



Constitution and Rules

Certified 2 March 2011

[267V: Incorporates alterations of 2/3/2011] [R2010/129]

I CERTIFY under section 161 of the Fair Work (Registered Organisations) Act 2009
that the pages herein numbered 1 to 39 both
inclusive contain a true and correct copy of the
registered rules of the Civil Contractors Federation

DELEGATE OF THE GENERAL MANAGER
FAIR WORK AUSTRALIA

Rules of the Civil Contractors Federation

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**CONSTITUTION AND RULES OF
THE CIVIL CONTRACTORS FEDERATION**

1 - NAME OF FEDERATION

The Federation shall be known as the "Civil Contractors Federation".

2 - REGISTERED OFFICES

- (a) The registered central office of the Federation shall be at Level 1, 322 Glenferrie Rd, Malvern, Victoria or at such place from time to time determined by the National Board of the Federation and each change shall be notified to the Commonwealth Industrial Registrar.
- (b) The Registered Offices of each Branch of the Federation shall be at such places as determined from time to time by the Branch Board and each change shall be notified to the National Board of the Federation and the Commonwealth Industrial Registrar.

3 - INTERPRETATION

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

"The Act" means the Workplace Relations Act 1996, as amended from time to time.

"National Board" means the Members for the time being of the National Board constituted in accordance with Rule 25

"Branch Board" means the Board of a Branch elected under rule 43

"Contractor Member" has the meaning specified in rule 6(ii)(A).

"Federation" means the Civil Contractors Federation.

"Federation Office" means the registered office referred to in rule 2(a).

"Financial Year" shall mean the year commencing on 1 July and ending 30 June in the year following.

"Industry" means the civil construction industry as defined in rule 5.

"Member" means a Member under Rule 6 (ii)(A) hereof.

"Month" means calendar month.

"Person" shall also mean firm, partnership, associations, corporations, incorporated or unincorporated bodies, trustees companies, or any body duly registered under the Corporations Act 2001 as amended from time to time, societies, agencies, or other organisations, or combinations thereof.

"Register" means the Register of Members kept pursuant to the Act.

"Seal" means the common seal of the Federation.

"Voting member" means a Contractor Member who has paid their annual fees and all other monies due to the Federation by the due date specified by the Federation.

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

4 - OBJECTS

The Federation is formed for the following purposes:-

- (a) To promote, protect and advance the interests of its Members engaged in any manner of civil construction industry and such activities as are ancillary to the Civil Construction Industry.
- (b) The protection of its Members against injustice or oppression in the fair and proper execution of such works as they may undertake from time to time carry out.
- (c) To secure, maintain and improve favourable trade relations with all public authorities, manufacturers, suppliers or distributors of goods materials and/or services either within Australia or abroad.
- (d) To maintain and enhance the reputation for integrity, responsibility and skill of the Members and to require of them the highest standards of skill, integrity and responsibility associated with membership of the Federation.
- (e) To maintain and improve relations between Members and their employees with a view to the avoidance of industrial unrest and strikes, and to take all such steps as may be considered desirable in the settlement of strikes and industrial disputation between Members and their employees.
- (f) To provide an authoritative and representative voice for contractors in the civil construction industry on matters of common interest.
- (g) To facilitate the exchange of technical information data and material between Members.
- (h) To secure to its Members all the advantages of unity of action in any lawful manner whatsoever.
- (i) To establish a Code of Conduct and ensure the observance of such a code by Members.
- (j) To prosecute or defend any suits, applications, and proceedings, before any court or tribunal whatsoever, as may be deemed necessary or expedient in the interests of the Federation, or its Members.
- (k) To establish Branches in any part of Australia or its territories and to provide for the establishment of local or regional Divisions to deal with local or regional matters.
- (l) To act as an organisation and/or industrial union of employers under the laws of Australia or any State or Territory thereof.
- (m) To arrange and settle whether by means of reference to arbitration and conciliation, or otherwise, any questions from time to time arising in relation to employment of labour.
- (n) To act as arbitrators in the settlement of and to appoint committees to deal with disputes between Members or affecting Members.
- (o) To promote and foster co-operation between Members as to the terms and conditions of contracts upon which they may undertake earthmoving, road making or any activity incidental thereto.
- (p) To encourage and facilitate economies of operation and management through co-operative action in matters pertaining to materials, supplies, labour, insurance and bonds.

- (q) To further technical economic and general research and promotion on matters of interest to Members and to provide and establish such competitions, scholarships, prizes and endowments as the Federation may consider appropriate.
- (r) To promote any measures and take any steps that may be considered advisable in the interests of Members.
- (s) To originate, promote and support improvements in laws and regulations affecting Members and the interests of the community in relation thereto and to suggest support or oppose alterations therein or in the administration thereof and to make representations to the Crown or any legislative, administrative or other body or authority and to take such other steps or proceedings in connection with the foregoing as may be deemed expedient.
- (t) To render such support and assistance to its Members as the Federation may deem proper and advisable.
- (u) To enter into any negotiations or arrangements with any Government or authority, municipal, local or otherwise, that may seem conducive to the Federation's objects or any of them; and to obtain from any such Government or authority any rights, privileges and concessions which the Federation may think it desirable to obtain; and to carry out, exercise and comply with any such arrangements, rights privileges, and concessions.
- (v) To co-operate with, subscribe to or become a Member of any other association or organisation, whether incorporated or not, whose objects are altogether or in part similar to those of the Federation, provided that by such action the interests of the Federation and its Members will be advanced.
- (w) To print, publish, issue and circulate such periodicals, books, circulars, advertisements, and other publications and films as may seem conducive to the interests of the Federation and its Members.
- (x) To establish and maintain a technical reference library for the information and instruction of Members.
- (y) To promote field days, exhibitions and displays relevant to the interests of the Federation or its Members.
- (z) To appoint, employ, remove or suspend such managers, clerks, workers and other persons on such terms or conditions as may be necessary or convenient for the purposes of the Federation.
- (aa) To establish and support or aid in the establishment and support of trusts, funds, and institutions calculated to benefit employees or past employees of the Federation or the dependants or connections of any such persons, and to grant pensions and allowances to such employees or former employees.
- (bb) To purchase, take on lease or in exchange, hire and otherwise acquire any lands, buildings, easements or property, real and personal, and any rights or privileges which may be requisite for the purposes or capable of being conveniently used in connection with any of the objects of the Federation and in furtherance of the objects of the Federation to sell, improve, demolish, manage, develop, exchange, lease, dispose of, turn to account or otherwise deal with all or part of the property and rights of the Federation.
- (cc) To construct, improve, maintain, develop, work, manage, carry out, alter, demolish, or control any houses, buildings, grounds, works, or conveniences which may seem calculated directly or indirectly to advance the Federation's interests and to contribute to, subsidise or otherwise assist and take part in the construction, improvement, maintenance, development working, management, carrying out, alteration, demolition or control thereof.

- (dd) To make, draw, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading and other negotiable or transferable instruments.
- (ee) To take or hold mortgages, debentures, liens, and charges to secure payment of the purchase price or any unpaid balance of the purchase price, of any part of the Federation's property of whatsoever kind sold by the Federation or any money due to the Federation from purchasers and others.
- (ff) To borrow or raise or secure the payment of money in such manner as the Federation may think fit and to secure the same or the repayment or performance of any debt liability contract guarantee or there engagement incurred or to be entered into by the Federation in any way and in particular by the issue of debentures perpetual or otherwise charged upon all or any of the Federation's property (both present and future) and to purchase, redeem or pay off any such securities.
- (gg) To subscribe or guarantee money or services for charitable or benevolent purposes, or for any public, general or useful object.
- (hh) To make any gift of property whether subject to any special trust or not, for any one or more of the objects of the Federation.
- (ii) To collect and receive money by voluntary contributions, subscriptions, donations, sale of goods or property and legacies for the purpose of the Federation.
- (jj) To lend money to persons, firms or companies, being Members or not and on such terms as may from time to time seem expedient.
- (kk) To invest and deal with the moneys of the Federation not immediately required in such manner as may from time to time be determined upon fixed or other deposit in any Trading Bank or Savings Bank, and such other securities as the Federation thinks fit and notes, stocks, shares, debentures or securities of or advances to any Company whether public or private.
- (ll) To adopt whatever procedure that may be considered advisable in the interests of Members of the Federation and in the maintenance of private enterprise.
- (mm) To do all such lawful things as may appear to be incidental or conducive to the before mentioned objects or any of them and to adopt additional objects from time to time. Provided that the Federation shall not be carried on for profit or gain.
- (nn) To apply for registration as an organisation of employers and to do all such things as may be necessary to achieve such registration.
- (oo) To amalgamate, incorporate, or co-operate with any institutions societies, or associations whether incorporated or unincorporated having objects altogether or in part similar to those of the Federation.

5 - INDUSTRY

The industry in or in connection with which the Federation is formed is the civil construction industry, which, without limiting the generality of the foregoing includes:

- (a) foundation construction;
- (b) preparatory site works for engineering and construction of power houses, industrial complexes and capital plants;
- (c) demolition;

6 - ELIGIBILITY - MEMBERSHIP

- (d) construction, alteration and maintenance including excavation and earthmoving for irrigation, drainage, canals, dredging, reclamation, land clearing and levelling, land filling and earth compaction, site development and trench digging;
- (e) reticulation and storage associated with construction, alteration, and maintenance of primary treatment and reticulation works for electricity, water sewerage, petroleum, gases, liquids, chemicals, wastes, communications and other pipe tracks and conduits;
- (f) construction, alteration and maintenance of railways, bridges, culverts, viaducts, highways, causeways, expressways, overpasses, underpasses, roads, road surfacing, road foundations, tunnels, shafts, towers, parking areas and pavements;
- (g) construction, alteration and maintenance of dams, spillways, weirs, outfalls, tanks, reservoirs, storage areas, breakwaters, artificial harbours, marinas;
- (h) site works, including dredging, for construction, alteration and maintenance of wharves, jetties and lighthouses, navigation aids, radio telescopes, communication facilities, and silos;
- (i) site works associated with construction, alteration and maintenance of chemical mining and ore treatment plants;
- (j) construction and installation of temporary accommodation for workers engaged in or in connection with the industry as defined herein;
- (k) site works associated with installation of materials handling equipment, treatment plants, milling and smelting plants, furnaces and industrial ovens;
- (l) asphaltting, concreting, paving, kerbing, concrete formwork and concrete pumping;
- (m) quarrying, crushing and processing of road/metal, gravel, screenings, stone aggregates, crushed rock (for the purposes of the industry as defined elsewhere in Rule 5) and the application of plant mixed, concrete bituminous concrete, bitumen and asphalt;
- (n) the hiring, leasing and operation of plant and equipment of the following description - bulldozers, crawler and wheeled tractors, tracked and wheeled loaders, graders, elevating and standard scrapers, backhoes, hydraulic excavators, road rollers, vibrating rollers, compressors, road crushers, drotts, front end loaders, power shovels, tip trucks, off- highway trucks, ditchers, trench diggers, draglines, tandem tippers, semi-tippers, drills, mobile cranes, earth rammers, concrete mixers, post hole diggers, dumpers, log skidders and all other earthmoving plant and attachments and equipment.

