting a report on the affairs of the Branch shall be submitted by the Branch Committee, together with the Financial Report and Balance Sheet duly audited, the declaration of the result of any election of officers of the Branch Committee shall be made and such other business shall be dealt with as these Rules may require, or the Branch Committee may determine, or of which notice shall have been given by the Secretary/Treasurer of the Branch.

## BRANCH RULE 5 – BRANCH SPECIAL GENERAL MEETINGS

(1) At the request of the President or the Branch Committee, or on a requisition signed by at least 5% of the members entitled to attend the Meeting, or 20 members, whichever is the less, setting forth the business for which the requisitionists require the Meeting to be called, the Secretary/Treasurer shall as promptly as possible call a Special General Meeting by notice in writing to all members, specifying the place, day and hour (which shall be determined by the President) and the general nature of the business to be transacted.

(2) Except in urgent circumstances (but in no instance so that notice is any less than 5 days) at least 10 days notice shall be given thereof and no business shall be transacted at any such Meeting except that for which the Meeting has been called. Should there not be a quorum present within 30 minutes after the time for which the Meeting is called, the Meeting shall lapse.

(3) Resolutions of a meeting requisitioned under subrule (1) for the purpose of considering the auditor’s report, the general purpose financial report and the operating report shall be binding.

## BRANCH RULE 6 – BRANCH QUORUM

At any Meeting a quorum of the Branch (whether it be an Annual General or Special General Meeting) shall be not less than 1/10th of the members entitled to attend the Meeting or 10 Members whichever is the less.

## BRANCH RULE 7 – BRANCH CHAIR

The President, or (in his or her absence) a Vice-President, shall take the chair at all Meetings of the Branch and the Branch Committee thereof and in the event of the absence of the President and both Vice-Presidents, those present shall elect a Chair.

## BRANCH RULE 8 – VOTING AT BRANCH GENERAL MEETINGS

(1) Every question submitted to the General Meeting shall be decided in the first instance by a show of hands, in which case every member present or represented and entitled to vote shall have 1 vote and in the case of an equality of votes, the Chair shall, both on a show of hands and at a poll or ballot, have a casting vote in addition to the vote to which the Chair may be entitled as a member.

(2) If a ballot be demanded by a majority of those present at the General Meeting, it shall be taken in such manner and at such time and place as the Meeting shall declare, and either at once or after an interval or adjournment or other-wise, and the result of the ballot shall be deemed to be the resolution of the Meeting at which the ballot was demanded.

(3) The demand for a ballot may be withdrawn.

(4) A declaration by the Chair that a resolution has been carried or rejected by a particular majority, and a record to that effect in accordance with the Rules of the Branch shall be conclusive evidence of the fact.

## BRANCH RULE 9 – BRANCH REGISTER OF MEMBERS

(1) The Branch Secretary/Treasurer shall keep a Register of Members in which shall be recorded the names and addresses of every member of the Branch. The Register shall also contain such other particulars as the Branch Committee may from time to time direct.

(2) An entry in the Register of Members shall be prima facie evidence of membership of the Branch.

(3) In the event of a member of the Branch changing its principal place of business the member shall report such change to the Branch Secretary/Treasurer in writing within 14 days.

(4) The Register of Members shall be open at all convenient times for inspection by authorised persons.

## BRANCH RULE 10 – MANAGEMENT OF BRANCH AFFAIRS

Subject to the general control of the Members of the Branch in General Meeting the Management of the Branch's affairs shall be vested in a Branch Committee the powers and duties of which as are hereinafter provided in Branch Rule 13.

## BRANCH RULE 11 – BRANCH COMMITTEE

(1) The Branch Committee, which shall be the Committee of Management of the Branch, shall consist of such number of persons as shall be determined from time to time by the members of the Branch in General Meeting, but such number shall not be less than 5 nor more than 10. PROVIDED HOWEVER that should the members of the Branch be ever less than 5 in number, then each member shall, ipso facto, be deemed to be a Member of the Committee of Management and the number of such members shall be for the time being considered adequate to constitute a Branch Committee under the Rules.

