



## DECISION

*Fair Work (Registered Organisations) Act 2009*  
s.159—Alteration of other rules of organisation

### **Victorian Farmers Federation Industrial Association** (R2016/308)

MR ENRIGHT

MELBOURNE, 19 APRIL 2017

*Alteration of other rules of organisation.*

[1] On 15 December 2016 the Victorian Farmers Federation Industrial Association lodged with the Fair Work Commission a notice and declaration setting out particulars of alterations to its rules.

[2] The particulars set out alterations to rule 28. The alterations provide for the calling of nominations by post or electronic means and for the preliminary scrutiny of returned declaration envelopes by the returning officer. They were made in response to matters identified by the Australian Electoral Commission under subsection 197(4) of the *Fair Work (Registered Organisations) Act 2009* (the Act).

[3] On 19 April 2017 the organisation submitted a further set of alterations which supersede the alterations originally lodged in December 2016. The alterations were made following correspondence with staff of the Commission and include additional words to provide greater clarity to proposed rule 28.5.4.

[4] On the information contained in the notice, I am satisfied the alterations have been made under the rules of the organisation.

[5] In my opinion, the alterations comply with and are not contrary to the Act, the *Fair Work Act 2009*, modern awards and enterprise agreements, and are not otherwise contrary to law. I certify accordingly under subsection 159(1) of the Act.



DELEGATE OF THE GENERAL MANAGER

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**From:** Saba Gharbinia <[sgharbinia@vff.org.au](mailto:sgharbinia@vff.org.au)>  
**Sent:** Wednesday, 19 April 2017 9:02 AM  
**To:** LEE, Rebecca  
**Cc:** Patricia Murdock; Meg Parkinson  
**Subject:** FW: Rule Changes VFFIA  
**Attachments:** Cover Letter.docx; Notice of Particulars.docx; VFFIA Current Rules - Track Changes.docx; VFFIA Current Rules.docx; VFFIA Response to AEC.docx; Declaration.docx; Attachment B - Post election report E2016-83.pdf

Hi Rebecca,

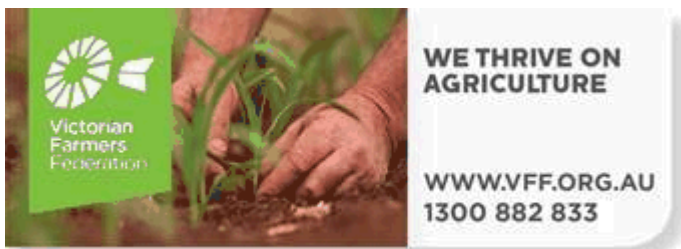
The VFFIA Committee has passed the proposed rule amendments. Please see attached.

Regards,

**Saba Gharbinia**

HR & Workplace Relations Admin Officer  
Victorian Farmers Federation

**p:** 03 9207 5562 | **f:** 03 9207 5500 | **a:** 24 Collins Street Melbourne



[See Victorian Farmer magazine here:](#)

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**From:** LEE, Rebecca [<mailto:Rebecca.LEE@fwc.gov.au>]  
**Sent:** Tuesday, 4 April 2017 3:47 PM  
**To:** Saba Gharbinia  
**Subject:** RE: Rule Changes VFFIA

Thanks Saba

---

**From:** Saba Gharbinia [<mailto:sgharbinia@vff.org.au>]  
**Sent:** Tuesday, 4 April 2017 3:44 PM  
**To:** LEE, Rebecca  
**Subject:** RE: Rule Changes VFFIA

Hi Rebecca,

That meeting had been postponed to this coming Thursday 6 April. They will pass the proposed rule amendments and I will get back to you shortly after that.

Apologies for the delay.

Regards,

**Saba Gharbinia**

HR & Workplace Relations Admin Officer  
Victorian Farmers Federation

**p:** 03 9207 5562 | **f:** 03 9207 5500 | **a:** 24 Collins Street Melbourne



[See Victorian Farmer magazine here:](#)

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**From:** LEE, Rebecca [<mailto:Rebecca.LEE@fwc.gov.au>]  
**Sent:** Tuesday, 4 April 2017 3:40 PM  
**To:** Saba Gharbinia  
**Subject:** RE: Rule Changes VFFIA

Hi Saba,

I'm just following up whether the organisation has passed the proposed rule amendments. I think when we last spoke you mentioned that the Executive Committee was meeting in March.

Kind regards,

**REBECCA LEE**  
Regulatory Compliance Branch

**FAIR WORK COMMISSION**  
Tel: 03 8656 4691  
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[rebecca.lee@fwc.gov.au](mailto:rebecca.lee@fwc.gov.au)

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GPO Box 1994, Melbourne Victoria 3001

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*Please note that my working days are Tuesdays, Wednesdays and Fridays.*

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**From:** Saba Gharbinia [<mailto:sgharbinia@vff.org.au>]  
**Sent:** Monday, 6 February 2017 10:26 AM

**To:** LEE, Rebecca  
**Cc:** Patricia Murdock; 'Meg Parkinson'  
**Subject:** RE: Rule Changes VFFIA

Hi Rebecca,

We've incorporated the suggested changes into the attached documents. Hope this resolves the issue. Please let me know if there is anything else.

Regards,

**Saba Gharbinia**  
HR & Workplace Relations Admin Officer

Phone: 1300 442 481  
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You can view the current and past issues of the Vic Farmer at: <http://www.vff.org.au/victorianfarmer>

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**From:** Meg Parkinson [<mailto:jamoneypl@gmail.com>]  
**Sent:** Saturday, 4 February 2017 5:37 PM  
**To:** Saba Gharbinia; Patricia Murdock  
**Subject:** RE: Rule Changes VFFIA

Hi Ladies

Happy with the changes suggested

Regards

Meg Parkinson  
0408514048

---

**From:** LEE, Rebecca [<mailto:Rebecca.LEE@fwc.gov.au>]  
**Sent:** Friday, 3 February 2017 2:33 PM  
**To:** Saba Gharbinia <[sgharbinia@vff.org.au](mailto:sgharbinia@vff.org.au)>  
**Cc:** Patricia Murdock <[pmurdock@vff.org.au](mailto:pmurdock@vff.org.au)>; Meg Parkinson <[jamoneypl@gmail.com](mailto:jamoneypl@gmail.com)>  
**Subject:** RE: Rule Changes VFFIA

Dear Saba,

As discussed, I'm following up our discussion about VFFIA's proposed rule alterations.

It isn't clear how proposed rule 28.5.4 interacts with existing rule 28.10. The AEC's post-election report noted that rule 28.10 doesn't allow for preliminary scrutiny of declaration envelopes prior to the close of the ballot. In response, the organisation added a new rule 28.5.4 which allows for such preliminary scrutiny. However, rule 28.10 has not been altered and still provides that scrutiny will commence on the week-day following the close of the ballot.

For clarity, the organisation may wish to consider inserting some additional wording to proposed rule 28.5.4 so that it reads:

“Notwithstanding any other provision in these rules, the Returning Officer may commence the preliminary scrutiny of returned declaration envelopes prior to the close of the ballot”.

Any change to the proposed rule would need to be made under rule 40 – alteration to rules – procedures. If you would like any assistance with transacting further alterations, please let me know. Alternatively, please advise if you wish to keep the alterations in their current form.

Kind regards,

**REBECCA LEE**

Regulatory Compliance Branch

**FAIR WORK COMMISSION**

Tel: 03 8656 4691

Fax: 03 9655 0410

[rebecca.lee@fwc.gov.au](mailto:rebecca.lee@fwc.gov.au)

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[www.fwc.gov.au](http://www.fwc.gov.au)

*Please note that I work Tuesdays, Wednesdays and Fridays.*

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**From:** Saba Gharbinia [<mailto:sgharbinia@vff.org.au>]

**Sent:** Thursday, 15 December 2016 11:41 AM

**To:** Orgs

**Cc:** Patricia Murdock; Meg Parkinson

**Subject:** Rule Changes VFFIA

Hi there,

Please review the attached documents in regards to rule changes requested by the Australian Electoral Commission of the Victorian Farmers Federation Industrial Association.

Regards,

**Saba Gharbinia**

HR & Workplace Relations Admin Officer

Phone: 1300 442 481

Direct: 03 9207 5562

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General Manager of Fair Work Commission  
Fair Work Commission  
11 Exhibition Street  
Melbourne 3000  
13 April 2017

Dear General Manager,

**Alteration of VFFIA Rules as requested by the Australian Electoral Commission (AEC)**

On 15 September 2016, the Returning Officer Allison Valentine of the AEC in her post-election report found that certain VFFIA rules were difficult to apply/interpret. The VFFIA in response to the AEC post-election report E2016/83 forwarded a letter back explaining the action the VFFIA would take. VFFIA subsequently tried to amend the rules and insert a new rule.

On December 2016, the VFFIA Executive Committee at its Executive Committee meeting approved a new rule, rule 28.5.4 and also approved an amendment made to rule 28.1 as requested by the AEC. In order to make these amendments rule 40.2 was implemented in accordance with the VFFIA rules.

The required documents were forwarded to the Fair work Commission and a response was received from Rebecca Lee from the Regulatory Compliance Branch on 3 February 2017. Rebecca indicated that further clarity of the rules was required and additional wording was suggested so that rule 28.5.4 reads:

“Notwithstanding any other provision in these rules, the Returning Officer may commence the preliminary scrutiny of returned declaration envelopes prior to the close of the ballot”.

A further meeting of the VFFIA Executive Committee was held on 6 April 2017 and the rule was transacted. The VFFIA is now lodging an application to the Fair Work Commission seeking certification.

Enclosed are:

- Notice setting out the particulars of the alterations;
- Declaration signed by the President of the VFFIA see attachment A and an attachment B;

**VICTORIAN FARMERS FEDERATION  
INDUSTRIAL ASSOCIATION**

**FARRER HOUSE**

**24 – 28 COLLINS STREET**

**MELBOURNE, VICTORIA 3000**

**TELEPHONE: (03) 9207 5555**

**FACSIMILE: (03) 9207 5500**



- A copy of a VFFIA letter in response to the post-election report, dated 11 October 2016;
- A copy of the VFFIA Current rules;
- A copy of the VFFIA rules with the track changes.

Yours Sincerely,

Patricia Murdock

## NOTICE OF PARTICULARS OF THE ALTERATIONS TO VFFIA RULES

The Victorian Farmers Federation Industrial Association rules were altered as follows:

1. Rule 28.1 is amended by inserting the words after “Nominations shall be called for the election of the Executive Committee from financial members of the Association by” and inserting “sending the notice to them by post or by electronic means including by email or by facsimile” and deleting the words “notice to them”.

The new rule should read:

### **28.1 Nomination for Office**

**Nominations shall be called for the election of the Executive Committee from financial members of the Association by sending the notice to them by post or by electronic means including by email or by facsimile, the closing date for such nominations being a date not less than two months before the Annual General Meeting which shall give sufficient time for ballot papers to be dispatched to and returned by all members of the Association eligible to vote to enable the count to be completed prior to the Annual General Meeting.**

**Such notice shall be given to members not less than fourteen days before the closing date for nominations.**

**Subject to Rule 28.5, no nomination shall be accepted pursuant to this Rule unless the nominee has signed written acceptance of nomination. The nomination may be accompanied by a statement in accordance with Rule 28.8.**

2. A new sub rule 28.5.4 was inserted into the VFFIA rules

The new sub-rule should read:

- 28.5.4 Notwithstanding any other provision in these rules, the Returning Officer may commence the preliminary scrutiny of returned declaration envelopes prior to the close of the ballot.**

[222V: Incorporates alterations of 24 November 2014 (R2014/169)]  
replaces version of 23 February 2014 (R2014/26)

## **Victorian Farmers Federation Industrial Association**

I CERTIFY under section 161 of the Fair Work (Registered Organisations) Act 2009 that the pages herein numbered 1 to 28 both inclusive contain a true and correct copy of the registered rules of the Victorian Farmers Federation Industrial Association.

DELEGATE OF THE GENERAL MANAGER  
FAIR WORK COMMISSION

# Rules of the Victorian Farmers Federation Industrial Association

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Note: This table of contents has been generated by Fair Work Commission as an aid to using the rulebook, however it does not form part of the registered rules of the organisation. No reliance should be placed on the table of contents in interpreting the rules.

RULES OF THE VICTORIAN FARMERS FEDERATION INDUSTRIAL ASSOCIATION

**1 - NAME**

The name of the Association is the Victorian Farmers Federation Industrial Association (hereinafter referred to as "the Association").

**2 - INDUSTRY**

The Industry in or in connection with which the Association is established is the agricultural, apicultural, dairying, farming, fishing, forestry, horticultural, livestock, orcharding, pastoral, piscicultural, poultry, vegetable and viticultural industries within the State of Victoria (which are hereinafter collectively referred to as "the industry").