6 - ELIGIBILITY - MEMBERSHIP

- (i) The Federation shall consist of an unlimited number of:
 - (a) employers who undertake work as civil construction contractors in the civil construction industry;
 - and
 - (b) companies and persons (other than employers and other than employees) who carry on a business as civil construction contractors in or in connection with the Industry.
- (ii) The Federation shall comprise the following grades of membership:
 - (a) CONTRACTOR MEMBERS – being a person or company undertaking work as civil construction contractors in the civil construction industry.

7 - ADMISSION OF MEMBERS

- (b) ASSOCIATE MEMBER – being a person or company engaged in the manufacture, sale or dry hire (without operator) of plant, equipment and materials used by *CONTRACTOR MEMBERS* or are engaged in any undertaking directly related to or in the supply of services to those *CONTRACTOR MEMBERS*.
 - (c) HONORARY MEMBER – being a person invited by the Board to accept Honorary Membership because of exceptional service to the Federation or the civil construction industry, who accepts such membership.
 - (d) LIFE MEMBER – being a Contractor Member who is an individual or an individual representing a Contractor Member which is a company invited by the Board to accept Life Membership because of exceptional service to the Federation or the Industry, who accepts such membership.
- (iii) The membership of an Associate may be terminated by the Board at will.
- (iv) No Associate Member shall:
- (a) be eligible for election to a Branch Board or the Board; or
 - (b) nominate or second the nomination of any candidate for membership (other than a candidate for associate membership); or
 - (c) nominate any candidate for election to the Branch Board or Board; or
 - (d) have power to vote on any matter;
- (v) No Honorary Members shall:
- (a) be eligible for election to a Branch Board or the Board;
 - (b) be eligible for any other form of membership or to be a representative of a Member;
 - (c) have power to vote on any matter; or
 - (d) be required to pay any annual subscription in respect of their membership of the Federation.
- (vi) No Life Member shall be required to pay any annual subscription in respect of their membership of the Federation.
- (vii) Any individual Member or representative of a Member may be an employee, consultant or be engaged in another paid position of or for the Federation.

7 - ADMISSION OF MEMBERS

- (a) The persons and companies whose names appear in the Register as at the date of application for registration of this Federation shall be deemed to have fulfilled the requirements of this Rule and any Rule relating to the qualifications of and admittance of Members.

- (b) The following shall apply:
- (i) Application for Membership shall be made:
 - A. to the relevant Branch;
 - B. in writing in a form approved by the National Board.
 - (ii) Upon receipt of an application the Branch shall:
 - A. make such enquiries regarding the applicant as the National Board may from time to time direct; and
 - B. place the application together with their report of the result of their enquiries before the first meeting of the National Board occurring after the completion of those enquiries; and
 - C. recommend the acceptance or rejection of the application.
 - (iii) The National Board may accept, reject or defer an application for further inquiry.
 - (iv) Where the National Board has rejected an application the applicant may (within 30 days of notice of such rejection) by notice in writing addressed to the Chief Executive Officer (National) at the Federation Office appeal to the next General Meeting of Members. Such meeting may accept or reject the application. The applicant shall be informed of the result of such appeal by notice in writing signed by the Chief Executive Officer (National).
 - (v) Where an application for membership of the Federation is approved the Chief Executive Officer (National) shall notify the applicant and then on payment of the appropriate subscription and fees, they shall:
 - A. become a member of the Federation and
 - B. have their name entered in the Register; and
 - C. be provided with a copy of this Constitution as amended from time to time.
- (c) The Federation shall inform applicants for membership of:
- (i) The financial obligations arising from membership; and
 - (ii) The circumstances, and the manner, in which a member may resign from the Federation.
- (d) Where a firm, company or organisation makes application for admittance as a Member of the Federation such firm, Company or organisation shall at the same time nominate a person to represent such firm, company or organisation. A person so nominated shall be a Member, Director, Trustee or Executive of such firm, company or organisation. Provided such firm, company or organisation may nominate one or more additional representatives. Provided further that such additional representatives may be appointed without fulfilling all technical qualifications if, at the discretion of the National Board, position and length of service is such as to justify admittance.

8 - REPRESENTATION

- (a) The person appointed as the representative or additional representative of a Member shall be in all respects responsible to the Federation for their acts and omissions under these Rules, insofar as such acts or omissions are directly or indirectly related to or incidental to the business and operations of the Member.
- (b) The person appointed as the representative or additional representative of a Member shall be personally responsible for and liable for the acts and omissions to the Federation and these Rules of the Member that they represent, insofar as such acts and omissions are directly or indirectly related to or incidental to the business and operations of the Member.
- (c) The Member shall be liable for the acts and omissions to the Federation and these Rules by their or its representative or additional representative, insofar as such acts or omissions are directly related to or incidental to the business and operations of the Member.
- (d) A Member may withdraw the appointment of a representative or additional representative by written notice to the Chief Executive Officer (National). Upon receipt of such written notice the Chief Executive Officer (National) shall forthwith remove the name of such authorised representative from the Federation's mailing list and from all other records in which such authorised representative's name appears. In the event of the representative to be withdrawn being the sole representative then a new representative shall be nominated at the same time as the notice of withdrawal is given.
- (e) The Member shall notify in writing the Chief Executive Officer (National) within 14 days after:
 - (i) The business, or part of the business, of a Member is assigned or transferred to a person who is not a Member of the Federation; or
 - (ii) Such a person succeeds to the business, or part of the business, of a Member of the Federation.
- (f) Nothing in these Rules shall be deemed or construed to confer upon any person appointed as a representative or additional representative any personal rights or authority or benefits of membership of this Federation if they are also trading as an individual in their own right. In such a case they shall make application for membership in their own right in the manner prescribed.

9 - RESIGNATION OF MEMBERS

- (a) A Member may resign from the Federation by written notice addressed and delivered to the Chief Executive Officer (National).
- (b) A notice of resignation from membership of the Federation takes effect:
 - (i) at the end of two weeks after the notice is received by the Federation; 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 Federation in relation to a period before the Member's resignation from the Federation took effect, may be sued for and recovered in the name of the Federation, in a court of competent jurisdiction, as a debt due to the Federation.
- (d) A notice delivered to the person mentioned in subrule (1) shall be taken to have been received by the Federation when it was delivered.

- (e) A notice of resignation that has been received by the Federation is not invalid because it was not addressed and delivered in accordance with sub rule (a) of Rule 9.
- (f) A resignation from membership of the Federation 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 Federation that the resignation has been accepted.

10 - TERMINATION OF MEMBERSHIP

- (a) The membership of any Member shall cease and determine upon the happening of any of the following events, viz.:
 - (i) The resignation of such Member pursuant to Rule 9.
 - (ii) The death of such Member.
 - (iii) If such Member is duly declared or certified according to law as an insane or incapable person.
 - (iv) The expulsion from membership of such Member in accordance with Rule 15.
 - (v) If such Member being a Company or unincorporated body shall be dissolved.
- (b) Except in cases in which the National Board shall otherwise decide the following compliance with the next succeeding sub clause the membership of any Member shall cease and determine upon the happening of any of the following events, viz.:
 - (i) If such Member being an individual person shall have their estate sequestrated in bankruptcy, or shall assign their estate for the benefit of their creditors generally.
 - (ii) If such a Member being a firm or partnership shall have its estate or the estate of each of its Members sequestrated in bankruptcy or shall assign its estate or the estates of each of its Members for the benefit of the creditors generally of such firm or partnership.
 - (iii) If such Member being a company shall go or be placed in liquidation or a resolution shall be passed or an order made for its winding up.
 - (iv) If a receiver or a receiver and manager be appointed to control or manage the business or business affairs of such a Member.

Unless otherwise directed by the National Board following compliance with the next succeeding sub-clause the Chief Executive Officer (National) shall remove the name of such Member from the Register and termination of their membership shall operate from the time of removal of their name from such Register.

- (c) Immediately upon becoming aware of the happening of any of the events mentioned in the last preceding sub-clause the Chief Executive Officer (National) shall inquire from such Member the circumstances of and leading up to the happening of such event and upon receipt of such information (if furnished by or for such Member) shall together with a request in writing (if so desired by such Member) that their membership be not terminated in consequence of such event and also a certificate or report from the Official Receiver or Trustee (in the case of an individual person, a firm or a partnership) or from the liquidator or receiver or receiver and manager (in the case of a Company) that all creditors of such Member as at the date of the happening of such event are expected to be paid in full the Chief Executive Officer (National) shall submit such information, request and certificate or

report to the first regular meeting of the National Board after receipt thereof and the National Board shall thereupon decide whether the membership of such Member shall cease and determine as aforesaid or may continue either unconditionally or subject to compliance with such conditions as the National Board may think fit to impose. Such Member shall cause the information, request and such certificate or report to be furnished to the Chief Executive Officer (National) within twenty-one days after the happening of the said event, in default whereof the National Board may deal with the matter in the absence of the same.

11 - REGISTER & RECORDS TO BE KEPT

- (a) The Register shall be kept in the registered offices of the Federation, arranged according to Branches, showing the names, postal addresses and occupations of all Members of the Federation.
- (b) The Chief Executive Officer (National) shall also cause to be kept at the Federation Office the following records:
 - (i) A list of the names, postal addresses and occupations of the members of the National Board of the Federation and of every person holding, whether as trustee or otherwise, property of the Federation or property in which the Federation has any beneficial interest.
 - (ii) A list of the Branches of the Federation showing the name under which each Branch is carried on, the situation of the registered office of each Branch and the names, postal addresses and occupations of the officers of each Branch.
 - (iii) An account in proper form of the receipts, payments, funds and effects of the Federation.
 - (iv) A copy of the Constitution and Rules of the Federation together with any amendments.
- (c) A Branch Register shall be kept in the registered office of each Branch of the Federation, showing the names, postal addresses and occupations of all members of the Branch.
- (d) The Branch Chief Executive Officer shall also cause to be kept at the Registered Office of the Branch the following records:-
 - (i) A list of the names, postal addresses and occupations of the members of the Branch Committee and of every person holding, whether as trustee or otherwise, property of the Branch, or property in which the Branch has any beneficial interest.
 - (ii) An account in proper form of the receipts, payments, funds and effects of the Branch.
 - (iii) A copy of the Constitution and Rules of the Federation together with any amendment.

12 - FEES AND SUBSCRIPTIONS

- (a) Each Branch shall in a General Meeting determine:
 - (i) the annual subscriptions and entrance fees as payable by each category of Member of their respective Branches; and
 - (ii) the dates upon which they shall become due and payable.