## BRANCH RULE 12 – ELECTION OF BRANCH COMMITTEE

(1) Elections for Member of the Branch Committee (as determined from time to time under Branch rule 11) shall be by a direct voting system whereby if a ballot is required all financial members of the Branch shall be eligible to vote.

(1A) For the purpose of synchronising elections for federal and branch office holders, from the assumption of office following the declaration of 2011 branch elections, the term of office shall be for three years until 2014, whereupon the term of office shall be for four years thereafter.

(2) The Members of the Branch Committee shall hold office for the period referred to in subrule (1A) but shall nevertheless continue in office until the successors have been elected. Retiring Members of the Branch Committee shall be eligible for re-election.

(3) Notice calling for nominations shall be sent by the Returning Officer to each member of the Branch at least 42 days and no more than 77 days before the date of the Branch Annual General Meeting in the calendar year of an election being required. Such notice shall state the date and time on which nominations shall close and the address to which nominations shall be forwarded.

(4) To be eligible for election as a Member of a Branch Committee a person must:-

(a) be a member of the Branch; or

(b) be a member of, or a partner in, any firm which is a member or a director or executive officer of a member provided that only 1 partner of a firm or director or executive officer of a member shall at the time be eligible by virtue of its membership to be a Member of the Branch Committee.

(c) Nominations shall be endorsed by 2 financial members of the Branch and consented to in writing by the nominee.

(5) Nominations shall close not less than 14 days before, and not later than 21 days after, the date on which the notice of nominations was issued under subrule (3).

(6) The provisions of subrule 24A(5) shall apply in the event of insufficient nominations.

(7) If the number of nominations received exceed the number of Committee positions to be filled, a secret postal ballot shall be taken amongst all financial members of the Branch which shall commence within 21 days after the closing of nominations and close not less than 14 days, and not more than 21 days, after the ballot commences.

(8) For any ballot under this rule, each candidate will be entitled to submit to the Returning Officer a statement of up to 200 words (which can include a photograph of the candidate) and provided the Returning Officer is satisfied there is nothing defamatory, offensive or otherwise objectionable about the statement, the Returning Officer will arrange for the statement to be printed or converted to electronic format and issued together with the ballot paper.

(9) The conduct of any ballot under this rule shall otherwise be in accordance with rule 24A.

(10) The Returning Officer shall, not later than 5 days before the date of the Annual General Meeting, notify the result of the election in writing to the Secretary/Treasurer of the Organization and to the Branch Secretary/Treasurer for the declaration at the Annual General Meeting.

## BRANCH RULE 13 – POWERS AND DUTIES OF BRANCH COMMITTEES

(1) Subject to the powers and duties of the Council of the Organization, and to the direction of a Branch General Meeting or as provided in these Rules, the Branch Committee shall have powers in the management of the business and affairs of the Branch including but not limited to:-

 (a) The investment of funds referred to in Branch rule 20, not immediately required by the Branch in such manner as may be permitted by law.

 (b) The management and control of all funds referred to in Branch rule 20 including but not limited to the management of property and the establishment of superannuation, accident or other funds designed to benefit the members of the Branch.

 (ba) The development and implementation of policies and procedures relating to the expenditure of the Branch.

 (c) The appointment of a Returning Officer who shall not be the holder of any other office in and not be an employee of the Organization, or of a Branch, of the Organization to conduct elections, (including the acceptance or rejection of nominations), and/or any other ballot required by these Rules.

(1A) The Branch Committee shall exercise its powers under subrule (1)(ba).

(2) Should the Branch Committee so decide it can refer any decision on any matter to all members of the Branch for a vote thereon by way of referendum. The reference shall be conducted by way of secret postal ballot and the Returning Officer shall tally the results of the referendum. All ballots shall be forwarded by pre-paid post to members and include a ballot paper stating the issues to be decided and offering alternative choices to members on the issues to be decided with instructions on how to vote and a stamped addressed envelope for return to the Returning Officer by 5.00 p.m. on a nominated date being no earlier than 14 days after the ballots are forwarded to members.