**3 - REGISTERED OFFICE**

The registered office of the Association shall be at number Twenty Four Collins Street, Melbourne, or at such other place as the Executive Committee may from time to time appoint.

**4 - SPHERE OF OPERATIONS**

The sphere of operations of the Association shall be within the State of Victoria or any other areas that the Executive Committee deem appropriate.

**5 - OBJECTS**

THE OBJECTS OF THE ASSOCIATION ARE:

- 5.1 To be a voluntary association of employers engaged in the industry
- 5.2 To inform, counsel, and advise its members in matters relating to their industrial pursuits
- 5.3 To further and protect the interests of its members as a corporate body in all industrial matters
- 5.4 To provide industrial services for members
- 5.5 To preserve the rule of law as essential security for individual rights and liberties

**6 - POWERS**

The Association shall have power to do all things necessary or convenient to be done for or in connection with, or incidental to, its objects and in particular, without limiting the generality of the foregoing:

- 6.1 To obtain registration as an industrial organisation under the Fair Work (Registered Organisations) Act 2009 or any other Act at the discretion of the Executive Committee, and to comply with the requirements of any amendments from time to time
- 6.2 To submit industrial disputes to conciliation or arbitration pursuant to any Commonwealth or State Act

## 6 - POWERS

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- 6.3 To negotiate industrial agreements
- 6.4 To take any lawful steps to prevent or terminate strikes, bans and like industrial action
- 6.5 To secure legal advice and assistance for members in industrial matters
- 6.6 To conduct litigation
- 6.7 To maintain and improve conditions of contract and forms of agreement
- 6.8 To acquire, purchase, take on lease, hold, sell, lease, mortgage, charge, exchange, and otherwise own, possess, and deal with in the name of the trustee for the time being of the Association any real or personal property (including shares in any company, wherever incorporated), and to borrow moneys
- 6.9 To make representations to or arrangements with any government or authority, federal, state, municipal, local or otherwise, that may seem conducive to the Association's objects or any of them
- 6.10 To enter into any agreement with any person, partnership or company, body or organisation whose business or undertaking or operations are or may be connected with the industry and to purchase or otherwise acquire any paid-up contributing or other share or interest in any such business or undertaking and to form or promote or assist in the formation or promotion of any company, firm, association or body
- 6.11 To affiliate with, join or enter any alliance with any organisation or association, either within the Commonwealth of Australia or overseas, having objects similar to the Association or calculated to benefit members generally, and to acquire shares and interests in or lend money upon debentures or otherwise to them and to appoint representatives to them
- 6.12 To raise money by any means lawful whether specially provided by these rules or not, to further any of these objects
- 6.13 To raise funds by means of subscriptions, donations, fees and levies, from or on members and impose fines on members for all purposes and objects of the Association in such amounts and in such manner as is provided in these rules
- 6.14 To act as an organisation of employers under the laws of the Commonwealth of Australia and its Territories or any State within the Commonwealth
- 6.15 To initiate, defend or bring any industrial dispute or claim relating to industrial matters before the appropriate tribunal established under Commonwealth or State law and to represent the interests of employers in all sections of the industry or special to the industry before Courts, Fair Work Australia, other tribunals or bodies and at conferences with organisations of employers and other bodies of employers or employees
- 6.16 To make agreements with members, employees and/or their representatives, organisations, associations or unions relative to the terms and/or conditions of employment
- 6.17 To establish local industrial committees in any part of Australia or its Territories

## 7 - DEFINITIONS AND INTERPRETATIONS

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- 6.18 To act in conjunction with other associations or unions of a similar nature in any part of Australia
- 6.19 To maintain public relations with and to assist governmental and quasi-governmental bodies, business houses, undertakings, educational and scientific institutions, any organisations, bodies or persons whatsoever for the purpose of advancing the interests of members as a body or as individuals
- 6.20 To enable the Association, subject to the provisions of the Fair Work (Registered Organisations) Act 2009 (hereinafter referred to as the Act), to amalgamate or affiliate with and to appoint representatives to any employers' union or association in Australia
- 6.21 To promote unity among primary producers' organisations
- 6.22 To provide members with industrial services
- 6.23 To edit or publish any newspaper, periodical, journal or book
- 6.24 To enter into any agreement with the employees of the Association deemed to be for the mutual benefit of both the Association and such employees
- 6.25 To do all such lawful things as may appear to be incidental or conducive to the beforementioned objects or any of them, and to adopt additional objects from time to time. Provided that the Association shall not be carried on for profit or gain
- 6.26 To make loans, grants and donations, provided that a loan, grant, or donation of an amount exceeding \$1,000 shall not be made by this organisation unless the Executive Committee:
- 6.26.1 Has satisfied itself:
- 6.26.1.1 That the making of the loan, grant or donation would be in accordance with the other rules of the organisation and
- 6.26.1.2 In relation to a loan - that, in the circumstances, the security proposed to be given for the repayment of the loan is adequate and the proposed arrangements for the repayment of the loan are satisfactory, and
- 6.26.2 Has approved the making of the loan, grant or donation.

This rule shall not apply to any payment made to any person on account of that person's out of pocket expenses incurred or to be incurred for the benefit of the Association.

## 7 - DEFINITIONS AND INTERPRETATIONS

In these rules and this constitution, the following words and expressions shall have the meanings hereinafter specified unless the context requires otherwise:

- . "Association" means the Victorian Farmers Federation Industrial Association.
- . "Declared person or body" means a person is a declared person or body if:

## 7 - DEFINITIONS AND INTERPRETATIONS

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- (i) an officer of the Association has disclosed a material personal interest under sub rule 25B.1; and
- (ii) the interest relates to, or is in, the person or body; and
- (iii) the officer has not notified the Association that the officer no longer has the interest;

"Disclosure period" for the purpose of these rules means the financial year;

"Election by the Whole" means elections at which all financial members of the Association are entitled to vote as one electorate and in which each member is entitled to one vote

"Employee" means a person in service with another in relationship of master and servant but does not include a partner performing work for the partnership of which he is a member or member of a family performing work for the family company of which he is a member.

"Executive" means the Executive Committee of the Association as provided for in these rules.

"Financial duties" includes duties that relate to the financial management of the Association;

"Financial Member" means a member who is not more than three Months in arrears of his payment of membership contributions made pursuant to Rule 19.

"General Manager" means the General Manager of Fair Work Commission;

"The Industry" means the industry in connection with which the Association is established as specified in Rule 2.

"Local Industrial Committee". The term "Local Industrial Committee" is used in these rules with the intent that it shall not describe a branch of an organisation within the meaning of the Act.

"Member" means a natural person, partnership or company.

"Membership" means membership or in membership of the Association.

"Non-cash benefit" means property or services in any form other than money, but does not include a computer, mobile phone or other electronic device that is used only or mainly for work purposes;

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

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

"peak council" has the same meaning as defined in section 12 of the Fair Work Act 2009;

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



- . "relative" in relation to a person, means:
  - (i) parent, step parent, child, stepchild, grandparent, grandchild, brother or sister of the person; or
  - (ii) the spouse of the first mentioned person;
  
- . "relevant remuneration" in relation to an officer of the Association for a disclosure period is the sum of the following:
  - (i) any remuneration disclosed to the Association by the officer under sub rule 25A.1 during the disclosure period;
  - (ii) any remuneration paid during the disclosure period, to the officer of the Association;
  
- . "relevant non-cash benefits" in relation to an officer of the Association for a disclosure period means the non-cash benefits provided to the officer, at any time during the disclosure period, in connection with the performance of the officer's duties as an officer, by the Association or by a related party of the Association;
  
- . "remuneration"
  - (i) includes pay, wages, salary, fees, allowances, leave, benefits or other entitlements; but
  - (ii) does not include a non-cash benefit; and
  - (iii) does not include the reimbursement or payment of reasonable expenses for the costs incurred in the course of the officer carrying out his or her duties.
  
- . "The Register" shall mean the register of members kept pursuant to Rule 18.

Words importing the singular number also include the plural number and vice versa, and words importing the masculine gender also include the feminine and neuter genders and vice versa.

Words importing persons shall include companies and public bodies.

## **MEMBERSHIP**

### **8 - MEMBERSHIP ELIGIBILITY**

The persons partnerships or companies eligible for Membership of the Association shall be those who are or are usually employers in or in connection with the industry or any part thereof, together with such other persons as have been appointed to offices of the Association.

### **9 - MEMBERSHIP APPLICATION**

- 9.1 Any person, partnership or company desiring to become a member must make application in the form prescribed by the Executive Committee.
- 9.2 Every such application shall be accompanied by the prescribed amount of annual subscription. Until such payment is made no applicant shall be admitted to membership.
- 9.3 The Executive Committee shall inform applicants for membership, in writing, of:
  - (1) the financial obligations arising from membership; and

## 13 - MEMBERSHIP RESIGNATION

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- (2) the circumstances, and the manner, in which a member may resign from the Association.
- 9.4 Each partnership and company shall nominate in its application, a nominee to act on behalf of the partnership or company and to represent the member for all purposes of the Association. Such nominee, while so acting, shall be entitled to hold office in the Association. The member may at any time by notice in writing to the Executive Committee revoke the appointment of its nominee and substitute another nominee therefore.

## 10 - MEMBERSHIP ADMISSION

All applications for membership shall be subject to acceptance by the Executive Committee which may decline such applications on any of the following grounds:

- 10.1 The applicant is not eligible for membership
- 10.2 The applicant has failed to observe the requirements of membership application herein contained
- 10.3 The applicant has failed to pay the prescribed subscription
- 10.4 Or for reasonable cause

## 11 - HONORARY LIFE MEMBERSHIP

The Executive Committee may admit any person to Honorary Life Membership who is a member of the Association, in recognition of distinguished services rendered to the Association without liability for payment of subscriptions. Such Honorary Life Member shall be entitled to exercise full rights of membership.

## 12 - SERVICE OF NOTICES

- 12.1 Each member shall give to the Executive Committee an address to which notices may be sent.
- 12.2 A notice may be given by the Association to any member either personally or by sending it by post or by electronic means including by email or by facsimile to him or her at his or her registered address. Where a notice is sent by post, service of the notice shall be deemed effected by properly addressing, prepaying and posting an envelope containing the notice, and to have been effected in the case of a notice of a meeting two days after the date of its posting and in any other case unless the contrary is proved at the time at which the notice would be delivered in the ordinary course of post. If the notice is sent electronically it will be taken that the receipt date is the day of transmission, or if forwarded after 5pm then the receipt will be the next business day.

## 13 - MEMBERSHIP RESIGNATION

- 13.1 A member of the Association may resign from membership by written notice addressed and delivered to the Executive Committee. The notice may be sent electronically.

## 15 - MEMBERSHIP TERMINATION

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- 13.2 A notice of resignation from membership of the Association takes effect:
- (a) where the member ceases to be eligible to become a member of the Association:
    - (i) on the day on which the notice is received by the Association; or
    - (ii) on the day specified in the notice, which is a day not earlier than the day when the member ceases to be eligible to become a member;whichever is later; or
  - (b) in any other case:
    - (i) at the end of 2 weeks after the notice is received by the Association; or
    - (ii) on the day specified in the notice;whichever is later.
- 13.3 Any dues payable but not paid by a former member of the Association, in relation to a period before the member's resignation from the Association took effect, may be sued for and recovered in the name of the Association, in a court of competent jurisdiction, as a debt due to the Association.
- 13.4 A notice delivered to the person mentioned in subsection (1) shall be taken to have been received by the Association when it was delivered.
- 13.5 A notice of resignation that has been received by the Association is not invalid because it was not addressed and delivered in accordance with subsection (1).
- 13.6 A resignation from membership of the Association is valid even if it is not effected in accordance with this section if the member is informed in writing by or on behalf of the Association that the resignation has been accepted.
- 13.7 The Executive Committee shall cause the receipt of notice of resignation to be acknowledged in writing.

## 14 - MEMBERSHIP RETIREMENT

Should a member retire from the industry such member shall only be liable for the payment of his membership subscription and other sums due by him to the Association up to the date of retirement from the industry. The Association shall not refund a subscription or any part thereof.

## 15 - MEMBERSHIP TERMINATION

The Executive Committee may by resolution order the name of any member to be removed from the register if such member:

- 15.1 Is adjudged by the Executive Committee to be guilty of misappropriation of the funds of the Association.
- 15.2 Knowingly acts contrary to or in disregard of the rules of the Association.

## 18 - REGISTER OF MEMBERS

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- 15.3 Fails to pay the prescribed membership subscription or any levy for a period of not less than three months.
- 15.4 Knowingly fails to comply with a lawful resolution of the Executive Committee.

Thereupon the name of such member shall be removed from the register and he shall cease to have any interest in or claim upon the funds of the Association but shall remain indebted to the Association for all contributions and other sums due by him to the Association at the date of his removal from membership.