- (b) Each Branch Board can determine:
 - (i) increases (if applicable) to the annual subscriptions and entrance fees as payable from time to time by each category of Member of their respective Branches by an amount not exceeding the average of the four quarterly index numbers for the CPI “All groups – Weighted average of eight capital cities index” for the twelve month period up to and including the March quarter of that year as published by the Australian Bureau of Statistics; and
 - (ii) the dates upon which they shall become due and payable.
- (c) For any increase above the CPI as defined in 12(b)(i) each Branch shall in a General Meeting determine:
 - (i) the annual subscriptions and entrance fees as payable from time to time by each category of Member of their respective Branches; and
 - (ii) the dates upon which they shall become due and payable

provided that the notice paper calling such General Meeting sets out the substance of the alterations proposed to be made to the amount of such subscriptions and entrance fees.
- (d) Branch Boards may make provision for:
 - (i) different subscriptions, entrance and service fees in respect of different categories of Members; and
 - (ii) the adjustment of the subscription and fees payable by Members in their first year of membership having regard to the relationship of the date membership commenced to the currency of the Financial Year of the Federation.

13 - LEVIES

- (a) A levy may be imposed upon some or all of the Members of the Federation by a resolution specifying the amount of such levy passed at:
 - (i) a meeting of the National Board of the Federation by a majority of seven–eighths of the votes cast at such meeting; and
 - (ii) at a General Meeting of the Federation by a majority of three–fourths of the votes cast.
- (b) A levy may be imposed by a Branch of the Federation upon the Members comprising that Branch if a resolution specifying the amount of such levy is passed at:-
 - (i) a meeting of the Branch Board of the Federation by a majority of seven–eighths of the votes cast at such meeting; and
 - (ii) at a General Meeting of that Branch of the Federation by a majority of three–fourths of the votes cast.
- (c) The moneys received by the Federation as a result of a levy imposed pursuant to paragraph (b) hereof upon the Members comprising a Branch, shall be used solely for the benefit of such Branch.

- (d) The aggregate of all levies made pursuant to paragraph (a) hereof upon any Member in each Financial Year shall not exceed fifty per centum (50%) of the subscriptions and fees payable by such Member in respect of such Financial Year pursuant to these Rules.

14 - RECOVERY OF SUBSCRIPTIONS AND OTHER MONIES DUE TO THE FEDERATION

- (a) (i) Any Member that fails to pay their annual subscription within 30 days of them becoming due shall have their membership and all services to them suspended. All monies due for subscriptions and/or services and any other monies payable to the Federation are payable within 30 days of becoming due unless otherwise agreed by the Branch.
- (ii) The Branch Chief Executive Officer will notify the Member of their suspension and that if:
- A. the annual subscription or monies owed are not paid; or
- B. a written explanation is not provided within a further 30 days
- the Branch Board may terminate the membership.
- (iii) In the event of no written explanation having been received from the Member in default, the Branch Board may forthwith terminate the Membership of such defaulting Member. The Branch Board may direct that the subscription outstanding be recovered or may direct that same be written as a bad debt.
- (iv) In the event of a written explanation having been received from the Member in default, the Branch Board may and at its absolute discretion, extend the time for such Member to meet their obligations by a period not exceeding three months; during this period no services shall be made available to such Member. At the expiration of the extended time if payment has not been made, then sub clause (iii) shall apply as if no written explanation had been received.
- (b) Any Member failing to meet any other liability in full, due and payable to the Federation, within three months of same becoming due shall be reported by the Branch Chief Executive Officer to the Branch Board who may direct that such liability be recovered and may also direct the Branch Chief Executive Officer to charge such Member under Rule 15.
- (c) A Member may request that they may be permitted to make payment of Annual Subscriptions and other monies by instalments. The Branch Board may in its absolute discretion allow instalments on such terms and conditions as it considers reasonable. If a Member fails to pay an instalment within 30 days of it becoming due, they shall have their membership suspended and clause 14(a)(iii) and 14(a)(iv) will apply.

15 - CESSATION OF MEMBERSHIP & DISCIPLINARY POWERS

- (a) If it is brought or comes to the notice of a Branch Chief Executive Officer that any Member:
- (i) has been convicted of a felony or of any misdemeanour or offence under any Act regulation ordinance or other law arising out of or in the course of the conduct of their business, or
- (ii) has acted or is acting in a manner which appears to be opposed or contrary to the objects or policy of the Federation, or
- (iii) has committed or is committing a breach of the Rules for the time being of the Federation, or

- (iv) has engaged in or published or has knowingly been a party to or permitted or supported any untrue or misleading communication, statement, advertisement, signed document, or paper on behalf of or as or purporting to be on behalf of or as an officer or representative or Member of the Federation.

The Branch Chief Executive Officer shall furnish to the Branch Board a report of the matters so brought or come to their notice at the first regular meeting of the Branch Board thereafter, or at a meeting of the Branch Board convened for the purpose of receiving and considering such report. If the Branch Board finds the allegations so reported to constitute a prima facie case for such Member to answer the Chairperson shall instruct the Branch Chief Executive Officer to inform such Member and to furnish them with a copy or statement of the allegations and to summon them to appear before a sub-committee appointed by the Branch Board on a day and at a time to be fixed by the Branch Board to answer the allegations and the Branch Chief Executive Officer shall carry out such instructions.

- (b) If a majority of the Members present at such Branch Board meeting shall decide and resolve that the Member summoned to appear has been guilty of the conduct act or acts alleged against them the Branch Board may expel them from membership provided however that a resolution expelling such Member must be passed by a three-fourths majority of the Members of the Branch Board present at the meeting.

The Member so dealt with may appeal to a special meeting of the Branch against the Branch Board's decision or resolution by lodging a notice of appeal with the Chief Executive Officer (National) within fourteen days whereupon the Chief Executive Officer (National) shall convene a Special Meeting of the Branch of the Federation to hear and determine such appeal and the decision of such Special Meeting on such appeal shall be final and binding on such Member. Provided that any decision or resolution of such Special Meeting to expel such Member or to confirm any expulsion already imposed must be passed by a three-fourths majority of the Members present and entitled to vote at such meeting.

- (c) Should any such Member fail to appear before the Branch Board or a Special Meeting, as the case may be, when summoned to appear, then the Branch Board may proceed ex parte and such failure to appear without written excuse on the part of the Member shall in itself be conduct which may be dealt with under this Rule.
- (d) A summons to appear in accordance with this Rule shall be served personally by the Branch Chief Executive Officer or by registered post, on the Member concerned.
- (e) The Branch Board may at any time appoint a Disciplinary sub-committee from its Members to undertake its responsibilities and duties as specified in subrules (a) to (c). Any decision of the Disciplinary sub-committee will for all purposes stand as if it was a decision of the Branch Board itself.

16 - ANNUAL GENERAL MEETING

- (a) The Annual General Meeting of the Members of the Federation shall be held during the month of September, October, November or December, within 15 months of the previous Annual General Meeting at such times and places within Australia or its Territories as may be determined by the National Board.
- (b) At least twenty one days' notice of the Annual General Meeting of the Members of the Federation and of the Business to be transacted thereat shall be given by the Chief Executive Officer (National) to all Members.

- (c) At the Annual General Meeting a report on the affairs of the Federation during the preceding year shall be submitted by the National Board together with a duly audited balance sheet covering the twelve months immediately preceding the previous 30th June. The Auditor for the ensuing year shall be appointed in accordance with Rule 38 and the names of the candidates elected to the National Board in an election year shall be declared in accordance with Rule 27 (k). An Honorary Returning Officer and two Honorary Assistant Returning Officers shall be appointed at the Annual General Meeting for the conduct of any votes at a General Meeting throughout the ensuing year.

17 - FINANCIAL YEAR

The financial year of the Federation shall commence on the first day of July and end on the thirtieth day of June in the following year.

18 - VOTES OF MEMBERS

- (a) At any meeting a Voting Member may vote personally or by proxy. A proxy must be a Voting Member of the Federation or the duly authorised representative of a Voting Member.
- (b) The instrument appointing a proxy shall be in the following form signed by the Voting Member:

CIVIL CONTRACTORS FEDERATION

I/We _____

of _____

being Voting Member/Members of Civil Contractors Federation
hereby appoint _____

of _____

(or failing them) _____

of _____

as my/our proxy to vote for me/us and on my/our behalf at the annual or special (as the case may be) general meeting of the Federation to be held on the day of _____

_____ 20_____ and at any adjournment thereof.

As witness my/our hand/s this _____ day of _____

20 _____.

Signed by the said _____

in the presence of _____

- (c) The instrument appointing a proxy shall be deposited at the registered office of the Federation not less than twenty four hours before the time for holding the meeting or adjourned meeting referred to in the proxy or shall be deposited with the Chairperson of such meeting before any vote to which the proxy relates is taken.

- (d) A vote given in accordance with the terms of an instrument of proxy shall be valid notwithstanding the previous revocation of the instrument, if no intimation in writing of such revocation as aforesaid has been received by the Federation at the registered office before the commencement of the meeting or adjourned meeting at which the instrument is to be used.

19 - SPECIAL GENERAL MEETING

- (a) A Special General Meeting of Members may be convened by the Chief Executive Officer (National) on the instructions of the President, the National Board, by requisition of Six Members of the National Board or requisition of 10 Members of the Federation; provided that where a Special General Meeting is requisitioned as before mentioned such requisition shall be in writing and duly signed by each of the Members concerned and shall clearly set forth the reasons for the requisition. A Special General Meeting shall deal only with such special business as may be referred to it.
- (b) At least 10 days prior to the date of the Special General Meeting the Chief Executive Officer (National) shall forward by letter post a circular to each Voting Member of the Federation. Such circular shall request the Members attendance at the meeting and shall clearly set forth the special business to be transacted together with a provision for the Voting Member to indicate their voting intentions should the Voting Member wish to record a postal vote.

A Voting Member may vote personally, by proxy or by a postal vote.

- (i) A Voting Member who wishes to appoint a proxy shall do so in accordance with the provisions of Rule 18 - Votes of Members.
- (ii) A Voting Member who wishes to record a postal vote shall return the postal voting form by delivery or facsimile to the registered office of the Federation not less than twenty four hours before the time for holding the meeting or adjourned meeting referred to in the postal vote or shall be deposited with the Chairperson of such meeting before any vote to which the postal vote relates is taken.
- (c) Where the business of a Special General Meeting is to consider any subject or a notice of motion has not been submitted, then any motion or motions submitted at the said Special General Meeting shall be received and may be debated, but shall not be determined. Such motions shall be referred to a further Special General Meeting to be convened within ten days of the date of their receipt and shall be clearly set forth in the circular convening the further Special General Meeting. The further Special General Meeting shall have power to determine the motions submitted to it and such motions shall be carried by a three-fourths majority of the Members entitled to vote. On being adopted, such motions shall become special resolutions and may be acted upon. The provisions of this paragraph shall not apply when the Special General Meeting is convened under Rule 15.
- (d) In the event of a specific notice of motion being received for submission to any Special General Meeting, then providing such notice of motion is clearly set forth on the circular convening such Special General Meeting, then it shall be competent for the Special General Meeting to determine such notice of motion without reference to a further Special General Meeting. Upon being adopted by a three-fourths majority of the Members entitled to vote, such a resolution shall become a special resolution and may be acted upon.
- (e) A Special General Meeting of Members shall be the supreme authority of or in the Federation.
- (f) Fifteen shall form a quorum at any Special General Meeting.

20 - ORDINARY GENERAL MEETING

- (a) Ordinary General Meetings of the Federation shall be held at such times and places as determined by the National Board.
- (b) At least seven days' notice of an Ordinary General Meeting and the business to be transacted shall be given by the Chief Executive Officer (National) to all Members.