(3) The Branch Committee may entrust to and confer upon any Member of that Committee or any other committee, or any officer of the Branch such of the powers exercisable by that Branch Committee under these Rules as it may think fit and may from time to time revoke, withdraw, alter or vary all or any of such powers and may appoint Committees from amongst its own number to examine and enquire into any matter in connection with the business of the Branch with or without the power to take action thereon and may dissolve such special Committee whenever it may think proper and may generally determine the constitution and regulation of the procedure of any Committee, whether special or appointed under these Rules. The President shall be an ex officio Member of all such Committees.

(4) The Branch Committee may appoint such staff and advisers for permanent, temporary or special services as it may from time to time think fit and may determine their powers and duties and fix their salaries or emoluments and, subject to any contract, may remove, suspend or dismiss them.

(5) The Branch Committee may, concerning the participation of the Branch in any State industrial and workplace relations system, take such action as it may think fit on behalf of its members for the prevention or settlement of industrial or workplace disputes by conciliation, mediation or arbitration and may make or defend on behalf of its members claims or demands on industrial or workplace matters and may bring any industrial or workplace dispute or claim relating to an industrial or workplace relations matter before any Court, industrial tribunal or authority empowered to deal with the same and may, concerning the participation of the Branch in any State industrial and workplace relations system, on behalf of its members, prosecute or defend any actions, applications or proceedings before any Court or tribunal as may be deemed necessary or expedient in the interests of the Branch or its members.

## BRANCH RULE 14 – ELECTIONS OF BRANCH OFFICERS

(1) The Officers of the Branch Committee shall consist of a President, 2 Vice-Presidents, a Secretary/Treasurer and 2 Committee Members who shall be elected by and from the Members of the Branch Committee. The persons so elected shall hold office for 4 years, subject to their continuing to be Members of the Branch Committee, but shall nevertheless continue in office until their successors have been elected.

(2) Within 7 days after the Branch Annual General Meeting in the calendar year of an election being required the Returning Officer shall deliver or forward to each Member of the Branch Committee elected for the ensuing term a notification that nominations are required for the offices described in subrule (1) which shall state the date and time on which nominations shall close (which shall be not less than 7 nor more than 10 days from the date of delivery of such notification) and the address to which nominations shall be forwarded.

(3) In the event that Members of the Branch Committee are not sufficient in number to fill all the offices stated in subrule (1), the offices of President and Secretary/Treasurer shall be elected first and second respectively, then elections held as to the position of:-

 One Vice-President

 A second Vice-President

 One Committee Member, and

 A second Committee Member,

 according to the number of Members of the Branch Committee, in which event the officers so elected shall constitute the Branch Committee.

(4) Nominations shall be endorsed by 2 Members of the Branch Committee elected for the ensuing term and consented to in writing by the nominee.

(5) The provisions of subrule 24A(6) shall apply in the event of insufficient nominations.

(6) If more than the required number of valid nominations are received for any of the offices referred to in this rule a secret postal ballot shall be taken against all Members of the Branch Committee which shall commence within 10 days after the closing of nominations and close not less than 7 days before, and not more than 10 days after, the date of the ballot commencing.

(7) The conduct of any ballot under this rule shall otherwise be in accordance with rule 24A.

## BRANCH RULE 15 – DUAL OFFICES PROHIBITED

A person shall not hold more than one office of Branch President, Branch Vice-President, Branch Secretary/Treasurer or Branch Committee Member at the same time.

## BRANCH RULE 15A – FILLING BRANCH CASUAL VACANCIES

(1) In the case of a vacancy arising in a branch office referred to in branch rules 12 or 14 in the first quarter of a term of office, such vacancy shall be filled by an election conducted in the same manner as is required by these rules for election to the office concerned and the person so elected shall hold office for the unexpired portion of the term of office of the person whom they replaced.