Provided that the member shall first receive not less than thirty days notice of the proposal for his removal and shall have had the opportunity to appear before the Executive Committee to render personal explanation or have delivered to the Executive Committee an explanation in writing. The Executive Committee may require the member to appear before it.

## 16 - MEMBERS NOT PARTNERS

Membership of the Association shall not create partnership and members shall in no way be liable for acts or omissions of each other.

## 17 - MEMBERS BOUND BY THESE RULES

Every member of the Association shall be bound by these rules as varied from time to time and all by-laws made from time to time according to the provisions contained in these rules.

## 18 - REGISTER OF MEMBERS

The Executive Committee shall cause to be kept a Register of Members wherein shall be entered in respect of each member and former member:

- 18.1 Name
- 18.2 Postal Address
- 18.3 Property or properties owned and operated
- 18.4 The date upon which the name of such member was entered in the register as a member
- 18.5 Commodity interests
- 18.6 The local industrial committee with which associated
- 18.7 The date upon which the member ceased to be a member
- 18.8 The name and address of the nominee of a partnership or company member
- 18.9 Members shall advise the Executive Committee within 14 days after:
- (a) the business, or part of the business, of a member of the Association is assigned or transferred to a person who is not a member of the Association; or

## 21 - MEMBERSHIP PAYMENTS - WHERE PAYABLE

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

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

### **18A - ASSOCIATION TO DEVELOP AND IMPLEMENT POLICIES AND PROCEDURES RELATING TO EXPENDITURE**

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

### **19 - MEMBERSHIP SUBSCRIPTIONS**

- 19.1 Each member shall pay an annual subscription the amount being determined by the Executive Committee from time to time following referral to the Annual General Meeting of the Association.

Such annual subscriptions may be:

19.1.1 A fixed amount

19.1.2 An amount calculated on numbers of stock and poultry or production of commodities; or

19.1.3 A combination of 19.1.1 and 19.1.2 above, with or without a fixed maximum or minimum subscription applying.

If the subscription is to be calculated on the basis of numbers or production each member shall submit annually a return calculating his subscription, based on his number of stock and poultry and his annual production of commodities.

- 19.2 Each annual membership subscription shall become due and payable in advance on any of the first day of January, April, July or October in each year depending on which date falls on or immediately precedes the anniversary date of the member joining the Association or any other quarterly date determined by the Executive Committee and the subscription shall be adjusted accordingly.

- 19.3 Any member may continue in membership after ceasing to be an employer or producer in the industry and shall pay the appropriate subscription.

### **20 - MEMBERSHIP LEVIES**

The Executive Committee may at any time impose a levy for the benefit of those members on whom it is imposed, on such members and for such sums for contribution to the Association funds as the Executive Committee determines. Any such levy shall become due and payable immediately after written notice of such levy has been given to members.

### **21 - MEMBERSHIP PAYMENTS - WHERE PAYABLE**

Subscriptions and levies shall be paid at the registered office of the Association or to an accredited representative of the Association.

## **22 - UNFINANCIAL MEMBERS**

- 22.1 Any member failing to pay any levy within three months after notification thereof has been posted to him or her by the Executive Committee or being in arrears three months with his annual subscription shall be disqualified from taking part in the proceedings of the Association or from receiving any service or benefit from the Association.
- 22.2 If default is made by any member in payment of a levy or subscription within the relevant period set out in Rule 22.1 hereof the Executive Officer shall notify such member by post that unless his arrears are paid within one month of the date of such notification his membership may be terminated.
- 22.3 The Executive Committee in its absolute discretion may extend the period for payment by any member of a levy or subscription from the due date of such payment, but during such extended period the member will not be entitled to take part in the proceedings of the Association or to receive any service from it.

## **23 - EXECUTIVE COMMITTEE**

### Management of Association

Subject to the general control by members of the Association in general meeting the management of the Association shall be vested in an Executive Committee as hereinafter provided.

## **24 - DEFINITION OF OFFICES**

Each of the members of the Executive Committee shall be a holder of an "office" within the meaning of the Act.

## **25 - ELIGIBILITY FOR OFFICE**

- 25.1 No person shall be eligible to be elected to any office unless he is:
- 25.1.1 A person enrolled in membership, or
  - 25.1.2 A nominee of a partnership which is enrolled in membership as a partnership, or
  - 25.1.3 A nominee of a company which is enrolled in membership as a company,
- and unless the member, whether person, partnership or company, is a financial member.
- 25.2 Any member of the Executive Committee shall cease to be eligible to hold office if such member:
- 25.2.1 Becomes bankrupt or insolvent or makes an assignment for the benefit of his creditors or compromises with his creditors, or
  - 25.2.2 Is the nominee of a firm which, or any partner in which, becomes bankrupt or insolvent or makes an assignment for the benefit of its or his creditors, or compromises with its or his creditors, or is the nominee of a company which is in course of liquidation otherwise than for the purposes of reconstruction, or

25.2.3 From any cause whatsoever ceases to be a member or the nominee of a member of the Association, or

25.2.4 By writing resigns from the Executive Committee

**25A - DISCLOSURE OF OFFICERS RELEVANT REMUNERATION AND NON CASH BENEFITS**

25A.1 Each officer of the Association shall disclose to the Association any remuneration paid to the officer:

- (a) because the officer is a member of a Board, if:
  - i. the officer is a member of a Board only because the officer is an officer of the Association; or
  - ii. the officer was nominated for the position as a member of the Board by the Association, or a peak council; or
- (b) by any related party of the Association in connection with the performance of the officers' duties as an officer.

25A.2 The disclosure required by sub-rule 25A.1 shall be made to the Executive Committee of the Association;

- (a) as soon as practicable after the remuneration is paid to the officer; and
- (b) in writing.

25A.3 An Association shall disclose to the members of the Association:

- (a) the identity of the officers who are the five highest paid in terms of relevant remuneration for the disclosure period, and
- (b) for those officers:
  - i. the actual amount of the officers' relevant remuneration for the disclosure period; and
  - ii. the value of the officers' relevant non-cash benefits, for the disclosure period.

25A.4 For the purposes of sub-rule 25A.3, the disclosure period shall be made:

- (a) in relation to each financial year;
- (b) within six months after the end of the financial year; and
- (c) in writing

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**25B - DISCLOSURE OF OFFICER'S MATERIAL PERSONAL INTEREST**

- 25B.1 Each officer of the Association shall disclose to the Association any material personal interest in a matter that:
- (a) the officer has or acquires; or
  - (b) a relative of the officer has or acquires;
- that relates to the affairs of the Association.
- 25B.2 The disclosure required by sub-rule 25B.1 shall be made to the Executive Committee of the Association:
- (a) as soon as practicable after the interest is acquired; and
  - (b) in writing.
- 25B.3 The Association shall disclose to the members of the Association any interests disclosed to the Association pursuant to sub-rule 25B.1.
- 25B.4 For the purposes of sub-rule 25B.3, the disclosures shall be made:
- (a) in relation to each financial year;
  - (b) within six months after the end of the financial year; and
  - (c) in writing.

**25C - DISCLOSURE BY ASSOCIATION OF PAYMENTS**

- 25C.1 The Association shall disclose to the members of the Association either:
- (a) each payment made by the Association during the disclosure period:
    - i. to a related party of the Association; or
    - ii. to a declared person or body of the Association; or
  - (b) the total of the payments made by the Association, during the disclosure period:
    - i. to each related party of the Association; or
    - ii. to each declared person or body of the Association
- 25C.2 Sub-rule 25C.1 does not apply to a payment made to a related party if the payment consists of:
- (a) amounts deducted by the Association from remuneration payable to officers or employees of the Association; or
  - (b) the related party is an officer of the Association, and the payment:
    - (i) consists of remuneration paid to the officer by the Association; or
    - (ii) is reimbursement for expenses reasonably incurred by the officer in performing the officer's duties as an officer.



## 26 - PRESIDENT, VICE PRESIDENT AND TREASURER

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25C.3 For the purposes of sub-rule 25C.1, the disclosures shall be made:

- (a) in relation to each financial year;
- (b) within six months after the end of the financial year; and
- (c) in writing.

### **26 - PRESIDENT, VICE PRESIDENT AND TREASURER**

26.1 Each year there shall be elected a President, Vice President and Treasurer pursuant to Rule 29.

26.2 26.2.1 In the event of a casual vacancy in the office of President, the position shall be filled by the Vice President

26.2.2 Any casual vacancy in the office of the President caused by failure of sub rule 26.2.1 of this rule to take effect or in the office of Vice President shall be filled by any member of the Executive Committee appointed thereto by the Executive Committee for the unexpired portion of the term for which the President holds office.

26.2.3 In the event of a casual vacancy in the office of Treasurer, an acting Treasurer may be appointed by the Executive Committee for the unexpired portion of the term for which the Treasurer held office.

26.2.4 Deleted

26.2.5 Deleted

26.3 Treasurer - Duties

The Treasurer shall supervise the financial affairs of Association in such manner as the Executive Committee may from time to time require and shall as required by these rules render a true account of all moneys received and expended and of all the assets and liabilities of the Association.

26.4 Deleted

26.5 Deleted

26.6 Executive Officer - Remuneration

The remuneration or honorarium of the Executive Officer shall be determined by the Executive Committee.

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**27 - EXECUTIVE COMMITTEE - COMPOSITION**

There shall be an Executive Committee consisting of six members elected pursuant to Rule 28. From among the six members there shall be elected a President, Vice President and Treasurer, pursuant to Rule 29.

27.1 Nomination

Nomination for the election of each of the six members of the Executive Committee referred to in Rule 27 may be made by any financial member of the Association in writing by the closing date for such nomination pursuant to Rule 28.1.

27.2 Election

In the event of there being more nominations than the six seats to be filled, the names of the candidates shall be submitted to election by the members pursuant to Rule 28.

27.3 Casual Vacancies

In the event of any casual vacancy on the Executive Committee the Executive Committee shall, subject to Rule 26.2 proceed at its next meeting after the occurrence of the vacancy by resolution to appoint a person qualified to fill such vacancy pursuant to Rule 25.1.

27.4 Members Term of Office

The term of office of the six members of the Executive Committee shall begin at the termination of the annual general meeting at which the election of office bearers was declared, and expire at the termination of the next annual general meeting. The term of office of the President, Vice President and Treasurer shall begin at the meeting of the Executive Committee at which they are elected and shall expire on the declaration of the election of their successors.

27.5 Chairman

The President shall be the Chairman of the Executive Committee and if the President is unavailable the Vice President shall assume the chair, and failing the Vice President the Executive Committee shall elect a Chairman from amongst its members.

27.6 Meetings

The Executive Committee shall meet at such times and places as may be determined by the Executive Committee or any general meetings of members. Decisions shall be by majority vote and the Chairman shall have a deliberative vote and in the case of an equality of votes shall also have a casting vote.

27.7 Notice of Meetings

Notice of meetings of the Executive Committee and of the business to be conducted thereat shall be given to all members of the Executive Committee by letter, electronic means, telephone or word of mouth at least fourteen days prior thereto except when in the opinion of the President of the Executive Committee the meeting is required as a matter of urgency in which case at least one day's prior notice of the meeting shall be given in the manner aforesaid.

27.8 Quorum

Three members shall constitute a quorum of the Executive Committee.

27.9 Leave of Absence

The Executive Committee shall have power to grant leave of absence to any of its members for a period not exceeding six calendar months and to any of its members absent upon the business of the Association in a representative capacity for any period. It shall be the duty of members of the Executive Committee to attend all meetings of that Committee to which leave of absence does not extend.