21 - QUORUM AT GENERAL MEETINGS

The quorum at any General Meeting shall be ten Members.

22 - CHAIRPERSON AT GENERAL MEETINGS

The President or in his/her absence the Vice President or in the absence of both of them, the Treasurer shall take the chair at all meetings of the Federation and in the event of the absence of the President, Vice President and Treasurer those present shall elect a Chairperson from amongst the Members of the National Board present at the meeting.

23 - VOTING AT GENERAL MEETINGS

- (a) Every question submitted to any General Meeting shall be decided in the first instance by a vote of the Voting Members in which case every Voting Member present shall have one vote and in the case of an equality of votes the Chairperson shall both on a show of hands and at a poll or ballot have a casting vote in addition to the vote to which they may be entitled as a Voting Member. At any General Meeting unless a poll or ballot is demanded by twenty-five per centum of the Voting Members a declaration by the Chairperson that a resolution has been carried or carried by a particular majority and an entry to that effect in the Minute Book of the Federation shall be conclusive evidence of the fact.
- (b) If a poll or ballot is demanded as aforesaid it shall be taken in such manner and at such time and place as the meeting shall declare or in default of such declaration as the President shall appoint either at once or after an interval or adjournment or otherwise and the result of the poll or ballot shall be deemed to be the resolution of those entitled to vote, in person, by proxy or by post, at which the poll or ballot was demanded. The demand for a poll or ballot may be withdrawn.
- (c) When a poll or ballot is held each Voting Member shall be entitled to one vote, in person, by proxy or by post.

24 - RESOLUTIONS BINDING ALL MEMBERS

All resolutions passed or adopted at a General Meeting of the Federation shall be conclusive and binding on all Members and on the National Board, Executive and the Officers of the Federation.

25 - NATIONAL BOARD

- (a) There shall be a National Board of the Federation which shall consist of nine National Board Members, being one National Board Member elected by each Branch and the National President as elected under rule 30 providing that the person elected to the National President position vacates their position of National Board Member upon election to the National President position and that such position be filled by the Alternate National Board Member elected from that Branch.

- (b) Each National Board Member apart from the National President shall have one vote. The National President will vote only by way of a casting vote in case of an equality of votes.
- (c) A National Board Member shall be an individual Member, or a representative of a Member.

26 - POWERS OF THE NATIONAL BOARD

The supreme control of the Federation is vested in the Voting Members of the Federation in general meeting. Subject thereto the management and control of the Federation shall be vested in the National Board, which, in addition to the general powers conferred on it by the provisions of these Rules may do all such acts and things as may be exercised or done by the Federation and which are not hereby expressly directed to be exercised or done by the Federation in general meeting.

The powers and duties of the National Board shall be:

- (a) In relation to all matters (except matters affecting the Members of only one Branch)
 - (i) It shall act as the supreme governing, controlling, managing and policy making body of the Federation; and
 - (ii) Its resolutions shall bind the Branches, Branch Boards, Branch Officers and all Members of the Federation.
- (b) It shall manage and control the National fund and all moneys payable to the National fund and it shall acquire, manage, and control all property, effects, records and documents necessary for the proper conduct of the business and affairs of the Federation by the National Administration and may sell or otherwise dispose of such property and effects as are no longer necessary for the proper conduct of the business and affairs of the Federation.
- (c) It may:
 - (i) authorise the receipt of all moneys payable to the National fund;
 - (ii) authorise the incurring of all proper National liabilities;
 - (iii) authorise the disbursement of all proper amounts of money in respect of National liabilities.
- (d) It shall engage or employ such persons as in its opinion are necessary to carry out the business and affairs of the Federation and shall determine the wages, salaries, honorariums, payments and allowances to be paid to such persons.
- (e) It shall appoint annually a competent person as the auditor of the Federation and shall make provision for that auditor to have full and complete access to all the books and documents of the Federation and shall ensure that the accounts of the Federation are audited yearly.
- (f) It shall at its annual meeting receive and adopt the annual report, accounts and balance sheet of the Federation and the Federation auditor's report.
- (g) It may direct the Honorary Returning Officer to conduct a plebiscite of the Voting Members of the Federation upon any matter whatsoever.
- (h) It may appoint delegates or representatives to any body organisation or association.

- (i) It may appoint sub-committees from the Members of the Federation to inquire and report in respect of any matter that may involve the interests of the Federation or any Member thereof.
- (j) It shall determine all questions and disputes (not involving the imposition of a penalty) between Branches or between Members or between a Member and a Branch or between a Branch and the Federation or between a Member and the Federation.

Provided that:

- (i) it shall not determine any question or dispute between Members of a Branch or between a Branch and its Member which was first referred to the Branch Board and which has either been determined or is pending determination by a Branch Board;
 - (ii) It may refer to a Branch Board any question or dispute between Members of that Branch which that Branch Board could determine;
 - (iii) before determining any question or dispute between a Branch and the Federation or between a Member and the Federation it shall first take reasonable steps to ascertain the views on the question or dispute of all Branch Board.
- (k) It shall determine any question or dispute (not involving the imposition of a penalty) which a Branch or Branch Board has power to determine but refers to the National Board.
 - (l) It shall have the power:
 - (i) Insofar as it may lawfully do so, to initiate any proceedings of the Federation or its interest or affecting a Member of the Federation or their interest.
 - (ii) To have the control of any proceedings in which the Federation is a part or an intervener or appears or is represented and to appoint agents, solicitors or counsel to represent the Federation in such proceedings.
 - (iii) Insofar as it may lawfully do so, to support financially and to appoint agents, solicitors or counsel to represent any Member of the Federation or the interest of any Member of the Federation in any proceedings.
 - (m) It shall initiate and control all steps taken to submit industrial disputes or other matters to conciliation or arbitration under the Act.
 - (n) This sub-rule does not in any way affect or limit the powers conferred by sub-rules (l) and (m) of this Rule but declares a policy to be followed in the exercise of those powers.
 - (i) In any industrial proceedings which affect the Members of only one Branch it should not control the proceedings nor appoint agents, solicitors or counsel unless requested by that Branch to do so.
 - (ii) It should not seek or agree to an award, order or determination nor any provision in an award or industrial agreement to have operation in a State or Territory unless requested by that Branch to do so.
 - (o) It may do or cause to be done any thing authorised or required by the Act, the Regulations, an award or by law or by these Rules to be done by the Federation and for the doing of which no provision is made in these Rules.

- (p) It may authorise any Officer or Member of the Federation on behalf of the Federation to do any of the things referred to in regulations of the Act or any substantially corresponding provision.

27 - RETURNING OFFICERS

- (a) The following shall apply:
- (i) In accordance with Schedule 1 of the Act, elections for officer holders of the Federation and Branches must be conducted by a Returning Officer appointed by the Australian Electoral Commission through arrangements with the Registrar.
 - (ii) For votes other than elections, an Honorary Returning Officer and two Honorary Assistant Returning Officers, who need not necessarily be Members of the Federation, shall be appointed at each Annual General Meeting for the conduct of any votes at a General Meeting throughout the ensuing year. The Honorary Returning Officer and the Honorary Assistant Returning Officers shall not be the holders of any office in the Federation or employees of the Federation or of a Branch or be candidates at any election within the Federation other than an election for the appointment of Honorary Returning Officers for the following term and shall hold office until their successors are elected.
- (b) The decision of the Returning Officer shall be final and binding regarding any matter touching the validity or formality of any nomination or vote or any matter touching or concerning such election and the conduct thereof. The decision of an Assistant Returning Officer on any such question shall be subject to review by the Returning Officer whose determination shall be final and binding.
- (c) The Returning Officer and/or the Assistant Returning Officers under the direction of the Returning Officer 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 such an election or in order to rectify any procedural defects and no person shall refuse or fail to comply with any such directions or obstruct or hinder a returning officer or any other person in the conduct of such an election or in the taking of any such action.
- (d) The Returning Officer shall consider all nominations and if in their opinion any nomination is defective they shall notify the person concerned of the defect, and where it is practicable to do so, give them the opportunity of remedying the defect within a period of not less than seven days after their being so notified.
- (e) In any election held within the Federation each candidate shall be entitled to appoint any Member to act as scrutineer at the election. All scrutineers shall in the case of a ballot be entitled to observe the admission and the counting of votes, the conduct of and the determination of the election and the declaration of the poll. In every case a scrutineer shall observe the directions of the Returning Officer who shall take all reasonable steps to enable each scrutineer to exercise their rights.
- (f) If an irregularity should occur in the conduct of an election and in the opinion of a Returning Officer such irregularity will affect the result of such an election then such election and each and every step taken in connection therewith shall be null and void and another election under these Rules shall be held forthwith.
- (g) The Returning Officer shall nominate a post office box to which Members may post ballot papers. Any reference in these rules to a "prepaid returned envelope" and to any other envelope forwarded to the voters shall be taken as a reference to a prepaid envelope and a declaration envelope in the form prescribed by the regulations made under Schedule 1 of the Act.

- (h) For the purpose of each election the Returning Officer shall maintain a locked and sealed ballot box in which they shall place from time to time ballot papers received by post.
- (i) Each candidate appointing a scrutineer shall hand to the Returning Officer not later than seven days after the day upon which nominations shall close a notice in writing specifying the name and address of such scrutineer.
- (j) Immediately after the closing date and hour for the receipt of returned ballot papers the Returning Officer shall, in the presence of such scrutineers as are present:
 - (i) open the ballot box and produce unopened all ballot paper envelopes;
 - (ii) open the ballot paper envelopes and extract from them the ballot papers in such manner as to preserve the secrecy of the ballot;
 - (iii) place the ballot paper envelopes and ballot papers in separate bundles;
 - (iv) proceed with the counting of the votes.
- (k) At the conclusion of the count declare to the Annual General Meeting the candidate or candidates as the case may be receiving the majority of the votes elected.
- (l) In the case of a tie between candidates draw lots.

28 - ROLL OF VOTERS

The roll of voters for any ballot shall close seven days before the day on which nominations for the election open.