(2) In the case of a vacancy arising in an office referred to in branch rule 12 or 14 after the expiration of the period referred to in subrule (1) such vacancy may be filled by resolution of the Branch Committee of a person eligible to hold the office and the person so appointed shall hold office for the unexpired portion of the term of office of the person whom they replaced.

(3) A vacancy arising in the office of Branch Representative (or Alternate Representative) to Council shall be filled in the same manner as filling a vacancy in an office referred to in branch rule 14.

## BRANCH RULE 16 – DISMISSAL FROM BRANCH OFFICE

A Member of the Branch Committee shall be dismissed from office if the Member:-

(a) ceases to be eligible to hold office as provided in Branch Rule 17, or

(b) is charged by an Officer and found guilty by the Branch Committee at a specially convened Meeting, of misappropriation of funds of the Branch, a substantial breach of the Rules of the Branch or gross misbehaviour or gross neglect of duty PROVIDED THAT the Member is informed within a reasonable time before the Meeting of particulars of all charges against him or her, and is afforded the opportunity by the Branch Committee to be heard in their defence by way of oral or written submissions or both.

## BRANCH RULE 17 – CESSATION OF OFFICE

(1) A Member of the Branch Committee shall cease to be eligible to hold office as a Member of the Branch Committee if the Member:

(a) ceases to be a member of the Organization; or

(b) becomes bankrupt or applies to take or takes advantage of any law relating to bankrupt or insolvent debtors or compounds with his creditors, or makes any assignment of his estate for their benefit; or

(c) resigns his office by writing under his hand addressed to the Branch Committee; or

(d) fails, without leave granted by the Branch Committee, to attend three consecutive meetings of the Branch Committee.

PROVIDED THAT the Member is informed of the grounds for ceasing to hold office and is afforded the opportunity by the Branch Committee to be heard in their response by way of oral or written submissions or both.

(2) The cessation of office of Branch Committee Member shall automatically cause cessation of any other office (save for the office of Secretary/Treasurer of the Organization) held by the person in the Organization or Branch.

## BRANCH RULE 18 – MEETINGS OF THE BRANCH COMMMITTEE

(1) The President may at his or her discretion and shall, at the request of the representatives of at least 2 Members of the Branch Committee, call a meeting of the Branch Committee.

(2) Except in the case of urgency at least 14 days’ notice of the commencing time, date, and place of the Meeting together with an agenda paper shall be sent to each Member of the Branch Committee.

(3) A quorum shall be constituted provided there shall be present representatives of 50% plus 1 of the total number of the Branch Committee.

(4) At meetings of the Branch Committee, or in a postal vote for the election of Officers under Branch Rule 14, the vote of each Member shall have equal value.

(5) Should any Member of the Branch Committee be unable to attend a Meeting of the Branch the Member may be represented by a proxy appointed by or on behalf of such Branch. No person shall be appointed a proxy who is not a member of the Branch.

(6) The appointment of a proxy shall be in writing and shall be valid for 1 Meeting only which shall be indicated on the proxy appointment. Proxy appointments shall be handed to the Secretary/Treasurer of the Branch at or prior to the commencement of the Meeting indicated thereon.

## BRANCH RULE 19 – BRANCH INVESTMENTS

(1) The Branch Committee may invest in the name of the Branch on behalf of the Organization in the following manner any money from time to time in its hands.

 (a) Any investment for the time being authorized by law in any State of the Commonwealth as a trustee investment.

 (b) Any of the stock or securities of the Commonwealth or any of the States or of any Municipal Corporation or power, gas, electric, light, harbour or local authority, or any public undertaking or government instrumentality in the Commonwealth or in any State or Territory thereof.

 (c) Real estate property in any part of the Commonwealth.

 (d) The bonds, debentures, preference or ordinary stock or shares, bills, notes or unit trusts of any company listed for quotation upon the Stock Exchange of any of the capital cities of the Commonwealth, but no money shall be invested under the provisions of this subrule in any stocks, funds, bonds, share securities or notes payable to bearer or transferable by mere delivery.

 (e) Such other manner as may from time to time be authorized by a General Meeting of the Branch.