27.10 Functions

The Executive Committee shall be the Committee of Management of the Association and may, subject to any decisions of members of the Association in general meeting duly convened and held, exercise all the functions and powers of the Association and without limiting the generality of the foregoing shall have power:

27.10.1 To manage and administer the Association

27.10.2 To execute the policy decisions of any general meeting of the Association

27.10.3 To make on behalf of the Association industrial agreements

27.10.4 To authorise the execution of all documents required to be executed in the exercise of the powers of the Association

27.10.5 To deal in any manner responsible to general meetings of members of the Association with matters arising from time to time

27.10.6 To report the proceedings of the Association to general meetings

27.10.7 On behalf of the Association and any of its members to bring or to authorise the bringing of any industrial dispute or matter before any Commonwealth or State industrial tribunal or other tribunal and may, for that purpose, formulate or authorise any claims, defences or other necessary proceedings or documents incidental thereto, and may on behalf of the Association and any of its members give any undertakings to any such tribunal or other industrial authority

## 27 - EXECUTIVE COMMITTEE - COMPOSITION

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- 27.10.8 To acquire, purchase, take on lease, mortgage, charge, exchange and otherwise own or possess and deal with real and personal property
- 27.10.9 To make and give receipts, releases and other discharges for moneys payable to the Association and for the claims and demands of the Association
- 27.10.10 To draw, accept, make, endorse, transfer, discount, guarantee and negotiate such bills of exchange and promissory notes, and give such indemnities and guarantees and enter into such other obligations as may seem to it to be expedient for the purpose of the Association
- 27.10.11 To affiliate or amalgamate the Association with any organisation, association, chamber or body corporate or incorporate, having objects altogether or in part similar to those of the Association, upon such terms and conditions the Executive Committee may think fit
- 27.10.12 From time to time to make, and to alter vary and rescind such by-laws for carrying out of these rules, for putting into effect the powers and authorities vested by these rules in the Executive Committee, and for regulating the conduct and proceedings of the Association and of meetings of the Executive Committee and generally to provide for all such matters and things relating to the management of the property of the Association and to the conduct of its business as are not inconsistent with or repugnant to these rules or required to be done by the Association in general meetings
- 27.10.13 To form local industrial committees of the Association in any part of the Commonwealth of Australia
- 27.10.14 In consultation with the Executive Officer to appoint and remove staff and to determine staff salaries, allowances and wages according to law
- 27.10.15 To enter into contracts for the supply of goods or services
- 27.10.16 To appoint advisory sub-committees
- 27.10.17 To delegate functions other than functions of management to advisory sub-committees appointed pursuant to these rules
- 27.10.18 To conduct litigation
- 27.10.19 To determine the responsibilities and rights of staff who manage the Association on behalf of the Executive Committee:
- The responsibilities and rights shall include:
- 27.10.19.1 the right to attend and speak at all meetings of the Association
- 27.10.19.2 assisting the President and the Executive Committee in the execution of policy;
- 27.10.19.3 maintaining liaison with federally constituted bodies;

## 27 - EXECUTIVE COMMITTEE - COMPOSITION

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- 27.10.19.4 promoting the public relations of the Association generally;
- 27.10.19.5 executing returns and documents on the Association's behalf when authorized by the Executive Committee;
- 27.10.19.6 supervising the keeping of records and books of account;
- 27.10.19.7 allocating subordinate staff duties
- 27.10.19.8 generally giving effect to the instructions of the Executive Committee in all matters referred to in Rule 27.10;
- 27.10.19.9 the convening of meetings within the Association.

### 27.11 Fees

Each member of the Executive Committee shall be paid:

- 27.11.1 Such fees, expenses and allowances as may from time to time be determined by the members of the Association in general meeting, and
- 27.11.2 In addition, the President, Vice President and Treasurer shall be paid such fee and allowances as may from time to time determined by the Executive Committee

### 27.12 Removal of a Member

Any general meeting of the Association may at any time by resolution passed by a majority of those present in person and entitled to vote at such meeting remove any member of the Executive Committee. Provided that no member of the Executive Committee shall be removed from office unless he has been adjudged by the general meeting to be guilty of misappropriation of funds of the Association, substantial breach of these rules, gross misbehaviour, gross neglect of duty, or has ceased, according to these rules, to be eligible to hold office, and provided also that the member shall first receive notice of proposal for his removal and shall have had an opportunity to appear before the general meeting to render a personal explanation in writing. The general meeting may require the member of the Executive Committee to appear before it.

### 27.13 Approved training to be undertaken

Each officer of the Association whose duties include financial duties that relate to the financial management of the Association shall undertake training

- 27.13.1 approved by the General Manager under section 154C of the *Fair Work Registered Organisations) Act 2009*; and
- 27.13.2 that covers each of the officer's financial duties; and
- 27.12.3 which must be completed within 6 months after the person begins to hold office.

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**28 - ELECTORAL PROCEDURE****28.1 Nomination for Office**

Nominations shall be called for the election of the Executive Committee from financial members of the Association by sending the notice to them by post or by electronic means including by email or by facsimile, the closing date for such nominations being a date not less than two months before the Annual General Meeting which shall give sufficient time for ballot papers to be dispatched to and returned by all members of the Association eligible to vote to enable the count to be completed prior to the Annual General Meeting.

Such notice shall be given to members not less than fourteen days before the closing date for nominations.

Subject to Rule 28.5, no nomination shall be accepted pursuant to this Rule unless the nominee has signed written acceptance of nomination. The nomination may be accompanied by a statement in accordance with Rule 28.8.

28.2 28.2.1 If no more than six nominations are received, the nominees shall be declared elected at the Annual General Meeting.

28.2.2 If more than six nominations are received a secret ballot shall be held.

**28.3 Ballot Paper - By Whom Received**

In the conduct of ballots for election under this Rule ballot papers shall be sent to all financial members of the Association.

**28.4 Returning Officer - Appointment**

The Executive Committee shall appoint or secure according to law the appointment of a Returning Officer who shall not be a candidate for office, or the holder of any office in, or an employee of the Association.

**28.5 Returning Officer - Duties**

28.5.1 The Returning Officer shall conduct the election from the calling for nominations to the declaration of the ballot. He shall satisfy himself that no nomination is defective, provided that before rejecting any nomination he shall notify the member concerned of the defect and if it is practicable to do so, give him an opportunity to remedy the defect within not less than seven nor more than fourteen days after his being so notified.

28.5.2 He shall state the time and date by which voting papers must be returned to him, which date shall be not earlier than the thirtieth day after the date upon which the voting papers are sent to members. He shall satisfy himself that ballot papers have been sent to all financial members and upon return of the ballot papers shall check and count them as prescribed by this Rule.

28.5.3 The Returning Officer shall ensure that the roll of voters for the ballot is to be closed seven days before the day on which the nominations are to open.

28.5.4 **Notwithstanding any other provision in these rules**, the Returning Officer may commence the preliminary scrutiny of returned declaration envelopes prior to the close of the ballot.

28.6 Scrutineers - Appointment

The Executive Committee shall appoint two official scrutineers to attend the ballot. Any candidate may if he so desires appoint at his own expense a scrutineer to represent him at the ballot. A candidate appointing a scrutineer shall, before the commencement of the count notify the Returning Officer in writing of the name of such scrutineer.

28.7 Scrutineers - Conduct and Duties

The conduct and duties of scrutineers shall be as follows:

28.7.1 The scrutineers shall be entitled to be present throughout a ballot and may query the acceptance or otherwise of any nomination and inclusion or exclusion of any vote in the count but final determination in these matters shall remain with the Returning Officer.

28.7.2 A scrutineer shall not be entitled to remove, mark, alter or deface any ballot paper or other document used in connection with the election.

28.7.3 In every case the scrutineers shall observe any direction given by the Returning Officer and the Returning Officer shall take all reasonable steps by notification or otherwise to enable each scrutineer to exercise his rights but no election shall be vitiated by reason of the fact that a scrutineer does not exercise any or all of such rights if he has had reasonable opportunity to do so.

28.8 Despatch of Voting Papers

28.8.1 The Returning Officer, in sufficient time to allow return and counting prior to the next succeeding Annual General Meeting, shall forward by prepaid post ballot papers to each eligible voter addressed to his registered address or to such other address as the voter shall, on account of his absence from his registered address, have notified to the Executive Officer in writing.

“Postal Ballot” means a ballot for the purposes of which include a ballot paper, a Declaration envelope, and another envelope in the form prescribed by the Regulations under Schedule 1B of the Workplace Relations Act 1996 (the Act).

The Returning Officer shall at the same time forward to each such voter any statement supplied with the candidate's nomination complying with the following:

The Statement shall give the name and age of candidate and the address at which he mainly carries on his particular industry and indicate in not more than seventy-five words the candidate's:

28.8.1.1 Service to that industry

28.8.1.2 Service to the community

28.8.1.3 Special interests and qualifications any type

28.8.2 A voting paper or papers shall be despatched in one envelope and shall set out the names of the candidates in an order determined by lot and shall be accompanied by two envelopes.

28.8.3 One envelope shall be a reply-paid envelope addressed to the Returning Officer who shall have his own locked bag service at the General Post Office, Melbourne. The other Declaration envelope shall be marked "Ballot Paper" and shall bear on the outside of it space for the signature and address of the voter. Both envelopes shall be in the form prescribed by the Regulations under Schedule 1B of the Act.

28.9 Return of Voting Paper

Each voter having marked his voting paper shall place it in the Declaration envelope endorsed "Ballot Paper". He shall then put that envelope in the reply-paid envelope addressed to the Returning Officer.

28.10 The Count

On the week-day next following the last day for receipt of voting paper, the Returning Officer shall check the names and addresses endorsed on the reverse side of the Declaration envelopes against the roll of voters and remove ineligible votes. He shall then open the voting papers and remove informal votes and count formal votes.

To preserve the secrecy of the vote, the person conducting the election or ballot must remove the flap or label from the Declaration envelope before removing the ballot paper from the envelope.

28.11 The preferential system of voting shall be as follows

28.11.1 A member shall indicate the order of his preference by placing a number opposite the name of each candidate. The lowest number shall indicate the member's highest preference. The numbers 1 to the total number of nominations are to be used in the sequence of the member's preference.

28.11.2 Ballot papers to be counted must be received by the Returning Officer not later than seven clear days before the date of the relevant Annual General Meeting.

28.11.3 In calculating the votes the Returning Officer shall adopt the following method of computation, namely:

28.11.3.1 The number placed opposite each nominee shall be added to produce a total for that nominee

28.11.3.2 The nominees shall then be ranked in the reverse order of that numerical total

28.12 Declaration of the Ballot

The Returning Officer shall declare the results of the ballot by giving to the Executive Officer a written declaration signed by the Returning Officer, dated and identifying the ballot by reference to the rule or rules under which it was conducted.



## 29 - ELECTION OF OFFICE BEARERS

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### 28.13 Further Ballot

Should any error or informality occur in any election the Returning Officer may order a new election at times and dates to be determined by him.

### 28.14 Retention of Ballot Papers - Returning Officer

The Returning Officer shall retain all election material including ballot papers (voting papers, envelopes and records of counts), for a period of one year from the date of declaration of each ballot.

### 28.15 Executive Committee - Insufficiency of Nominations

In the event of insufficient nominations being received in respect of an election conducted pursuant to Rule 28, the nominees shall be declared elected and nominations for any remaining unfilled positions on the Executive Committee shall be re-called so far as is then applicable in accordance with Rule 28.1 and the procedure set out in Rule 28 for the conduct of an election shall be followed.

## **29 - ELECTION OF OFFICE BEARERS**

29.1 The President, Vice President and Treasurer, shall be elected annually by and from the members of the Executive Committee.

### 29.2 Appointment of Returning Officer

Elections for offices specified in Rule 29.1 shall be conducted by the Returning Officer appointed under Rule 28.5. He shall fix the times for the opening and closing of nominations and the opening and closing of a ballot, if required.

### 29.3 Time of Election

The elections shall take place at the first meeting of the Executive Committee held immediately following the declaration of the result of the annual election of members of the Executive Committee conducted in accordance with Rule 28.

### 29.4 Nominations for Office

At such meeting the Returning Officer shall call for nominations for each of the offices for which an election is due. Any member of the Executive Committee may nominate another member of the Executive Committee for an office. Nominations shall be in writing signed by the nominator and the nominee.

### 29.5 Notification of Defective Nomination

The Returning Officer shall check all nominations for compliance with these rules and shall reject any that do not so comply. Provided that in the event of his finding a nomination to be defective he shall before rejecting the nomination notify the member concerned of the defect and where it is practicable for him to do so, give him the opportunity of remedying the defect within thirty minutes of the time set by the Returning Officer for the closing of nominations.

## 29 - ELECTION OF OFFICE BEARERS

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### 29.6 Declaration of Successful Candidates

If there be no more nominations than there are vacancies for a position, the Returning Officer shall declare the respective candidate elected.

### 29.7 Preparation of Ballot Paper

If more nominations are received than there are vacancies for a position, the Returning Officer shall prepare ballot papers which shall contain the names of the candidates for each position in alphabetical order and instructions as to the manner in which votes are to be recorded.

### 29.8 Secret Ballot

A ballot conducted under this Rule shall be a secret ballot.

### 29.9 Ballot Papers

The Returning Officer shall initial every ballot paper prior to distribution and shall be responsible for the safe-keeping of such ballot papers.

### 29.10 Issuing of Ballot Papers

The Returning Officer shall issue a ballot paper to each member of the Executive Committee present at such meeting, provided that any member who is unable to attend the meeting and who would otherwise be entitled to a ballot paper shall, upon written application being made by him to the Returning Officer not less than two days prior to the meeting, be supplied with a ballot paper and shall be permitted to record a vote in any such election.

### 29.11 Declaration of Ballot

At the time fixed for the close of the ballot the Returning Officer shall, in the presence of the scrutineers (if any), count the votes and declare the result of the ballot.