29 - ELECTION OF NATIONAL BOARD MEMBERS

- (a) Commencing in 2011, elections for National Board Members and Alternate National Board Members will take place every second year.
- (b) The Branch Returning Officer and Branch Assistant Returning Officers appointed in accordance with Rule 47 shall conduct the election of National Board Members by the Branch in accordance with the following provisions.
- (c) Not less than fifty days in advance of the date fixed for the Annual General Meeting of the Branch in an election year the Branch Returning Officer shall by pre-paid post:
 - (i) invite nominations from Voting Members of the Branch for election of one National Board Member and one Alternate National Board Member (who may attend and vote at National Board meetings, only in the absence of the National Board Member for whom they are the alternate)
 - (ii) notify each Voting Member of the Branch of the closing date and hour for receipt of nominations.
- (d) The closing date for nominations shall be not less than thirty days before the date of the Annual General Meeting of the Branch in an election year. Nominations shall be in writing and shall be signed by:

- A. a nominator and a seconder each being Voting Members; and
 - B. the candidate, consenting to their nomination.
- (e) Once nominations close the election shall proceed.
- (f) If only one nomination for an office of National Board Member or Alternate National Board Member is received prior to the closing date and hour, then the Returning Officer shall declare each person so nominated unopposed, as elected during the National Annual General Meeting in an election year.
- (g) If more than one nomination is received for an office then a secret postal ballot of Voting Members of the Branch, shall be conducted in the following manner:
- (i) The Returning Officer:
 - A. may, subject to these provisions, delegate all or any of their functions to either of the Assistant Returning Officers;
 - B. shall determine the opening and closing dates of nominations and ballots;
 - C. shall advise all voters of the closing date and hour for the receipt of returned ballot papers;
 - D. shall not less than 21 days prior to the date of the holding of the Annual General Meeting in an election year deliver to each Voting Member of the Branch by pre-paid post a ballot paper and a prepaid return envelope addressed to the Returning Officer.
 - (ii) The date fixed for the return of ballot papers shall be not less than three days but not more than ten days before the date of the holding of the Annual General Meeting in an election year.
 - (iii) The voting system will be a preferential voting system:
 - A. In a ballot to which these Rules apply a voter shall record their vote on a ballot paper as follows. They shall place the figures 1 2 3 4 (and so on) against the names of each and every candidate so as to indicate by such numerical sequence the order of their preference.
 - B. A candidate who has received a number of first preference votes greater than half the total number of formal voting papers (i.e. an absolute majority) shall thereupon be eligible to be declared elected.
 - C. If no candidate has received an absolute majority of first preference votes, the Returning Officer shall proceed as follows:
 - 1) Votes for the candidate who receives the fewest first preference votes, shall be counted to the candidate next in order of the voters preference. Provided; that where the least number of first preference votes is received by two or more candidates, Rule 27(1) shall apply to determine which of these candidates shall be first eliminated from the original ballot for that position.
 - 2) Then if no candidate has an absolute majority of votes, the process shall be repeated until one candidate has received an absolute majority of votes and is then eligible to be declared elected.
 - (iv) Any Voting Member who expects to be absent from their usual place of employment or residence at the time of any ballot shall be entitled to have their ballot paper forwarded to their temporary address upon making written application to the Returning Officer.

- (v) Voters may either:
 - A. return the ballot papers in the reply paid envelope provided; or
 - B. place the ballot papers in the ballot box, provided for that purpose at the venue of the Annual General Meeting in an election year.
- (vi) Any vote in respect of the election of a person to an office shall be informal and have no effect if:
 - A. A ballot paper gives the identity of the voter.
 - B. The ballot paper is not contained in an envelope.
 - C. A consecutive number has not been placed in each square commencing with the number '1'.
 - D. It has been received after the notified closing date and hour.
 - E. The ballot paper does not comply with the instructions printed on it.
- (vii) If the Returning Officer is satisfied that a ballot paper has been destroyed, lost, damaged, or misused they shall supply to the person to whom the original ballot paper was supplied a substitute ballot paper.
- (viii) The Returning Officer shall collect the returned ballot papers and after rejecting those ballot papers which are informal shall count the votes. The Branch shall retain all ballot papers, envelopes, and other documents used in connection with the election and keep them in safe custody at the registered office of the Federation for a period of one year after the date of the election.
- (ix) The result of the ballot shall be declared during the Annual General Meeting in an election year by the Returning Officer.
- (x) Each person elected to a position within the Federation shall take up that office immediately their appointment has been declared by the Returning Officer during the Annual General Meeting of an election year.
- (h) If insufficient nominations to fill the offices of National Board Member and Alternate National Board Member are received, the Returning Officer shall at the Branch Annual General Meeting in an election year call for oral nominations in respect of the unfilled office. If only one nomination is received for an office then that nominee shall be declared to be elected. If more than one nomination is received for an office then an election of the Members in attendance shall be held at the Annual General Meeting of the Branch in an election year. Save where they are inconsistent with the provisions of this rule, the terms of Rule 27(b) shall mutatis mutandis apply to such an election.
- (i) Should a nominee for an office who is subsequently elected be unable to take up that office, the vacancy shall be filled in accordance with Rule 31.

30 - ELECTION OF OFFICE BEARERS

- (a) Commencing in 2011, elections for National President, National Vice President and Honorary Treasurer will take place every second year.

- (b) Following the election of all National Board Members by each branch of the Federation, the National Board Members so elected shall decide which of their number shall fill the offices of National President, National Vice President, and Honorary Treasurer.
- (c) Within seven (7) days of the declaration of the election of all National Board Members the Returning Officer shall:
 - (i) invite nominations for the respective offices set out in sub-rule (a);
and
 - (ii) notify all National Board Members as to the closing date and hour of nominations.
- (d) The closing date for nominations shall be not less than fourteen (14) days after the date for the notice calling for such nominations. Nominations shall be in writing and shall be signed by:
 - A. a nominator being a National Board Member; and
 - B. the candidate consenting to their nomination.
- (e) Upon receipt of nominations the Returning Officer shall determine whether and if so which of such nominations are in order. If they find any nomination to be defective they shall, before rejecting the same, notify the candidate of the defect, and where it is practicable to do so, shall give the candidate the opportunity of remedying the defect within a period of not less than seven (7) days of receipt of their notice.
- (f) If only the required number of nominations to fill any office or offices is received the Returning Officer shall by notice addressed to the Chief Executive Officer (National) forthwith declare the person or persons so nominated elected unopposed.
- (g) If more than the number of nominations required to fill any office is received an election shall be taken by a secret postal ballot of all National Board Members as follows.
- (h) The Returning Officer:
 - (i) may, subject to these provisions, delegate all or any of their functions to either of the Assistant Returning Officers;
 - (ii) shall determine the closing date and hour of the ballot;
 - (iii) shall advise all National Board Members of the closing date and hour for the receipt of returned ballot papers;
 - (iv) shall not less than 7 days prior to the closing date of the ballot deliver to each National Board Member by prepaid post a ballot paper and a prepaid return envelope addressed to the Returning Officer.
- (i) Save where they are inconsistent with the provisions of this rule, the terms of Rules 28 and 29 shall mutatis mutandis apply to such election.
- (j) For the election of the following positions the offices shall rank in the following order:-
 - National President
 - National Vice President
 - Honorary Treasurer

31 - CASUAL VACANCIES - NATIONAL OFFICE BEARERS and/or NATIONAL BOARD MEMBERS

- (a) Where a vacancy occurs within the first $\frac{1}{4}$ of the term of the office an election shall be held as soon as practicable in accordance with these Rules with the necessary changes being made. The Returning Officer shall declare the successful candidate duly elected immediately following the completion of the election and the person elected shall hold office for the remainder of the term. For the purposes of this rule the unexpired portion of the term of office is measured from the date the vacancy arises.
 - (i) **National President** - an election under Rule 30 with the necessary changes being made is to be held to fill the position of National President;
 - (ii) **National Vice President** or **Honorary Treasurer** - an election under Rule 30 with the necessary changes being made is to be held to fill the position of National Vice President or Honorary Treasurer;
 - (iii) **National Board Member** - shall be filled by the Alternate National Board Member. If the Alternate National Board Member is not available to fill the vacancy then the Branch that elected the person whose position has now become vacant shall nominate another person to act as a National Board Member.
- (b) Any casual vacancies in the membership of the National Board for a period less than $\frac{3}{4}$ of the term of office shall be filled as follows:
 - (i) **National President** - shall be filled by the National Vice President, and the Branch that the National Vice President was elected by shall nominate another person to act as a National Board Member;
 - (ii) **National Vice President** or **Honorary Treasurer** shall be filled by a National Board Member chosen by the National Board;
 - (iii) **National Board Member** shall be filled by the Alternate National Board Member. If the Alternate National Board Member is not available to fill the vacancy then the Branch that elected the person whose position has now become vacant shall nominate another person to act as a National Board Member.
- (c) In every case, the person filling the vacancy shall hold office until the Annual General Meeting of the Members of the Federation in the next election year when they shall be eligible for re-election.

32 - REMOVAL OF OFFICERS

- (a) A person shall not be eligible to hold an office in the Federation if they:
 - (i) become bankrupt or make any arrangement or composition with their creditors generally;
 - (ii) become of unsound mind or a person whose person or estate is liable to be dealt with in any way under any law relating to mental health;
 - (iii) shall cease to hold qualifications necessary for that office.
- (b) A person shall not be dismissed from an office in the Federation unless:
 - (i) they have been found guilty of:
 - A. misappropriation of the funds of the Federation;

- B. a substantial breach of the Rules of the Federation;
 - C. gross misbehaviour;
 - D. gross neglect of duties, or
- (ii) they have ceased to be eligible to hold such office.
- (c) A person shall not be found guilty of any of the matters referred to in Rule (b) (i) unless a resolution to that effect is passed at a Special General Meeting of the Federation or one of its Branches by a majority of not less than three-fourths of the Voting Members present as the case may require and of which the Voting Members have been given 21 days' notice of the date and place of the meeting and of the resolution to be passed and at which they shall be given the opportunity of being heard.

33 - RESIGNATION OF OFFICERS

- (a) A Member of the National Board may resign from office by giving one month's notice in writing to the Chief Executive Officer (National) of their intention so to do and such resignation shall take effect upon the expiration of such notice or its earlier acceptance.
- (b) A Member of a Branch Board may resign from office by giving one month's notice in writing to the Branch Board of their intention so to do and such resignation shall take effect upon the expiration of such notice or its earlier acceptance.

34 - MEETINGS OF NATIONAL BOARD

- (a) The National Board shall meet at least three times in every year and may adjourn and otherwise regulate its meetings as it thinks fit. Meetings of the National Board may be held at the call of the National President, or, in their absence, the National Vice President or shall be convened on a requisition lodged with the Chief Executive Officer (National) and signed by not less than three Members of the National Board.
- (b) At every meeting of the National Board the National President if they shall be present, or, in their absence, the National Vice President and, in their absence, a Member of the National Board chosen by those present, shall be Chairperson. Each National Board Member shall have one vote on questions arising at meeting of the National Board which shall be resolved by a majority of votes but the Chairperson shall have only a casting vote.
- (c) At the meetings of the National Board five National Board Members shall constitute a quorum.
- (d) Wherever possible, at least ten days' notice in writing shall be given of all meetings of the National Board and the nature of the business to be submitted thereat shall be stated in the notice; provided, however, that the National Board may consider additional matters if a majority of the National Board Members present so agree. Omission to give the required notice to any National Board Member shall not invalidate the proceedings at the meeting.

35 - MINUTES OF NATIONAL BOARD MEETINGS

The National Board shall cause proper minutes to be made of the proceedings at all meetings of the Federation and of the National Board and all business transacted at such meeting and any such minutes of any meeting if purporting to be signed by the Chairperson of such meeting or by the Chairperson of a succeeding meeting shall be conclusive evidence without further proof of the facts therein stated. The books containing the minutes of the general meetings of the Federation shall be kept at the registered office of the Federation and shall be open to the inspection of any Member without charge. Any Member shall be entitled

to be furnished within seven days after they have made a request in that behalf with a copy of any such minutes.