(2) Subject to the powers and duties of the Council of the Organization, the Branch Committee may at its discretion vary or transpose any investments into or for any other or others of any nature hereinbefore authorized and may vary the terms of or property comprised in any security.

## BRANCH RULE 20 – BRANCH FUNDS

(1) The funds and property of the Organization managed by and under the control of the Branch shall be held in a single Fund under the management and control of the Branch Committee in accordance with these Rules.

(2) The Fund shall consist of:-

 (a) Any real or personal property of which the Branch has by these Rules the right of custody, control or management on behalf of the Organization.

 (b) The amount of entrance fees, fines or levies.

 (c) Any interests, rents, dividends or other income derived from any investment authorized by Branch Rule 19 for use of the Fund.

 (d) Any superannuation or long service leave or other Funds operated or controlled in accordance with these Rules for the benefit of the Branch's officers or employees.

 (e) Any sick pay fund, accident pay fund, funeral fund, benefit fund or like fund operated in accordance with these Rules for the benefit of members of the Branch.

 (f) Any property required wholly or mainly by expenditure of the moneys of the Fund or derived from other assets of the Fund.

 (g) The proceeds of any disposal of parts of the Funds.

## BRANCH RULE 21 – BRANCH ACCOUNTS

(1) The Branch Committee shall cause proper books of account to be kept recording a true account of the financial transactions of the Branch, and of all receipts and expenditure and the assets, credits and liabilities of the Branch and such books of account shall be kept at the office of the Branch.

(2) The Secretary/Treasurer of the Branch shall, in accordance with these Rules, cause the books of account to be maintained and to be written up as hereinbefore required and at the end of each financial year of the Branch, shall cause to be prepared a financial report, including a Statement of Revenue and Expenditure and a Balance Sheet for such financial year, which shall be submitted to the Branch Committee for its approval and to the Annual Meeting for adoption.

(3) Cheques shall be signed by such persons as may from time to time be authorized by the Branch Committee, provided that one of such persons shall be a Member of the Branch Committee.

## BRANCH RULE 22 – BRANCH LEVIES

The Branch Committee may at any time make levies upon members of the Branch not exceeding an amount equal to 1 year's subscription in any year. Such levies may be made upon all members for matters of general application or to cover the expenses incurred in respect of the Branch, and any such levy shall become due and payable immediately after the making thereof.

## BRANCH RULE 23 – BRANCH LOANS

(1) Subject to the provisions of Branch Rule 13, loans, grants and donations may be made for any purpose consistent with the objects of the Organization, and to the benefit of the Branch, including, but not limited to, scholarships for study at any institution approved by the Branch Committee.

(2) A loan, grant or donation of an amount exceeding $1000 shall not be made by the Organization unless the Branch Committee -

 (a) has satisfied itself -

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

 (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, grant or donation.

## BRANCH RULE 24 – OUT-OF-POCKET BRANCH EXPENDITURE

Provision shall be made for the reimbursement of any out-of-pocket expenses incurred by any member’s Representative or Officer acting on behalf of the Branch.

## BRANCH RULE 24A – FINANCIAL MANAGEMENT TRAINING

(1) The approved financial training obligations imposed upon the Branch by Division 4 of Part 2A of Chapter 9 of the Act are regulated by that Act.

(2) The relevant provisions of the Act provide broadly that, unless exempted under section 293M of the Act, newly elected or appointed officers whose duties include duties that relate to the financial management of the Branch must complete the approved training within 6 months of assuming office.

(3) In this rule, “officer” means a member of the Branch who is an “officer” as defined in the Act.

## BRANCH RULE 24B – SPECIAL DISCLOSURE RULE FOR THE BRANCHES AND THEIR OFFICERS

Rule 41B is, with the necessary changes, applicable to each Branch of the Organization, and to each officer of a Branch as if each reference to the Organization was a reference to a Branch.

## BRANCH RULE 25 – BRANCH AUDIT

(1) One or more properly qualified auditor or auditors shall be appointed by the Branch at the Annual General Meeting or if not appointed at the Annual General Meeting shall be appointed by the Branch Committee.