### 29.12 Absentee Vote

In the event that a member of the Executive Committee exercises his right under this Rule to request an absentee vote, the ballot shall not be counted until the expiration of the time fixed by the Returning Officer for the return of such absentee vote.

### 29.13 Determination of Tied Vote

In the event of a tie, the Returning Officer shall determine the issue by lot.

### 29.14 Holding of Office

A member of the Executive Committee shall be entitled to be elected to any office specified in Rule 29.1 but he shall not be entitled to hold more than one of those offices at any one time.

29.15 Appointment of Scrutineers

Any candidate may, if he so desires, appoint a scrutineer to represent him at the ballot. An appointment shall be made by the candidate in writing to the Returning Officer before the closing of nominations. A scrutineer shall be entitled to be present throughout the ballot and may query the inclusion or exclusion of any vote, but the Returning Officer shall have the final determination of any votes so queried.

**30 - LOCAL INDUSTRIAL COMMITTEES**

Establishment

The Executive Committee may establish Local Industrial Committees for specific periods and purposes to investigate matters and report thereon to the Executive Committee.

**31 - GENERAL MEETINGS OF THE ASSOCIATION**

31.1 General Meetings - Annual

The Annual General Meeting of the Association shall take place prior to July 31 in each year on such day as the Executive Committee shall determine.

31.2 General Meetings - Special

All meetings of the Association not being the Annual General Meeting shall be called Special Meetings. All business transacted at Special Meetings shall be deemed special.

31.2.1 Convened by Executive Committee

The Executive Committee may at any time convene a Special Meeting of the Association and twenty-one days' notice shall be given in writing to the members of the Association of such Special Meeting and the business to be conducted thereat. Notice shall be sufficiently given if placed on a website, or in a Newsletter or sent by electronic means to all members.

31.2.2 Convening and Requisitioning by Members

A request for a Special Meeting made by not less than five per cent of the members shall state in writing the general nature of the business to be transacted thereat and bear the signatures of those requesting the Special Meeting. Upon receiving such a request the Executive Committee shall within twenty-one days despatch to all members a notice convening the Special Meeting. If notice has not been despatched within the prescribed time the members making the request or the majority of them may themselves convene the meeting to be held in Melbourne at such time and place as may be named in the notice to consider any questions affecting or concerning the management or objects of the Association.

31.3 Annual General Meeting - Business

Business for Annual General Meetings may be submitted by any local industrial committee, the Executive Committee, or any advisory sub-committee, or at least ten members of the Association, in writing, provided that the requirement for notice of business as specified by the Executive Committee from time to time is met. Business shall also include consideration of any reports of the Executive Committee and others.

31.4 Meetings - Convening Notice

At least twenty-one days notice shall be given in writing to all members of the date, time and venue of each meeting of the Association. Notice shall be sufficiently given if placed on a website, or in a Newsletter or sent by electronic means to all members.

31.5 General Meetings - Quorum

31.5.1 No business shall be transacted at a meeting unless a quorum of members is present at the time when the meeting is due to commence. At all meetings thirty members, of whom at least ten are present other than by proxy, shall form a quorum.

31.5.2 If no quorum be present within half an hour from the time appointed for an Annual General Meeting the chairman shall adjourn such meeting from week to week until such time as a quorum shall be present.

31.5.3 If no quorum be present within half an hour from the time appointed for a Special Meeting such meeting shall stand dissolved.

31.6 Meetings - Chairman

At all meetings the President shall occupy the chair or in his/her absence the members present shall elect a Chairman to preside at the meeting.

31.7 Questions - How Determined

At any meeting a motion put to the Vote of the meeting shall be decided by majority on the voices except that:

31.7.1 The motion shall be decided on a show of hands if demanded by the chairman or by any one member present in person.

31.7.2 A secret ballot may be required by the chairman or by at least five members present in person.

31.7.3 Any secret ballots taken at a general meeting shall be conducted as follows:

31.7.3.1 The chairman shall appoint or secure according to law the appointment of a Returning Officer.

31.7.3.2 The voting paper shall be distributed by the Returning Officer to each eligible voter present.

31.7.3.3 The chairman shall read out the resolution to be voted upon and indicate the manner in which votes for and against the resolution shall be indicated on the voting paper.

31.7.3.4 The Returning Officer shall collect the voting papers and count the votes for and against the resolution and report the result to the chairman who shall declare the result.

31.8 Meetings - Those Entitled to Attend

Any financial member of the Association shall be entitled to attend and vote at meetings.

A company or partnership proposing to be present at a meeting shall be entitled to one representative who shall be that person nominated in accordance with Rule 9.3.

31.9 Meetings - Proxies

Any member including the nominee of a partnership or company appointed pursuant to Rule 9.3 may be represented at and may vote at meetings by proxy given under that member's hand provided that the proxy is a financial member of the Association and the instrument appointing him be deposited with the Executive Committee at least twenty-four hours before the holding of the meeting.

31.10 Meetings - Attorneys

Absent members may be represented at and may vote at meetings by an attorney authorised by power of attorney to act generally on behalf of the absent member provided that the power of attorney be produced to the Executive Committee at least twenty-four hours before the holding of the meeting and provided that the donee of the power of attorney is a financial member of the Association.

**32 - FINANCE**

32.1 Banking Account

The funds of the Association shall be paid into a bank to its credit and the bank account shall be operated upon as the Executive Committee shall determine pursuant to Rule 32.2.

32.2 Expenditure of Funds

After payment of the current expenses of the registered office the funds may be expended in the exercise of the powers of the Association as the Executive Committee may from time to time determine. Any money or funds not immediately required for the purposes of the Association may be invested either by way of establishment or continuance of a reserve fund or otherwise in such a manner as the Executive Committee may from time to time determine but no member of the Executive Committee shall be responsible for any loss that may arise from such investment unless such loss be caused by his wilful neglect or default.

## 34 - COSTS AND PENALTIES INCURRED BY MEMBERS

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### 32.3 Financial Year

The financial year of the Association shall terminate on the thirtieth day of September. Any changes made to the financial year will be reflected in the Association's rules in accordance with Rule 40 and section 159 of the Fair Work (Registered Organisations) Act 2009.

### 32.4 Books of Account

Subject to the provisions of the Act, proper books of account shall be kept as the Executive Committee shall direct.

### 32.5 Audit

Yearly audit of the accounts of the Association shall be made by an auditor who is an approved auditor pursuant to the Fair Work (Registered Organisations) Regulations 2009. Such auditor shall not be a member or an employee of the Association and shall be appointed each year at the Annual General Meeting and shall be eligible for re-appointment.

### 32.6 Auditor's Duties

The auditor shall have access at all times to the books (including Minute Books), vouchers, documents and securities of the Association and shall be furnished with such information and explanations as he may require for the performance of his duties as auditor. The auditor shall examine the annual accounts and other prescribed statements of the Association and his reports shall be presented to the Executive Committee.

### 32.7 Retention of Records

Subject to the Evidence Act 1958, the accounting records and auditor's report shall be retained by the Association for a period of at least seven years after the completion of the transactions to which they relate and shall be kept in the registered office of the Association in such manner as the Executive Committee may direct and there be available for inspection by any member of the Association.

## **33 - POWER TO SUE**

The Association may sue or take any other proceedings either at law or in equity including proceedings to enforce payment by members of contributions, fees, and levies due.

## **34 - COSTS AND PENALTIES INCURRED BY MEMBERS**

In the event of any member of the Association violating any industrial agreement to which the Association is a party or disobeying any award or order of any Industrial Arbitration Court or other tribunal contrary to the instructions of the Association, no costs or penalties incurred by him by reason of such violation or disobedience shall be borne by the Association.

**35 - INDEMNITY**

Every member of the Association who is guilty of any breach or non-observance of any undertaking given to any Commonwealth or State industrial tribunal or any other industrial tribunal, industrial committee or industrial authority shall indemnify and keep harmless the Association and members of the Executive Committee and employees of the Association in respect of all penalties, damages, losses, actions, claims, costs and demands whatsoever which may be made against the Association or such members of the Executive Committee or employees of the Association in respect of any such breach or non-observance of undertaking.

**36 - SEAL**

The Executive Committee shall provide for the safe custody of the seal which shall be used only by the authority of the Executive Committee and every instrument to which the seal is affixed shall be signed by a member of the Executive Committee and shall be counter-signed by a second member of the Executive Committee. The seal shall be fixed to industrial agreements made by the Executive Committee and documents to be executed by the Executive Committee in accordance with Rule 27.10.

**37 - INSPECTION OF RULES AND BY-LAWS**

- 37.1 The rules shall be available in the registered office of the Association and in the offices of every local industrial committee for inspection by members.
- 37.2 Every member upon application to the Executive Committee shall be entitled to a copy of the rules.

**38 - RULES OF DEBATE**

Rules of debate to be observed at all meetings of the Association and of advisory sub-committees and local industrial committees thereof shall be in accordance with a Schedule circulated by the Executive Committee from time to time.

**39 - DISSOLUTION OF ASSOCIATION**

- 39.1 The Association may be dissolved by a resolution passed by three-fourths majority of the members present and voting at a Special Meeting of members duly convened for that purpose provided that not less than six calendar months notice in writing of the intention to convene such a Special Meeting to propose such a resolution shall have been given to all the members of the Association and the decision of the first meeting is subsequently confirmed by a similar majority at a second meeting held not fewer than fourteen days or more than twenty-eight days after the first meeting.

#### 40 - ALTERATION TO RULES - PROCEDURES

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- 39.2 If a resolution for the dissolution of the Association is passed as aforesaid the real and personal property of the Association shall be held by the Trustee and shall be applied by him firstly in payment of the debts and liabilities of the Association and secondly the costs of and incidental to the dissolution and subject thereto shall be transferred to such other body or bodies, institution or institutions or association or associations having objects similar to or partly similar to those of the Association as the Executive Committee may determine or in default of any such determination by the Executive Committee to some non-profit making body or bodies, institution or institutions or association or associations as a Judge of the Supreme Court of Victoria may determine.
- 39.3 Upon the final distribution of the property and assets of the Association the Treasurer of the Association shall submit to a special meeting of members of the Association a statement of the distribution duly audited and the Special Meeting having dealt with the same may give instructions as to the disposition of the books and records of the Association and the Association shall then stand finally dissolved.
- 39.4 No portion of the income, moneys or funds of the Association shall be paid or transferred directly or indirectly by way of individual bonus or otherwise howsoever by way of profit to any member of members of the Association but this shall not prevent the payment in good faith of remuneration or expenses to any member or officer of the Association or prevent the payment of interest at a reasonable rate on money lent or reasonable and proper rent for premises leased or let to the Association by any member.

#### **40 - ALTERATION TO RULES - PROCEDURES**

- 40.1 The rules of the Association may be altered, added to, varied or rescinded by resolution of a general meeting carried by at least two-thirds of the members present personally or represented by attorney or proxy. The Executive Committee or any local industrial committee created pursuant to these rules or any twenty financial members shall have the right at any time to submit proposals for alteration, addition to, variation or rescission of the rules. Such proposals in writing shall be received by the Executive Committee at least sixty days before the date of the general meeting to which they are to be submitted.
- 40.2 Notwithstanding the provision of Rule 40.1 the Executive Committee shall have power to repeal, alter or add to any rule and to make application to the Industrial Registrar for leave to repeal, alter or add to any rule for the purpose of bringing these rules into conformity with the requirements of the Act or to remove a ground of objection taken to the rules by an objector or by the Industrial Registrar.

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





11 October 2016

Ms Allison Valentine  
Returning Officer  
Industrial and Commercial Elections VIC State Office  
Australian Electoral Commission

Dear Ms Valentine

**In response to the post-election report of the Australian Electoral Commission: E2016/83**

The post-election report identified three rules that were difficult to interpret or apply. In particular they were rules 9.4, 28.1 and 28.10.

The Victorian Farmers Federation Industrial Association (VFFIA) intends to take action in relation to:

- (i) Rule 9.4 by reviewing the VFFIA membership data base and providing the names of the nominees appointed to act on behalf of the partnership or company and hold office in the Association;
- (ii) Rule 28.10 by changing this rule to satisfy the progressive markup of envelopes at the direction of the Returning Officer; and
- (iii) Rule 28.1 by amending this rule to allow alternative means of delivery to the electorate by using other more efficient /faster communication options.