36 - CHIEF EXECUTIVE OFFICER (NATIONAL)

- (a) There shall be a principal salaried officer of the Federation who shall be known as the Chief Executive Officer (National) who shall hold office on terms and conditions set by the National Board.
- (b) The Chief Executive Officer (National) shall be responsible to the National Board but shall act under the direction of the President.
- (c) The Chief Executive Officer (National) shall be the Federation's Chief Administrative Officer and the Executive Officer. They shall be the Public Officer of the Federation for all such purposes as may be required, and is the officer of the Federation nominated by it to sue or be sued or to issue or accept legal process on behalf of the Federation. They shall:
 - (i) convene all meetings of the Federation, the National Board, and Committees;
 - (ii) keep or cause to be kept a faithful record of the business transacted at all meetings of the Federation, the National Board and Committees;
 - (iii) keep and maintain the Register of the Members of the Federation;
 - (iv) collect all subscriptions, fees, levies, dues and other liabilities payable to the Federation by Members or otherwise;
 - (v) keep and maintain books of account as may be required by law;
 - (vi) conduct correspondence on behalf of the Federation and except as directed by the President the same shall be conducted in their name;
 - (vii) prepare and furnish all notices and returns required to be given by or on behalf of the Federation under any law;
 - (viii) subject to the direction of the National Board engage the staff of the Federation and have full charge and management of the Federation's staff;
 - (ix) be authorised to (in a manner as may be directed by the National Board) bring or defend, or cause to be brought or defended, any action, prosecution or complaint in any Court or Tribunal, as may be established under any Industrial or Arbitration or any General, Civil or Criminal Law of the Commonwealth; and
 - (x) carry out other such duties as may be required by these Rules or directed by the National Board from time to time.
- (d) In the event of the office of the Chief Executive Officer (National) becoming vacant for any cause, the National Board shall have power to appoint a person to fill the vacancy.

37 - FINANCE

- (a) The National Board shall cause proper accounting and other records to be kept, in particular but without limiting the generality of the foregoing, of the receipt payments funds and effects of the Federation and each Branch thereof, and shall distribute copies of the Federation's annual income and expenditure accounts and balance sheet accompanied by a copy of the Auditor's report thereon provided however that the National Board shall cause to be made out and laid before each Annual

General Meeting a balance sheet and income and expenditure accounts made up to date not more than six months before the date of the meeting.

- (b) All accounts shall be operated upon in such manner and by such persons as the National Board shall from time to time determine, provided that payments made from Federation fund shall be approved by the National Board.
- (c) The duties of the Honorary Treasurer and any Honorary Branch Treasurer shall be such as may be prescribed by the National Board from time to time.

38 - APPOINTMENT OF AUDITORS AND AUDIT

- (a) The Federation shall at its Annual General Meeting each year appoint an auditor or auditors who shall be registered public accountants.
- (b) The auditor or auditors so appointed shall hold office from the time of their appointment until the date of the Annual General Meeting in the next ensuing year, at which time they shall retire with the passing of time. The retiring auditor or auditors shall be eligible for re-appointment.
- (c) In the event of a vacancy occurring for any reason in the position of auditor or auditors, then such vacancy shall be filled at the next regular meeting of the National Board after the date of the vacancy occurring.
- (d) The fees of the auditor or auditors shall be approved by the National Board.
- (e) The auditor or auditors shall conduct an annual audit after 30th June in each year, and shall report the result of their audit to the Treasurer and Chief Executive Officer (National). The result of the annual audit together with a copy of the Balance Sheet, and all revenue statements shall be presented at the Annual Meeting and also circulated to all Members of the Federation.
- (f) The auditor or auditors shall also certify all financial returns required by law and requiring certification by such law.
- (g) The auditor or auditors shall for audit purposes only, at all reasonable times have access to the books, minutes, and accounts of the Federation and the Chief Executive Officer (National) shall make same available and the said auditor or auditors shall be entitled to examine the office-bearers, Members of the National Board, Chief Executive Officer (National) and the employees of the Federation with regard thereto, and to require such information or explanation as may appear necessary or proper, and may report from time to time to the National Board with regard to such books and accounts.

39 - EXAMINING BOOKS, RECORDS AND ACCOUNTS BY MEMBERS

All persons having an interest in the funds of the Federation who require examination, investigation or inspection of all or any book, lists of Members of the Federation, documents, or records on application to and with the authority of the National Board shall be permitted to have free access to the same for such purpose on any ordinary working day between the hours of 10.00 am and 4.00 pm in the day time, or at such times as may be arranged with the applicant and such inspection shall be at the Registered Office of the Federation or any of its Branches, and in the presence of the Chief Executive Officer (National) or such Member of the staff of the Federation as they may delegate to be present.

40 - APPLICATION AND CONTROL OF FUNDS, PROPERTY

- (a) The funds of the Federation shall be applied to the maintenance of the Federation and the furtherance of its aims and objects. However, the National Board by a three-fourths majority may apply a portion of the funds to charity or to the recognition of special services rendered to the Federation.
- (b) The National Board may also invite Members to voluntarily subscribe to a fund for charitable or special purposes and in such cases shall apply such funds in full to the purpose for which they were subscribed. In the event of any such fund officially closing prior to all such subscribed moneys being received by the Federation, or in the case of a special purpose ceasing to exist suddenly, then the National Board shall determine whether such late receipts or any surplus shall be deposited in a special account to be used for a similar purpose to the one for which such funds were collected or be distributed as the National Board deems advisable.
- (c) The current funds of the Federation shall be deposited in such a bank as the National Board shall from time to time direct in the name of the Federation. All moneys received shall be deposited in such bank. Provided that an amount as may be determined from time to time by the National Board shall be retained in cash in the Federation's registered office for the purpose of petty cash.
- (d) All payments shall be certified by the Treasurer and approved or confirmed by the National Board. All cheques shall be signed by the Treasurer, or in their absence the National President or a National Vice President, and countersigned by the Chief Executive Officer (National) or such additional countersigning officer, being an employee of the Federation as the National Board may authorise by resolution.
- (e) Any portion of the Federation's current funds may by resolution of the National Board be invested for the benefit of the Federation and on behalf of the Federation.
- (f) No Member shall have by reason of their membership any transmissible or assignable interest in the property of the Federation. On a Member ceasing to be a Member all their interest shall survive, accrue, and belong to the other Members of the Federation for the time being.
- (g) All property which may be acquired or be purchased with the moneys of the Federation or be donated to the Federation shall be vested in the Federation and the National Board shall have power to control and invest the same in the name of the Federation.

41 - LOANS, GRANTS AND DONATIONS

A loan, grant or donation shall not be made by the Federation or a Branch thereof, as the case may be, unless the National Board or a Branch Board, as the case may be:

- (a) has satisfied itself:
 - (i) that the making of the loan, grant or donation would be in accordance with the other rules of the Federation or of a Branch, as the case may be; and
 - (ii) in case of a loan - that, in the circumstances, the security proposed to be given for the repayment of the loan is adequate and the proposed arrangements for the repayment of the loan are satisfactory; and
- (b) has approved the making of the loan, grant or donation;
- (c) paragraphs (a) and (c) of this sub-Rule do not apply to payments made by the Federation by way of provision for, or reimbursement of, out of pocket expenses incurred by persons for the benefit of the Federation.

42 - BRANCHES

- (a) The Membership of the Federation shall be divided into Branches.
- (b) There shall be provision for the development of a Branch in each State or Territory of Australia.

The Branches shall be known as the New South Wales, Victoria, Queensland, South Australia, Western Australia, Northern Territory, Australian Capital Territory and Tasmanian Branches respectively.
- (c) A Member shall be included in a Branch and entitled to participate in the affairs of the Branch and to vote at meetings and in the election of Branch Office-bearers if:
 - (i) they are a Voting Member; and
 - (ii) their name is recorded in the Register in respect of that Branch.
- (d) The Chief Executive Officer (National) shall enter the name of a Member in the Register in respect of a Branch upon:
 - (i) receipt of notice from the Member that they have a place of business within the area of the particular Branch; and
 - (ii) being satisfied that such Member has a place of business within the area of such Branch.

43 - BRANCH BOARD

In each Branch there shall be a Branch Board which shall consist of the following Office Bearers, a President, a Vice President, a Treasurer and such number of Board Members as the Branch Board may from time to time determine not being less than three (3) nor more than eleven (11), all of whom shall be elected. The quorum of the Branch Board shall be the number that is one greater than half the Board's Members.

44 - POWERS AND DUTIES OF BRANCH BOARDS

- (a) Subject to these rules and to any resolutions of the Members of the in general meeting the management and control of the Branch in matters affecting Members of the Branch in any State industrial conciliation system shall be vested in the Branch Board and the Branch shall have full autonomy in respect of such matters.
- (b) In matters other than those referred to in sub-rule (a) hereof a Branch Board shall act in accordance with the resolutions, directions and general control of the National Board of the Federation.
- (c) Subject to sub-rules (a) and (b) hereof and to the resolution of the Members of the Branch in general meeting a Branch Board shall have the management and control of the business of the Branch and without limiting the general powers and duties conferred on it by these rules or delegated to it by the National Board, a Branch Board shall have the following powers:
 - (i) To adopt such measures as it from time to time deems expedient for the purpose of giving effect to the objects of the Federation in the Branch.
 - (ii) To manage and control the Branch Fund consisting of the real and personal property of which the Branch has the right of custody control or management and all other moneys and property forming part of the Branch Fund in accordance with the provisions of the Act.
 - (iii) To engage or employ such persons as in its opinion are necessary to carry out the business and affairs of the Branch.

- (iv) To initiate and control all steps taken to submit to conciliation or arbitration under the Act industrial disputes or other matters affecting Members of the Branch only.
- (v) To initiate and control all steps taken to resolve disputes as to industrial matters in accordance with the industrial system of any State.
- (vi) To do or cause to be done any thing authorised or required by the Act, an award or by law or by these rules to be done by the Branch.

45 - DISSOLUTION OF BRANCHES

The National Board may for any reason which it deems sufficient resolve that any Branch be dissolved and at the expiration of one month after the Chief Executive Officer (National) shall have given the Branch notice in writing of the resolution of the National Board such Branch shall be deemed to have been dissolved unless within such period it shall by notice in writing addressed to the Chief Executive Officer (National) at the office of the Federation have requested that the matter be referred to a general meeting of Members. In such event the Chief Executive Officer (National) shall thereupon call a general meeting of Members of the Federation and the decision of such meeting shall be final.

46 - APPEALS BY BRANCHES

The National Board shall determine the procedure to be followed in the case of:

- (a) any appeal to the National Board against the decision of a Branch or Branch Board; and
- (b) any appeal to a general meeting of Members of the Federation by a Branch or a Member against any decision of the National Board but any such procedure shall make provision for the appellant to have the opportunity of being heard in person by the National Board or the general meeting as the case may be.