(2) The auditor shall, for audit purposes only, have power at any time to call for the production of all books, accounts and other documents relating to the financial affairs of the Branch.

(3) The auditor shall audit the yearly accounts of the Branch and make a report with respect to that financial year to the Branch prior to the same being submitted to the Annual General Meeting.

(4) The auditor shall hold office from the time of his or their appointment until the next Annual General Meeting of the Branch, and any casual vacancy occurring in the office of auditor shall be filled by the Branch Committee.

(5) A retiring auditor shall be eligible for re-appointment.

(6) The first auditor shall be appointed by resolution of the Branch Committee, and shall hold office until the first Annual General Meeting.

## BRANCH RULE 26 – PRESENTATION OF AUDITED FINANCIAL REPORTS OF A BRANCH

Despite anything to the contrary in these rules of the Organization or the rules of a Branch, the Branch auditor’s report, the Branch general purpose financial report and the Branch operating report (the full financial reports of the Branch) may be presented to the committee of management of the Branch provided that at any time upon demand of at least 10 members or 5% of the membership of the Branch (whichever is the less) a special general meeting of the Branch shall be called and held for the purpose of considering the full financial reports of the Branch.

## BRANCH RULE 27 – DUTIES OF BRANCH SECRETARY/TREASURER

(1) The Secretary/Treasurer shall keep Minutes of all Meetings, keep all accounts and records and conduct correspondence, collect all fees and dues, bank the same forthwith and issue a receipt therefore and shall carry out such other duties as the Branch Committee may from time to time prescribe.

(2) The Secretary/Treasurer shall be the Officer authorised to sue or be sued on behalf of the Branch but may by writing under the Secretary/Treasurer’s hand, authorize any other person to sue or to be sued.

(3) The Secretary/Treasurer (or in whose absence, the President) shall be the Officer responsible for the execution of documents on behalf of the Branch.

(4) The Secretary/Treasurer shall be the Accounting Officer of the Branch for the purposes of the relevant federal and State legislation.

(5) The Secretary/Treasurer, on behalf of the Branch, shall, within 28 days, or such extended time as allowed under legislation, after the making to the Branch of the report of the auditor with respect to his or her inspection and audit of the accounting records kept by the Branch in respect of a financial year, supply free of charge to all members of the Branch a copy of the report, together with a copy of the accounts and statements to which the report relates.

(6) The Secretary/Treasurer may, not less than 14 days and not more than 28 days after the expiration of the period in subrule (5), cause the report, accounts and statements referred to in subrule (5) be presented to a General Meeting of the members of the Branch and if no such General Meeting is due to be held within that time, shall, in such circumstances, cause the report, accounts and statements to be presented at a meeting of the Branch Committee convened for the purpose of presenting that report, accounts and statements.

## BRANCH RULE 28 –MEETINGS OF COMMITTEE

The provisions of rule 45 shall apply to meetings of Branch Committees.

## BRANCH RULE 29 – NOTICES

The provisions of rule 46 shall apply to notices issued by the Branch.

## BRANCH RULE 30 – SUPPLEMENTARY BRANCH RULES

(1) Subject to the endorsement of Council, a Branch Committee may make, amend or repeal Supplementary Branch Rules applicable to the particular Branch.

(2) Supplementary Branch Rules may comprise Rules to suit local conditions, provided that such Supplementary Rules shall not be incongruous with these Rules, and provided further that such Supplementary Branch Rules shall not come into effect until approved by the Council and approved under the relevant federal or State legislation.

(3) Supplementary Branch Rules made, amended or repealed under subrule (1) may be made at a meeting of the Branch Committee called for that purpose, of which not less than 21 day’s notice has been given to all of the members of the Branch specifying the substance of the alterations proposed.

(4) Despite subrule (1), Council may at any time, by a duly constituted meeting of Council, make such alterations to the Supplementary Rules of the Branch it considers necessary in order to comply with the requirements of federal or State legislation.

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