Yours faithfully

Meg Parkinson  
President VFFIA

VICTORIAN FARMERS FEDERATION  
INDUSTRIAL ASSOCIATION  
FARRER HOUSE  
24 – 28 COLLINS STREET  
MELBOURNE, VICTORIA 3000  
TELEPHONE: (03) 9207 5555  
FACSIMILE: (03) 9207 5500

Attachment A

**Section 158 Fair Work (Registered Organisations) Act 2009  
Change of name or alteration of eligibility rules of organisation**

**DECLARATION**

I, Meg Parkinson of 24 Collins Street, Melbourne Victoria state as follows:

1. I am the President of the Victorian Farmers Federation Industrial Association (“VFFIA”), an organisation of employers registered under the *Fair Work(Registered Organisations) Act 2009* and an officer authorised by the Rules of the VFFIA to sign this declaration.
2. The rule alterations to the VFFIA Rules were made in accordance with the VFFIA rules, namely rule 40.2. Rule 40.2 states that: “Notwithstanding the provision of Rule 40.1 the Executive Committee shall have power to repeal, alter or add to any rule and to make application to the Industrial Registrar for leave to repeal, alter or add to any rule for the purpose of bringing these rules into conformity with the requirements of the Act or to remove a ground of objection taken to the rules by an objector or by the Industrial Registrar”.
3. The action taken under the VFFIA rules were in order to make the alterations for the purpose of compliance as the Australian Electoral Commission (AEC) found in its Post Election Report that a couple of the VFFIA rules were difficult to apply and/ or to interpret. The rules that the AEC mentioned are listed in the attachment marked “B”.
4. The proposed amendments to the VFFIA’s rules were:
  - (i) amend rule 28.1 by inserting in the first sentence the words after “Nominations shall be called for the election of the Executive Committee from financial members of the Association by” and inserting the words “sending the notice to them by post or by electronic means including by email or by facsimile” and deleting the words “notice posted to them”; and
  - (ii) insert new sub rule 28.5.4 “The Returning Officer may commence the preliminary scrutiny of returned declaration envelopes prior to the close of the ballot.”
5. The Executive Committee of the Association at its meeting on 9<sup>th</sup> December 2016 with a valid quorum present, approved the amendment to rule 28.1 and to insert the new sub rule 28.5.4. The procedure followed was:

The VFFIA Executive committee received a copy of the VFFIA rules and a notice of the amendments to the VFFIA rules as outlined in point 4 of the Declaration.

At the meeting on 9 December 2016, a resolution was made, declaring the endorsement of the amended rules and the amendments were made pursuant to rule 40.2 see below:

*It was carried that the proposed amendments as outlined at the meeting were carried by the executive committee members present*

This resolution was recorded in the minutes.

6. Subsequently an email was received see below:

**From:** LEE, Rebecca [<mailto:Rebecca.LEE@fwc.gov.au>]  
**Sent:** Friday, 3 February 2017 2:33 PM  
**To:** Saba Gharbinia  
**Cc:** Patricia Murdock; Meg Parkinson  
**Subject:** RE: Rule Changes VFFIA

Dear Saba,

As discussed, I'm following up our discussion about VFFIA's proposed rule alterations.

It isn't clear how proposed rule 28.5.4 interacts with existing rule 28.10. The AEC's post-election report noted that rule 28.10 doesn't allow for preliminary scrutiny of declaration envelopes prior to the close of the ballot. In response, the organisation added a new rule 28.5.4 which allows for such preliminary scrutiny. However, rule 28.10 has not been altered and still provides that scrutiny will commence on the week-day following the close of the ballot.

For clarity, the organisation may wish to consider inserting some additional wording to proposed rule 28.5.4 so that it reads:

"Notwithstanding any other provision in these rules, the Returning Officer may commence the preliminary scrutiny of returned declaration envelopes prior to the close of the ballot".

Any change to the proposed rule would need to be made under rule 40 – alteration to rules – procedures. If you would like any assistance with transacting further alterations, please let me know. Alternatively, please advise if you wish to keep the alterations in their current form.

Kind regards,

**REBECCA LEE**

Regulatory Compliance Branch

**FAIR WORK COMMISSION**

Tel: 03 8656 4691

Fax: 03 9655 0410

[rebecca.lee@fwc.gov.au](mailto:rebecca.lee@fwc.gov.au)

11 Exhibition Street, Melbourne Victoria 3000

GPO Box 1994, Melbourne Victoria 3001

[www.fwc.gov.au](http://www.fwc.gov.au)

7. The VFFIA for clarity reasons proposed to insert some additional wording to proposed rule 28.5.4 so that it reads:

“Notwithstanding any other provision in these rules, the Returning Officer may commence the preliminary scrutiny of returned declaration envelopes prior to the close of the ballot”.

8. The Executive Committee of the Association at its meeting on 6<sup>th</sup> April 2017 with a valid quorum present, approved the amendment to rule 28.5.4. The procedure followed was:

The VFFIA Executive committee received a copy of the VFFIA rules and a notice of the amendments to the VFFIA rules as outlined in point 7 of the Declaration.

At the meeting on 6<sup>th</sup> April 2017, a resolution was made, declaring the endorsement of the amended rules and the amendments were made pursuant to rule 40.2 see below:

*It was carried that the proposed amendments as outlined at the meeting were carried by the executive committee members present*

This resolution was recorded in the minutes

9. The particulars set out in the notice of the rule alterations are true and correct to the best of my knowledge and belief.

A handwritten signature in black ink, appearing to read 'meg parkinson', written in a cursive style.

Signed: Meg Parkinson

Dated: 18 April 2017

Ms Patricia Murdock  
Senior Industrial Officer  
Victorian Farmers Federation Industrial Association  
Farrer House  
24-28 Collins St  
MELBOURNE VIC 3000

**Post Election Report For: Victorian Farmers Federation Industrial Association  
Election E2016/83**

I refer to the above election for your organisation.

Section 197(1) of Schedule 1 of the *Fair Work (Registered Organisations) Act 2009* requires the AEC to provide a written report on the conduct of the election to the Industrial Registrar and to the organisation or branch for whom the election was conducted. A copy of the report in relation to this election is attached.

Section 198 of Schedule 1 requires that if an organisation or branch is given a post election report under section 197 that identifies a rule that was difficult to interpret or apply, the organisation or branch must, within 30 days, give a written response to the AEC on that aspect of the report. The response must specify whether the organisation or branch intends to take any action in relation to the rule, and if so, what action it intends to take.

If the attached Report identifies a rule that was difficult to interpret or apply, you should forward your response to the AEC by email to 'industrial.elections@aec.gov.au' within thirty days of the date of the report.

Section 198 and the regulations also require an organisation to make the post election report and the organisation's response to the report (if applicable) available to members.

Further, Regulation 141(4) of the *Fair Work (Registered Organisations) Act 2009* Regulations requires an organisation or branch to publish a notice on its web site advising members that a copy of the post election report is available upon request. If a website is not available, publishing a notice in a journal or newsletter would be considered appropriate.

Please contact me if you wish to clarify any aspect of this report.



Allison Valentine  
Returning Officer

15 September 2016

**Fair Work (Registered Organisations) Act 2009 Schedule 1**

**POST ELECTION REPORT**

**Victorian Farmers Federation Industrial Association**

**ELECTION/S COVERED IN THIS REPORT**

Election Decision No/s: E2016/83

**RULES**

Rules used for the election: [222V: Incorporates alterations of 24 November 2014 (R2014/169)] replaces version of 23 February 2014 (R2014/26)

Rules difficult to apply/interpret:

- 1) As per *Rule 9.4 Membership Application*. The election process is facilitated by the provision of the names of the nominees appointed to act on behalf of the partnership or company and hold office in the Association. The membership database needs to reflect this requirement.
- 2) *Rule 28.10 The Count* does not allow for progressive markback of envelopes at the direction of the Returning Officer. If a ballot were to occur provision for progressive markback and preliminary scrutiny facilitates the counting of votes following the ballot close.
- 3) *Rule 28.1 Nominations for Office* provides that the Election Notice will be posted to the electorate. The Association may wish to consider allowing for alternative means of delivery such as email for faster/more efficient communication.

Model Rule reference (if any):

- 1) NIL
- 2) 17.2 *Preliminary Scrutiny of Envelopes*
- 3) NIL

**ROLL OF VOTERS**

Total number of voters on the Roll: Nil

Number of apparent workplace addresses: Nil

Number of non-current addresses: Nil

Other matters pertaining to the roll of voters: Nil

## **IRREGULARITIES**

Details of written allegations of irregularities, Nil  
and action taken by AEC:

Other irregularities identified, and action taken: Nil

## **ATTACHMENTS**

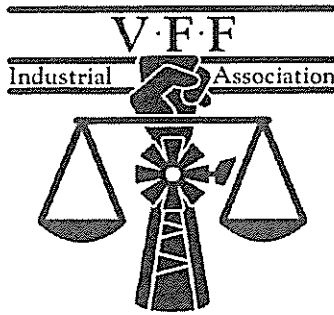
1. Stage 1 - Uncontested Declaration - Committee
2. Stage 1 - RECALL - Uncontested Declaration - Committee
3. Stage 2 - Uncontested Declaration - Office Bearers



Allison Valentine  
Returning Officer

15 September 2016





General Manager of Fair Work Commission  
Fair Work Commission  
11 Exhibition Street  
MELBOURNE 3000  
14 December 2016

Dear General Manager,

**Alteration of VFFIA Rules as requested by the Australian Electoral Commission (AEC)**

On 15 September 2016, Allison Valentine , the Returning Officer of the AEC in her post election report found that certain VFFIA rules were difficult to apply/interpret. The VFFIA in response to the AEC post election report E2016/83 forwarded a letter back explaining the action the VFFIA would take. Subsequently action was taken to amend the rules and insert a new rule.

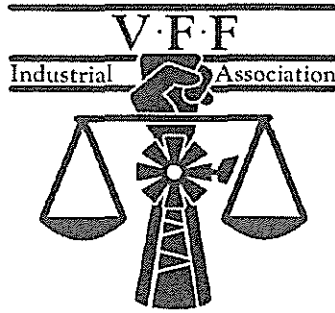
On 9<sup>th</sup> December 2016, the VFFIA Executive Committee at its Executive Committee meeting approved a new rule, rule 28.5.4 and also approved an amendment made to rule 28.1 as requested by the AEC. In order to make these amendments rule 40.2 was implemented in accordance with the VFFIA rules.

As the alteration of these rules has been transacted, the VFFIA is now lodging an application to the Fair Work Commission seeking certification.

Enclosed are:

- Notice setting out the particulars of the alterations;
- Declaration signed by the President of the VFFIA see attachment A and an attachment B
- A copy of letter by VFFIA in response to the post- election report , dated 11 October 2016;
- a copy of the VFFIA current rules;
- a copy of the VFFIA rules with the track changes.

VICTORIAN FARMERS FEDERATION  
INDUSTRIAL ASSOCIATION  
FARRER HOUSE  
24 – 28 COLLINS STREET  
MELBOURNE, VICTORIA 3000  
TELEPHONE: (03) 9207 5555  
FACSIMILE: (03) 9207 5500



Yours Sincerely,

*Patricia Murdock*

Patricia Murdock

VICTORIAN FARMERS FEDERATION  
INDUSTRIAL ASSOCIATION

FARRER HOUSE

24 - 28 COLLINS STREET

MELBOURNE, VICTORIA 3000

TELEPHONE: (03) 9207 5555

FACSIMILE: (03) 9207 5500

Attachment A

**Section 158 Fair Work (Registered Organisations) Act 2009  
Change of name or alteration of eligibility rules of organisation**

**DECLARATION**

I, Meg Parkinson of 24 Collins Street, Melbourne Victoria state as follows:

1. I am the President of the Victorian Farmers Federation Industrial Association (“VFFIA”), an organisation of employers registered under the *Fair Work(Registered Organisations) Act 2009* and an officer authorised by the Rules of the VFFIA to sign this declaration.
2. The rule alterations to the VFFIA Rules were made in accordance with the VFFIA rules, namely rule 40.2. Rule 40.2 states that: “Notwithstanding the provision of Rule 40.1 the Executive Committee shall have power to repeal, alter or add to any rule and to make application to the Industrial Registrar for leave to repeal, alter or add to any rule for the purpose of bringing these rules into conformity with the requirements of the Act or to remove a ground of objection taken to the rules by an objector or by the Industrial Registrar”.
3. The action taken under the VFFIA rules were in order to make the alterations for the purpose of compliance as the Australian Electoral Commission (AEC) found in its Post Election Report that a couple of the VFFIA rules were difficult to apply and/ or to interpret. The rules that the AEC mentioned are listed in the attachment marked “B”.
4. The proposed amendments to the VFFIA’s rules were:
  - (i) amend rule 28.1 by inserting in the first sentence the words after “Nominations shall be called for the election of the Executive Committee from financial members of the Association by” and inserting the words “sending the notice to them by post or by electronic means including by email or by facsimile” and deleting the words “notice posted to them”; and
  - (ii) insert new sub rule 28.5.4 “The Returning Officer may commence the preliminary scrutiny of returned declaration envelopes prior to the close of the ballot.”
5. The Executive Committee of the Association at its meeting on 9<sup>th</sup> December 2016 with a valid quorum present, approved the amendment to rule 28.1 and to insert the new sub rule 28.5.4. The procedure followed was:

The VFFIA Executive committee received a copy of the VFFIA rules and a notice of the amendments to the VFFIA rules as outlined in point 4 of the Declaration.