47 - BRANCH RETURNING OFFICERS

- (a) The following shall apply:
 - (i) In accordance with Schedule 1 of the Act, elections for office holder of the Federation and Branches must be conducted by a Returning Officer appointed by the Australian Electoral Commission through arrangements with the Registrar.
 - (ii) For votes other than elections, an Honorary Branch Returning Officer and two Honorary Assistant Branch Returning Officers, who need not necessarily be Members of the Federation, shall be appointed at each Annual General Meeting of the Branch for the conduct of any votes at a Branch General Meeting throughout the ensuing year. The Honorary Branch Returning Officer and the Honorary Assistant Branch Returning Officers shall not during the term of their office be the holders of any office in the Federation or employees of the Federation or of a Branch or be candidates at any election within the Federation other than an election for the appointment of Honorary Returning Officers for the following term and shall hold office until their successors are elected.
- (b) The provisions of Rule 27 (b) to (l) (both inclusive) and the powers, rights, authorities and discretions vested in the Returning Officer and the Assistant Returning Officers and the Members shall apply to a Branch Returning Officer and Assistant Branch Returning Officers and the Members included within a Branch as if such provisions and powers, rights, authorities, and discretions had been repeated herein at length and applied to elections held within the Branch and construed so that:
 - (i) references to "Returning Officer" and "Assistant Returning Officers" shall mean the Branch Returning Officer and Assistant Branch Returning Officers.

- (ii) references to "any election held within the Federation" shall mean any election held within the relevant Branch.
- (iii) references to "Members" shall mean the Members included in the relevant Branch.

48 - BRANCH ANNUAL GENERAL MEETING

- (a) The Annual General Meeting of the Members of each Branch of the Federation shall be held during the month of July, August, September or October within 15 months of the previous Branch Annual General Meeting at such times and places as may be determined by the Branch Board.
- (b) At least twenty one days' notice of the Branch Annual General Meeting and of the business to be transacted thereat shall be given by the Branch Chief Executive Officer to all Branch Members.
- (c) At the Branch Annual General Meeting a report on the affairs of the Branch during the preceding year shall be submitted by the Branch Board together with a duly audited balance sheet covering the twelve months immediately preceding the previous 30th June. The auditor for the ensuing year shall be appointed in accordance with Rule 38 and the names of the candidates elected to the Branch Board shall be declared in accordance with Rule 50(f)(xii). An Honorary Returning Officer and two Honorary Assistant Returning Officers shall be appointed at the Branch Annual General Meeting for the conduct of any votes at a Branch General Meeting throughout the ensuing year.

49 - BRANCH GENERAL MEETINGS

The provision of Rules 19 to 24 (inclusive) and the powers, rights, authorities and discretions vested in a general meeting of Members of the Federation shall apply to general meetings of Members of a Branch as if such provisions and powers, rights, authorities and discretions had been repeated herein and applied to the Branch general meetings and construed so that:

- (a) References to "the Board" and to the "National Board" shall mean the relevant Branch Board.
- (b) References to the "National President" and "National Vice President" shall mean the Branch President or Branch Vice President as the case may require.
- (c) References to the registered office of the Federation shall mean the registered office of the relevant branch.
- (d) References to the "Returning Officers" and "Assistant Returning Officers" shall mean the Branch Returning Officers and Assistant Branch Returning Officers respectively.
- (e) References to "Members" shall mean the Members included in the relevant Branch.

50 - BRANCH ELECTIONS

- (a) Commencing in 2011, elections for the Branch Board will take place every second year.
- (b) The following shall apply:
 - (i) Not less than fifty days in advance of the date fixed for the Annual General Meeting of the Branch in an election year the Returning Officer shall by post invite nominations from Members included in the Branch for election to the offices of Branch President, Branch Vice President, Branch Honorary Treasurer, Branch Board Member, at the same time advising each such Member of the closing date and hour for receipt of nominations which shall be not less than thirty days before the date of the Branch Annual General Meeting in the election year. Defective

nominations shall be dealt with as per Rule 30(e). The election shall be a secret ballot and shall make provision for absent voting, in accordance with Rule 29(g).

- (ii) Nominations shall be in writing and shall be signed by a nominator and a seconder each being Voting Members and by the candidate consenting to their nomination.
 - (iii) The same person may be nominated for the office of Branch President, Branch Vice President, Branch Honorary Treasurer and Branch Board Member but they may not hold more than one office on the Branch Board at the same time.
- (c) The following shall apply:
- (i) If only one person is nominated for the office of Branch President and that person is also nominated for any other office including that of Branch Board Member, all the latter nominations shall lapse.
 - (ii) Subject to subrule 50(c)(i) if only one person is nominated for the office of Branch Vice President and that person is also nominated for any other office including that of Branch Board Member, all latter nominations shall lapse.
 - (iii) Subject to subrule 50(c)(i) and (ii), if only one person is nominated for the office of Branch Honorary Treasurer and that person is also nominated for the office of Branch Board Member the latter nomination shall lapse.
- (d) Subject to subrule 50 (c), if the nominations for the offices of Branch Board Member received prior to the closing date and hour equal the number required, the Branch Returning Officer shall declare elected during the Branch Annual General Meeting in the election year each person nominated for such office.
- (e) Subject to subrule 50 (c), if the nominations for any office referred to in Rule 43 received prior to the closing date and hour equal the number required the Branch Returning Officer shall declare elected during the Branch Annual General Meeting in the election year each person nominated for such office.
- (f) Subject to subrule 50 (c), if the nominations for any office referred to in Rule 43 received prior to the closing date and hour exceed the number required for such office a secret ballot of Members shall be held to determine the election to such office and shall be conducted in the following manner:
- (i) The Branch Returning Officer shall nominate a post office box to which Voting Members may post ballot papers.
 - (ii) The Branch Returning Officer shall not less than 21 days prior to the date of the holding of the Annual General Meeting of the Branch in the election year deliver to every Voting Member entitled to vote in the election of Branch Office bearers by prepaid post a ballot paper. With each ballot paper or set of ballot papers there shall be provided a prepaid envelope addressed to the Branch Returning Officer, at the post office box. Facilities shall be provided for the return of the completed ballot paper by the voter without expense to the voter.
 - (iii) The voting system will be a preferential voting system. The preferential system of voting shall be as follows:
 - A. In a ballot to which these Rules apply a voter shall record their vote on a ballot paper as follows. They shall place the figures 1 2 3 4 (and so on) against the names of each and every candidate so as to indicate by such numerical sequence the order of their preference. A consecutive number must be placed in each square commencing with the number '1' otherwise the ballot paper will be rejected as informal.

- B. A candidate who has received a number of first preference votes greater than half the total number of formal voting papers (i.e. an absolute majority) shall thereupon be eligible to be declared elected.
- C. If no candidate has received an absolute majority of first preference votes, the Returning Officer shall proceed as follows:
 - 1) Votes for the candidate who receives the fewest first preference votes, shall be counted to the candidate next in order of the voters preference. Provided; that where the least number of first preference votes is received by two or more candidates, Rule 27(1) shall apply to determine which of these candidates shall be first eliminated from the original ballot for that position.
 - 2) Then if no candidate has an absolute majority of votes, the process shall be repeated until one candidate has received an absolute majority of votes and is then eligible to be declared elected.
- (iv) The Branch Returning Officer shall advise all voters of the closing date and hour for the receipt of returned ballot papers which they shall fix and which shall be not less than five days but not more than ten days before the date of the holding of the Branch Annual General Meeting in the election year.
- (v) Any Voting Member who expects to be absent from their usual place of employment or residence at the time of any ballot shall be entitled to have their ballot paper forwarded to their temporary address upon making written application to the Returning Officer in each Branch.
- (vi) Voters may either return the ballot papers by post to the Returning Officer at the address shown on the envelope referred to in sub-paragraph (i) or they may place the ballot papers in the ballot box kept by the Returning Officer, provided that, in either case, the ballot paper is received no later than the notified hour on the closing date by the Returning Officer.
- (vii) Any vote in respect of the election of a person to an office shall be informal and of no effect if:
 - A. A ballot paper that gives the identity of the voter;
 - B. The ballot paper is not contained in an envelope;
 - C. A consecutive number has not been placed in each square commencing with the number "1";
 - D. It has been received after the notified closing date and hour; or
 - E. The ballot paper does not comply with the instructions printed on it.
- (viii) If the Branch Returning Officer is satisfied that a ballot paper has been destroyed, lost, damaged or misused they shall supply to the person to whom the original ballot paper was supplied a substitute ballot paper.
- (ix) The Branch Returning Officer shall collect the returned ballot papers and after rejecting those ballot papers which are informal shall count the votes. The Branch shall retain all ballot papers envelopes and other documents used in connection with the election and keep them in safe custody at the registered office of the Branch for a period of one year after the date of the election.
- (x) On each such ballot the candidate or (in the case of the Branch Board Members the requisite number of candidates), as the case may be, with the highest number of votes, shall be deemed to be the successful candidate or candidates as the case may be.

- (xi) As between candidates receiving an equal number of votes the Branch Returning Officer shall determine by lot which candidate or candidates shall be elected.
- (xii) The result of the ballot shall be declared during the Branch Annual General Meeting in the election year by the Branch Returning Officer.
- (g) If the persons declared elected at the Branch Annual General Meeting in an election year are:
 - (i) less than a quorum of the number required to fill the offices referred to in Rule 43, the Returning Officer shall at the Branch Annual General Meeting in the election year call for oral nominations. Where sufficient nominations are received to meet the requirements of Rule 43, those nominees shall be declared elected. If further nominations are received and a ballot required, an election of the Members in attendance shall be held at the Annual General Meeting of the Branch in the election year. Save where they are inconsistent with the provisions of this rule, the terms of Rule 27(b) shall mutatis mutandis apply to such an election.
 - (ii) more than a quorum but less than the number required to fill the offices referred to in Rule 43, the vacancies may be filled according to Rule 50(i).
- (h) A Member of the Branch Board shall hold office until the conclusion of the next Annual General Meeting of the Branch in the next election year following that at which they were declared elected.
- (i) (i) Where a vacancy occurs within the first $\frac{1}{4}$ of the term of the office an election shall be held as soon as practicable in accordance with these Rules with the necessary changes being made. The Returning Officer shall declare the successful candidate duly elected immediately following the completion of the election and the person elected shall hold office for the remainder of the term. For the purposes of this Rule the unexpired portion of the term of office is measured from the date the vacancy arises.
- (ii) Any casual vacancies in the membership of the Branch Board for a period less than $\frac{3}{4}$ of the term of the office shall be filled by the Branch Board by appointing any qualified person to fill any casual vacancy. Such person so appointed shall hold office until the conclusion of the Annual General Meeting of the Branch in the next election year and shall then be eligible for election.
- (j) Each person elected to a position within the Branch of the Federation shall take up that office immediately their appointment has been declared by the Returning Officer during the Branch Annual General Meeting in an election year.
- (k) Should a nominee for an office who is subsequently elected be unable to take up that office, the vacancy shall be filled in accordance with Rule 50(i).