At the meeting on 9 December 2016, a resolution was made, declaring the endorsement of the amended rules and the amendments were made pursuant to rule 40.2 see below:

*It was carried that the proposed amendments as outlined at the meeting were carried by the executive committee members present*

This resolution was recorded in the minutes.

6. The particulars set out in the notice of the rule alterations are true and correct to the best of my knowledge and belief.



Signed: Meg Parkinson

Dated: 9 December 2016

## NOTICE OF PARTICULARS OF THE ALTERATIONS TO VFFIA RULES

The Victorian Farmers Federation Industrial Association rules were altered as follows:

1. Rule 28.1 is amended by inserting the words after "Nominations shall be called for the election of the Executive Committee from financial members of the Association by" and inserting sending the notice to them by post or by electronic means including by email or by facsimile" and deleting the words "notice to them".

The new rule should read:

### **28.1 Nomination for Office**

**Nominations shall be called for the election of the Executive Committee from financial members of the Association by sending the notice to them by post or by electronic means including by email or by facsimile, the closing date for such nominations being a date not less than two months before the Annual General Meeting which shall give sufficient time for ballot papers to be dispatched to and returned by all members of the Association eligible to vote to enable the count to be completed prior to the Annual General Meeting.**

**Such notice shall be given to members not less than fourteen days before the closing date for nominations.**

**Subject to Rule 28.5, no nomination shall be accepted pursuant to this Rule unless the nominee has signed written acceptance of nomination. The nomination may be accompanied by a statement in accordance with Rule 28.8.**

2. A new sub rule 28.5.4 was inserted into the VFFIA rules

The new sub-rule should read:

- 28.5.4 The Returning Officer may commence the preliminary scrutiny of returned declaration envelopes prior to the close of ballot.**

[222V: Incorporates alterations of 24 November 2014 (R2014/169)]  
replaces version of 23 February 2014 (R2014/26)

## **Victorian Farmers Federation Industrial Association**

I CERTIFY under section 161 of the Fair Work (Registered Organisations) Act 2009 that the pages herein numbered 1 to 28 both inclusive contain a true and correct copy of the registered rules of the Victorian Farmers Federation Industrial Association.

DELEGATE OF THE GENERAL MANAGER  
FAIR WORK COMMISSION

# Rules of the Victorian Farmers Federation Industrial Association

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Note: This table of contents has been generated by Fair Work Commission as an aid to using the rulebook, however it does not form part of the registered rules of the organisation. No reliance should be placed on the table of contents in interpreting the rules.

RULES OF THE VICTORIAN FARMERS FEDERATION INDUSTRIAL ASSOCIATION

**1 - NAME**

The name of the Association is the Victorian Farmers Federation Industrial Association (hereinafter referred to as "the Association").

**2 - INDUSTRY**

The Industry in or in connection with which the Association is established is the agricultural, apicultural, dairying, farming, fishing, forestry, horticultural, livestock, orcharding, pastoral, piscicultural, poultry, vegetable and viticultural industries within the State of Victoria (which are hereinafter collectively referred to as "the industry").

**3 - REGISTERED OFFICE**

The registered office of the Association shall be at number Twenty Four Collins Street, Melbourne, or at such other place as the Executive Committee may from time to time appoint.

**4 - SPHERE OF OPERATIONS**

The sphere of operations of the Association shall be within the State of Victoria or any other areas that the Executive Committee deem appropriate.

**5 - OBJECTS**

THE OBJECTS OF THE ASSOCIATION ARE:

- 5.1 To be a voluntary association of employers engaged in the industry
- 5.2 To inform, counsel, and advise its members in matters relating to their industrial pursuits
- 5.3 To further and protect the interests of its members as a corporate body in all industrial matters
- 5.4 To provide industrial services for members
- 5.5 To preserve the rule of law as essential security for individual rights and liberties

**6 - POWERS**

The Association shall have power to do all things necessary or convenient to be done for or in connection with, or incidental to, its objects and in particular, without limiting the generality of the foregoing:

- 6.1 To obtain registration as an industrial organisation under the Fair Work (Registered Organisations) Act 2009 or any other Act at the discretion of the Executive Committee, and to comply with the requirements of any amendments from time to time
- 6.2 To submit industrial disputes to conciliation or arbitration pursuant to any Commonwealth or State Act



## 6 - POWERS

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- 6.3 To negotiate industrial agreements
- 6.4 To take any lawful steps to prevent or terminate strikes, bans and like industrial action
- 6.5 To secure legal advice and assistance for members in industrial matters
- 6.6 To conduct litigation
- 6.7 To maintain and improve conditions of contract and forms of agreement
- 6.8 To acquire, purchase, take on lease, hold, sell, lease, mortgage, charge, exchange, and otherwise own, possess, and deal with in the name of the trustee for the time being of the Association any real or personal property (including shares in any company, wherever incorporated), and to borrow moneys
- 6.9 To make representations to or arrangements with any government or authority, federal, state, municipal, local or otherwise, that may seem conducive to the Association's objects or any of them
- 6.10 To enter into any agreement with any person, partnership or company, body or organisation whose business or undertaking or operations are or may be connected with the industry and to purchase or otherwise acquire any paid-up contributing or other share or interest in any such business or undertaking and to form or promote or assist in the formation or promotion of any company, firm, association or body
- 6.11 To affiliate with, join or enter any alliance with any organisation or association, either within the Commonwealth of Australia or overseas, having objects similar to the Association or calculated to benefit members generally, and to acquire shares and interests in or lend money upon debentures or otherwise to them and to appoint representatives to them
- 6.12 To raise money by any means lawful whether specially provided by these rules or not, to further any of these objects
- 6.13 To raise funds by means of subscriptions, donations, fees and levies, from or on members and impose fines on members for all purposes and objects of the Association in such amounts and in such manner as is provided in these rules
- 6.14 To act as an organisation of employers under the laws of the Commonwealth of Australia and its Territories or any State within the Commonwealth
- 6.15 To initiate, defend or bring any industrial dispute or claim relating to industrial matters before the appropriate tribunal established under Commonwealth or State law and to represent the interests of employers in all sections of the industry or special to the industry before Courts, Fair Work Australia, other tribunals or bodies and at conferences with organisations of employers and other bodies of employers or employees
- 6.16 To make agreements with members, employees and/or their representatives, organisations, associations or unions relative to the terms and/or conditions of employment
- 6.17 To establish local industrial committees in any part of Australia or its Territories

## 7 - DEFINITIONS AND INTERPRETATIONS

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- 6.18 To act in conjunction with other associations or unions of a similar nature in any part of Australia
- 6.19 To maintain public relations with and to assist governmental and quasi-governmental bodies, business houses, undertakings, educational and scientific institutions, any organisations, bodies or persons whatsoever for the purpose of advancing the interests of members as a body or as individuals
- 6.20 To enable the Association, subject to the provisions of the Fair Work (Registered Organisations) Act 2009 (hereinafter referred to as the Act), to amalgamate or affiliate with and to appoint representatives to any employers' union or association in Australia
- 6.21 To promote unity among primary producers' organisations
- 6.22 To provide members with industrial services
- 6.23 To edit or publish any newspaper, periodical, journal or book
- 6.24 To enter into any agreement with the employees of the Association deemed to be for the mutual benefit of both the Association and such employees
- 6.25 To do all such lawful things as may appear to be incidental or conducive to the beforementioned objects or any of them, and to adopt additional objects from time to time. Provided that the Association shall not be carried on for profit or gain
- 6.26 To make loans, grants and donations, provided that a loan, grant, or donation of an amount exceeding \$1,000 shall not be made by this organisation unless the Executive Committee:
- 6.26.1 Has satisfied itself:
- 6.26.1.1 That the making of the loan, grant or donation would be in accordance with the other rules of the organisation and
- 6.26.1.2 In relation to a loan - that, in the circumstances, the security proposed to be given for the repayment of the loan is adequate and the proposed arrangements for the repayment of the loan are satisfactory, and
- 6.26.2 Has approved the making of the loan, grant or donation.

This rule shall not apply to any payment made to any person on account of that person's out of pocket expenses incurred or to be incurred for the benefit of the Association.

## 7 - DEFINITIONS AND INTERPRETATIONS

In these rules and this constitution, the following words and expressions shall have the meanings hereinafter specified unless the context requires otherwise:

- . "Association" means the Victorian Farmers Federation Industrial Association.
- . "Declared person or body" means a person is a declared person or body if:

## 7 - DEFINITIONS AND INTERPRETATIONS

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- (i) an officer of the Association has disclosed a material personal interest under sub rule 25B.1; and
- (ii) the interest relates to, or is in, the person or body; and
- (iii) the officer has not notified the Association that the officer no longer has the interest;

"Disclosure period" for the purpose of these rules means the financial year;

"Election by the Whole" means elections at which all financial members of the Association are entitled to vote as one electorate and in which each member is entitled to one vote

"Employee" means a person in service with another in relationship of master and servant but does not include a partner performing work for the partnership of which he is a member or member of a family performing work for the family company of which he is a member.

"Executive" means the Executive Committee of the Association as provided for in these rules.

"Financial duties" includes duties that relate to the financial management of the Association;

"Financial Member" means a member who is not more than three Months in arrears of his payment of membership contributions made pursuant to Rule 19.

"General Manager" means the General Manager of Fair Work Commission;

"The Industry" means the industry in connection with which the Association is established as specified in Rule 2.

"Local Industrial Committee". The term "Local Industrial Committee" is used in these rules with the intent that it shall not describe a branch of an organisation within the meaning of the Act.

"Member" means a natural person, partnership or company.

"Membership" means membership or in membership of the Association.

"Non-cash benefit" means property or services in any form other than money, but does not include a computer, mobile phone or other electronic device that is used only or mainly for work purposes;

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

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

"peak council" has the same meaning as defined in section 12 of the Fair Work Act 2009;

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

- . "relative" in relation to a person, means:
  - (i) parent, step parent, child, stepchild, grandparent, grandchild, brother or sister of the person; or
  - (ii) the spouse of the first mentioned person;
  
- . "relevant remuneration" in relation to an officer of the Association for a disclosure period is the sum of the following:
  - (i) any remuneration disclosed to the Association by the officer under sub rule 25A.1 during the disclosure period;
  - (ii) any remuneration paid during the disclosure period, to the officer of the Association;
  
- . "relevant non-cash benefits" in relation to an officer of the Association for a disclosure period means the non-cash benefits provided to the officer, at any time during the disclosure period, in connection with the performance of the officer's duties as an officer, by the Association or by a related party of the Association;
  
- . "remuneration"
  - (i) includes pay, wages, salary, fees, allowances, leave, benefits or other entitlements; but
  - (ii) does not include a non-cash benefit; and
  - (iii) does not include the reimbursement or payment of reasonable expenses for the costs incurred in the course of the officer carrying out his or her duties.
  
- . "The Register" shall mean the register of members kept pursuant to Rule 18.

Words importing the singular number also include the plural number and vice versa, and words importing the masculine gender also include the feminine and neuter genders and vice versa.

Words importing persons shall include companies and public bodies.

## **MEMBERSHIP**

### **8 - MEMBERSHIP ELIGIBILITY**

The persons partnerships or companies eligible for Membership of the Association shall be those who are or are usually employers in or in connection with the industry or any part thereof, together with such other persons as have been appointed to offices of the Association.

### **9 - MEMBERSHIP APPLICATION**

- 9.1 Any person, partnership or company desiring to become a member must make application in the form prescribed by the Executive Committee.
- 9.2 Every such application shall be accompanied by the prescribed amount of annual subscription. Until such payment is made no applicant shall be admitted to membership.
- 9.3 The Executive Committee shall inform applicants for membership, in writing, of:
  - (1) the financial obligations arising from membership; and

## 13 - MEMBERSHIP RESIGNATION

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- (2) the circumstances, and the manner, in which a member may resign from the Association.
- 9.4 Each partnership and company shall nominate in its application, a nominee to act on behalf of the partnership or company and to represent the member for all purposes of the Association. Such nominee, while so acting, shall be entitled to hold office in the Association. The member may at any time by notice in writing to the Executive Committee revoke the appointment of its nominee and substitute another nominee therefore.

## 10 - MEMBERSHIP ADMISSION

All applications for membership shall be subject to acceptance by the Executive Committee which may decline such applications on any of the following grounds:

- 10.1 The applicant is not eligible for membership
- 10.2 The applicant has failed to observe the requirements of membership application herein contained
- 10.3 The applicant has failed to pay the prescribed subscription
- 10.4 Or for reasonable cause

## 11 - HONORARY LIFE MEMBERSHIP

The Executive Committee may admit any person to Honorary Life Membership who is a member of the Association, in recognition of distinguished services rendered to the Association without liability for payment of subscriptions. Such Honorary Life Member shall be entitled to exercise full rights of membership.