51 - BRANCH CHIEF EXECUTIVE OFFICER

- (a) There shall be a Secretary of each Branch who shall be known as the Branch Chief Executive Officer who shall be the principal salaried officer of the Branch and shall hold office on such terms and conditions as agreed by the Branch Board.
- (b) A Branch Chief Executive Officer shall be responsible to the Branch Board for the affairs of the Branch. They shall convene all meetings of the Branch and the Branch Board and keep or cause to be kept a faithful record of all business transacted at all meetings of the Branch and its Branch Board. They shall maintain a register of the Branch Members, collect all subscriptions, fees and levies payable by Members of the Branch and otherwise keep and maintain the books of account of the Branch as required by these Rules. They shall conduct all correspondence on behalf of the Branch and accept as directed by the Branch President the same shall be conducted in their name. They shall

prepare and furnish all notices and returns required to be given by or on behalf of the Branch of the Federation under any law.

- (c) They shall subject to the direction of the Branch Board engage the staff of the Branch and they shall have full charge and management over the Branch's staff, and shall carry out such other duties as may be required by these rules or directed by the Branch Board.

52 - SEAL

- (a) A Seal of the Federation shall be made with the Federation's name inscribed thereon.
- (b) It shall be in the custody of the Chief Executive Officer (National) and shall not be used or affixed to any document except as authorised by the National Board, and every document to which such seal is affixed shall be countersigned by the President and Chief Executive Officer (National), or the person or persons acting in their stead in accord with these Rules, or two National Board Members as authorised by the National Board.
- (c) The use of the Seal will be recorded in a Seal Register with the initials of the document signatories appearing against the record of use.
- (d) Any other instrument or document not required by law to be under Seal shall be executed by such person or persons as the National Board may from time to time appoint, or in the case of an emergency or an urgent need by such person or persons as the Chief Executive Officer (National) may appoint.

53 - FEDERATION EMBLEM

- (a) The Federation Emblem shall be in a form determined by the National Board.
- (b) It shall be used on Federation Stationery and all Federation Publications. It may be used for publicity purposes by the Federation. Its use or reproduction by Members shall not be permitted.

54 - MEMBERSHIP EMBLEM

- (a) The Federation Membership Emblem shall be in a form determined by the National Board.
- (b) Its production or use by Members of the Federation shall only be permitted by a signed agreement entered into by the Member and the Chief Executive Officer (National) on behalf of the Federation. The purposes for which the membership emblem may be reproduced or used shall be determined by by-law of the National Board. The form of the agreement before-mentioned shall be approved by the National Board as a by-law of the National Board.

55 - UNAUTHORISED USE OF FEDERATION SEAL OR EMBLEM

- (a) Where any Member makes a reproduction of or use of the design of the Membership Emblem of the Federation or of the Seal or of the Federation Emblem, then such Member shall be guilty of a breach of these Rules and shall be proceeded against under Rule 15.
- (b) Where any person not being a Member makes or causes to be made a reproduction of or use of the design of the Seal of the Federation, the Federation Emblem or the Membership Emblem without the express written authority of the National Board, the National Board shall seek legal advice on such steps as may be taken by law to prevent such unauthorised or improper reproduction or use.

56 - CONCILIATION AND ARBITRATION, AUTHORISED AGREEMENTS

- (a) The National Board (or if time does not permit the placing of the matter in dispute before the National Board, then in such case, the National President) may give the consent of the Federation to the submission of an industrial dispute to conciliation and arbitration before the appropriate Tribunal established by the Commonwealth Law. There-upon such dispute shall be so submitted and the Federation may be represented therein by the Chief Executive Officer (National) or by such other person as may be determined by the National Board.
- (b) No industrial agreement, or other instrument, shall be executed by or on behalf of the Federation unless there shall be present at the meeting of the National Board with respect thereto, at least three quarters of the Members of such National Board, and a resolution to that effect has been passed.
- (c) Subject to the provision of any Award of any Court of Industrial Arbitration or Commonwealth Industrial Tribunal the Members of the Federation shall observe any resolutions of the Federation that may be made relative to the terms and conditions of employment of any tradesperson or labourers engaged by them in the Industry and any award, industrial agreement, or other instrument by which the Federation is bound or to which it is a party.

57 - LEGAL REPRESENTATION

The Federation may be represented in any proceedings before any Court including without limitation, in defence of the trade interests of the Members by any person or persons whom the National Board, or the National President may from time to time appoint through the Chief Executive Officer (National).

58 - INDEMNIFICATION OF MEMBERS, OFFICE BEARERS AND EMPLOYEES

Every Office-Bearer, Board Member, Member or employee of the Federation shall be indemnified against (and it shall be the Federation's duty out of its funds to pay) all costs, losses, charges and expenses which any such Office-Bearer, Board Member, Member or employee of the Federation may incur or become liable for by reason of any contract entered into, or act or deed done by them in the discharge of any duty in accordance with these Rules.

59 - MEMBERS' ASSENT TO RULES

The Constitution and Rules of the Federation, duly registered in accordance with the laws of the Commonwealth shall be kept at the Federation Office. Every Member on notification of their admittance to membership shall be forwarded by post, a copy thereof and they shall be deemed to have assented thereto and agreed to be bound by them.

60 - ANNUAL REPORT

The President shall cause an annual report to be prepared for presentation to the Annual General Meeting.

61 - NOTICES

- (a) Except where provided elsewhere in these Rules a notice may be served by the Federation upon any Member either personally or by sending it through the post in a prepaid envelope or wrapper addressed to such Member at their registered place of address or by electronic mail to the Member's registered email address.

- (b) Each Member shall from time to time notify to the Chief Executive Officer (National) an address and if available an email address both of which shall be deemed their registered address for the purposes of these Rules.
- (c) Any notice sent by post shall be deemed to have been served on the day following that on which the letter, envelope or wrapper containing the same is posted and in providing such service it shall be sufficient to prove that the letter, envelope, or wrapper containing the notice was properly addressed and stamped and put into the post office. A notice sent by email is deemed to have been served one hour after the email has been sent and in providing such service it shall be sufficient to prove that the email was properly addressed. A certificate in writing signed by the Chief Executive Officer (National) of the Federation that the letter, envelope or wrapper containing the notice was so addressed, stamped and posted or the email was so addressed shall be conclusive evidence thereof. The dispatch of any letter, envelope, or wrapper by Certified Mail or email shall also be conclusive evidence of its service.
- (d) The signature to any notice to be given by the Federation may be written or printed.
- (e) Where a given number of days' notice or notice extending over any other period to be given the day of service shall unless it is otherwise provided be counted in such number of days or other period.

62 - ALTERATION TO RULES

The Rules may be amended, added to or repealed in the following manner:

- (a) It shall be competent for any Member or group of Members, acting as a Committee appointed by the National Board to give notice in writing of their or its request for an alteration to these Rules, setting out in full the desired alteration and the reasons for the request.
- (b) The National Board shall then direct that the matter be referred to a Special Meeting of Members. If three-quarters of the Members present at such Special Meeting of Members vote in favour of the proposed amendment, then the Rules shall be amended accordingly; provided that such amendment is in accordance with any law under which the Federation is registered.
- (c) In the event of the adopted amendment not complying with the said Law then such refusal to register the said amendment under Law shall be referred back to the National Board who shall have power to frame the proposed amendment in order that it shall comply with the said Laws for registration.
- (d) The amendment to the Rules, upon Registration, shall be advised to all Members in writing by the Chief Executive Officer (National).
- (e) If following the submission of these Rules for registration under the Act an objector or the Industrial Registrar of the Australian Industrial Relations Commission shall raise an objection to any of these Rules and such objection requires amendment to the Rules it shall be competent for the National Board to make the necessary alterations subject to any conditions which may be prescribed under the Act.

63 - DISSOLUTION OF THE FEDERATION

The Federation may at a general meeting resolve by a majority of three-fourths of the votes cast that the Federation may be dissolved and thereafter the following provisions shall apply:

- (a) The debts and the liabilities of the Federation shall be discharged out of the assets of the Federation.
- (b) The balance of the assets shall be given or transferred to some other association or institution having objects similar to the objects of the Federation to be determined by the Members of the Federation at or before the time of dissolution and if and so far as effect cannot be given to the aforesaid provisions then to some charitable object.

- (c) The Federation shall be dissolved forthwith after the foregoing provisions of this Rule have been carried out.

64 - POSTAL BALLOTS

Any questions arising for determination by the Members of the Federation or the National Board, Branch or Branch Board of any Committee of the Federation may if the National Board so desires be determined by a postal ballot held in conformity with these Rules. Save where they are inconsistent with the provisions of this rule, the terms of Rule 27 shall mutatis mutandis apply to such ballot.

65 - SETTLEMENT OF DISPUTES BETWEEN MEMBERS

The Federation may undertake through the National Board or any Branch Board or any other Committee appointed for the purpose, by arbitration or otherwise, the settlement of disputes between Members arising out of commercial or industrial transactions under such regulations as the National Board or Branch Boards may from time to time make.

66 - IMPLIED AND INCIDENTAL POWERS

Each body or officer constituted or provided for by these Rules may exercise all powers and shall perform all duties given to it or them by these Rules expressly or by implication.

67 - IRREGULARITIES

- (a) Subject to any order of the Industrial Court:
- (i) No act or omission done or omitted in good faith in or in connection with the summoning of any meeting under these Rules shall invalidate the proceedings at the meeting unless a later meeting of the body in question is satisfied that there was irregularity in or in connection with the summoning of the earlier meeting and resolves that the proceedings at the earlier meeting are to be treated as invalid.
 - (ii) Any Member of a Branch present at a Branch meeting may obtain a ruling from the Chairperson of the meeting as to whether any person present at the meeting is entitled to be present. Any person who the Chairperson rules is not entitled to be present at the meeting shall leave the meeting. No Branch meeting shall be invalid if the Members of the Branch who are un-financial Members attend and participate and vote in the proceedings so long as:
 - A. no ruling as to the entitlement of the Member in question to be present was sought; or
 - B. The Chairperson ruled in good faith that the Member in question was entitled to be present.
 - (iii) All acts done in good faith by all concerned by any meeting of the National Board, Branch Board or by an Officer of the Federation shall, notwithstanding that it is afterwards discovered that there was some defect in the appointment or election of any Member of the body in question or of any such Officer, be as valid as if every such Member of the body or Officer had been duly appointed or elected.
 - (iv) Any irregularity in any election or appointment of or any act or thing done by any body or officer within the National Administration shall be rendered regular if approved by a two thirds majority of Voting Members of the Federation voting in a ballot conducted in good faith by the Person who is for the time being purporting to act as Returning Officer.

- (v) Any irregularity in any election or appointment of or any act or thing done by any body within a Branch shall be rendered regular if approved by a two thirds majority of financial Members of the Branch voting at a meeting of the Branch summoned in good faith and in accordance with these Rules by the person who is for the time being purporting to act as the Branch Chief Executive Officer or the Branch President. The provisions of Clause (i) of this sub-rule shall not apply to this Clause.
- (b) A meeting summoned to consider a specified question or specified questions shall not be irregular if it considers and deals with other questions or business of which notice is not required under these Rules.
- (c) Notwithstanding the provisions of this Rule no penalty shall be imposed by the National Board of the Federation on any Branch or Member unless the meeting of the National Board was summoned in accordance with these Rules and unless the persons voting for the resolution imposing the penalty and participating in the debate upon the resolution were regularly elected or appointed Members of the National Board.

END OF RULES