## 12 - SERVICE OF NOTICES

- 12.1 Each member shall give to the Executive Committee an address to which notices may be sent.
- 12.2 A notice may be given by the Association to any member either personally or by sending it by post or by electronic means including by email or by facsimile to him or her at his or her registered address. Where a notice is sent by post, service of the notice shall be deemed effected by properly addressing, prepaying and posting an envelope containing the notice, and to have been effected in the case of a notice of a meeting two days after the date of its posting and in any other case unless the contrary is proved at the time at which the notice would be delivered in the ordinary course of post. If the notice is sent electronically it will be taken that the receipt date is the day of transmission, or if forwarded after 5pm then the receipt will be the next business day.

## 13 - MEMBERSHIP RESIGNATION

- 13.1 A member of the Association may resign from membership by written notice addressed and delivered to the Executive Committee. The notice may be sent electronically.

## 15 - MEMBERSHIP TERMINATION

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- 13.2 A notice of resignation from membership of the Association takes effect:
- (a) where the member ceases to be eligible to become a member of the Association:
    - (i) on the day on which the notice is received by the Association; or
    - (ii) on the day specified in the notice, which is a day not earlier than the day when the member ceases to be eligible to become a member;whichever is later; or
  - (b) in any other case:
    - (i) at the end of 2 weeks after the notice is received by the Association; or
    - (ii) on the day specified in the notice;whichever is later.
- 13.3 Any dues payable but not paid by a former member of the Association, in relation to a period before the member's resignation from the Association took effect, may be sued for and recovered in the name of the Association, in a court of competent jurisdiction, as a debt due to the Association.
- 13.4 A notice delivered to the person mentioned in subsection (1) shall be taken to have been received by the Association when it was delivered.
- 13.5 A notice of resignation that has been received by the Association is not invalid because it was not addressed and delivered in accordance with subsection (1).
- 13.6 A resignation from membership of the Association is valid even if it is not effected in accordance with this section if the member is informed in writing by or on behalf of the Association that the resignation has been accepted.
- 13.7 The Executive Committee shall cause the receipt of notice of resignation to be acknowledged in writing.

## 14 - MEMBERSHIP RETIREMENT

Should a member retire from the industry such member shall only be liable for the payment of his membership subscription and other sums due by him to the Association up to the date of retirement from the industry. The Association shall not refund a subscription or any part thereof.

## 15 - MEMBERSHIP TERMINATION

The Executive Committee may by resolution order the name of any member to be removed from the register if such member:

- 15.1 Is adjudged by the Executive Committee to be guilty of misappropriation of the funds of the Association.
- 15.2 Knowingly acts contrary to or in disregard of the rules of the Association.

## 18 - REGISTER OF MEMBERS

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- 15.3 Fails to pay the prescribed membership subscription or any levy for a period of not less than three months.
- 15.4 Knowingly fails to comply with a lawful resolution of the Executive Committee.

Thereupon the name of such member shall be removed from the register and he shall cease to have any interest in or claim upon the funds of the Association but shall remain indebted to the Association for all contributions and other sums due by him to the Association at the date of his removal from membership.

Provided that the member shall first receive not less than thirty days notice of the proposal for his removal and shall have had the opportunity to appear before the Executive Committee to render personal explanation or have delivered to the Executive Committee an explanation in writing. The Executive Committee may require the member to appear before it.

### **16 - MEMBERS NOT PARTNERS**

Membership of the Association shall not create partnership and members shall in no way be liable for acts or omissions of each other.

### **17 - MEMBERS BOUND BY THESE RULES**

Every member of the Association shall be bound by these rules as varied from time to time and all by-laws made from time to time according to the provisions contained in these rules.

### **18 - REGISTER OF MEMBERS**

The Executive Committee shall cause to be kept a Register of Members wherein shall be entered in respect of each member and former member:

- 18.1 Name
- 18.2 Postal Address
- 18.3 Property or properties owned and operated
- 18.4 The date upon which the name of such member was entered in the register as a member
- 18.5 Commodity interests
- 18.6 The local industrial committee with which associated
- 18.7 The date upon which the member ceased to be a member
- 18.8 The name and address of the nominee of a partnership or company member
- 18.9 Members shall advise the Executive Committee within 14 days after:
- (a) the business, or part of the business, of a member of the Association is assigned or transferred to a person who is not a member of the Association; or

## 21 - MEMBERSHIP PAYMENTS - WHERE PAYABLE

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

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

### **18A - ASSOCIATION TO DEVELOP AND IMPLEMENT POLICIES AND PROCEDURES RELATING TO EXPENDITURE**

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

### **19 - MEMBERSHIP SUBSCRIPTIONS**

- 19.1 Each member shall pay an annual subscription the amount being determined by the Executive Committee from time to time following referral to the Annual General Meeting of the Association.

Such annual subscriptions may be:

19.1.1 A fixed amount

19.1.2 An amount calculated on numbers of stock and poultry or production of commodities; or

19.1.3 A combination of 19.1.1 and 19.1.2 above, with or without a fixed maximum or minimum subscription applying.

If the subscription is to be calculated on the basis of numbers or production each member shall submit annually a return calculating his subscription, based on his number of stock and poultry and his annual production of commodities.

- 19.2 Each annual membership subscription shall become due and payable in advance on any of the first day of January, April, July or October in each year depending on which date falls on or immediately precedes the anniversary date of the member joining the Association or any other quarterly date determined by the Executive Committee and the subscription shall be adjusted accordingly.

- 19.3 Any member may continue in membership after ceasing to be an employer or producer in the industry and shall pay the appropriate subscription.

### **20 - MEMBERSHIP LEVIES**

The Executive Committee may at any time impose a levy for the benefit of those members on whom it is imposed, on such members and for such sums for contribution to the Association funds as the Executive Committee determines. Any such levy shall become due and payable immediately after written notice of such levy has been given to members.

### **21 - MEMBERSHIP PAYMENTS - WHERE PAYABLE**

Subscriptions and levies shall be paid at the registered office of the Association or to an accredited representative of the Association.



## **22 - UNFINANCIAL MEMBERS**

- 22.1 Any member failing to pay any levy within three months after notification thereof has been posted to him or her by the Executive Committee or being in arrears three months with his annual subscription shall be disqualified from taking part in the proceedings of the Association or from receiving any service or benefit from the Association.
- 22.2 If default is made by any member in payment of a levy or subscription within the relevant period set out in Rule 22.1 hereof the Executive Officer shall notify such member by post that unless his arrears are paid within one month of the date of such notification his membership may be terminated.
- 22.3 The Executive Committee in its absolute discretion may extend the period for payment by any member of a levy or subscription from the due date of such payment, but during such extended period the member will not be entitled to take part in the proceedings of the Association or to receive any service from it.

## **23 - EXECUTIVE COMMITTEE**

### Management of Association

Subject to the general control by members of the Association in general meeting the management of the Association shall be vested in an Executive Committee as hereinafter provided.

## **24 - DEFINITION OF OFFICES**

Each of the members of the Executive Committee shall be a holder of an "office" within the meaning of the Act.

## **25 - ELIGIBILITY FOR OFFICE**

- 25.1 No person shall be eligible to be elected to any office unless he is:
- 25.1.1 A person enrolled in membership, or
  - 25.1.2 A nominee of a partnership which is enrolled in membership as a partnership, or
  - 25.1.3 A nominee of a company which is enrolled in membership as a company,
- and unless the member, whether person, partnership or company, is a financial member.
- 25.2 Any member of the Executive Committee shall cease to be eligible to hold office if such member:
- 25.2.1 Becomes bankrupt or insolvent or makes an assignment for the benefit of his creditors or compromises with his creditors, or
  - 25.2.2 Is the nominee of a firm which, or any partner in which, becomes bankrupt or insolvent or makes an assignment for the benefit of its or his creditors, or compromises with its or his creditors, or is the nominee of a company which is in course of liquidation otherwise than for the purposes of reconstruction, or

25.2.3 From any cause whatsoever ceases to be a member or the nominee of a member of the Association, or

25.2.4 By writing resigns from the Executive Committee

**25A - DISCLOSURE OF OFFICERS RELEVANT REMUNERATION AND NON CASH BENEFITS**

25A.1 Each officer of the Association shall disclose to the Association any remuneration paid to the officer:

- (a) because the officer is a member of a Board, if:
  - i. the officer is a member of a Board only because the officer is an officer of the Association; or
  - ii. the officer was nominated for the position as a member of the Board by the Association, or a peak council; or
- (b) by any related party of the Association in connection with the performance of the officers' duties as an officer.

25A.2 The disclosure required by sub-rule 25A.1 shall be made to the Executive Committee of the Association;

- (a) as soon as practicable after the remuneration is paid to the officer; and
- (b) in writing.

25A.3 An Association shall disclose to the members of the Association:

- (a) the identity of the officers who are the five highest paid in terms of relevant remuneration for the disclosure period, and
- (b) for those officers:
  - i. the actual amount of the officers' relevant remuneration for the disclosure period; and
  - ii. the value of the officers' relevant non-cash benefits, for the disclosure period.

25A.4 For the purposes of sub-rule 25A.3, the disclosure period shall be made:

- (a) in relation to each financial year;
- (b) within six months after the end of the financial year; and
- (c) in writing

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**25B - DISCLOSURE OF OFFICER'S MATERIAL PERSONAL INTEREST**

- 25B.1 Each officer of the Association shall disclose to the Association any material personal interest in a matter that:
- (a) the officer has or acquires; or
  - (b) a relative of the officer has or acquires;
- that relates to the affairs of the Association.
- 25B.2 The disclosure required by sub-rule 25B.1 shall be made to the Executive Committee of the Association:
- (a) as soon as practicable after the interest is acquired; and
  - (b) in writing.
- 25B.3 The Association shall disclose to the members of the Association any interests disclosed to the Association pursuant to sub-rule 25B.1.
- 25B.4 For the purposes of sub-rule 25B.3, the disclosures shall be made:
- (a) in relation to each financial year;
  - (b) within six months after the end of the financial year; and
  - (c) in writing.

**25C - DISCLOSURE BY ASSOCIATION OF PAYMENTS**

- 25C.1 The Association shall disclose to the members of the Association either:
- (a) each payment made by the Association during the disclosure period:
    - i. to a related party of the Association; or
    - ii. to a declared person or body of the Association; or
  - (b) the total of the payments made by the Association, during the disclosure period:
    - i. to each related party of the Association; or
    - ii. to each declared person or body of the Association
- 25C.2 Sub-rule 25C.1 does not apply to a payment made to a related party if the payment consists of:
- (a) amounts deducted by the Association from remuneration payable to officers or employees of the Association; or
  - (b) the related party is an officer of the Association, and the payment:
    - (i) consists of remuneration paid to the officer by the Association; or
    - (ii) is reimbursement for expenses reasonably incurred by the officer in performing the officer's duties as an officer.

## 26 - PRESIDENT, VICE PRESIDENT AND TREASURER

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25C.3 For the purposes of sub-rule 25C.1, the disclosures shall be made:

- (a) in relation to each financial year;
- (b) within six months after the end of the financial year; and
- (c) in writing.

### **26 - PRESIDENT, VICE PRESIDENT AND TREASURER**

26.1 Each year there shall be elected a President, Vice President and Treasurer pursuant to Rule 29.

26.2 26.2.1 In the event of a casual vacancy in the office of President, the position shall be filled by the Vice President

26.2.2 Any casual vacancy in the office of the President caused by failure of sub rule 26.2.1 of this rule to take effect or in the office of Vice President shall be filled by any member of the Executive Committee appointed thereto by the Executive Committee for the unexpired portion of the term for which the President holds office.

26.2.3 In the event of a casual vacancy in the office of Treasurer, an acting Treasurer may be appointed by the Executive Committee for the unexpired portion of the term for which the Treasurer held office.

26.2.4 Deleted

26.2.5 Deleted

26.3 Treasurer - Duties

The Treasurer shall supervise the financial affairs of Association in such manner as the Executive Committee may from time to time require and shall as required by these rules render a true account of all moneys received and expended and of all the assets and liabilities of the Association.

26.4 Deleted

26.5 Deleted

26.6 Executive Officer - Remuneration

The remuneration or honorarium of the Executive Officer shall be determined by the Executive Committee.

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**27 - EXECUTIVE COMMITTEE - COMPOSITION**

There shall be an Executive Committee consisting of six members elected pursuant to Rule 28. From among the six members there shall be elected a President, Vice President and Treasurer, pursuant to Rule 29.

27.1 Nomination

Nomination for the election of each of the six members of the Executive Committee referred to in Rule 27 may be made by any financial member of the Association in writing by the closing date for such nomination pursuant to Rule 28.1.

27.2 Election

In the event of there being more nominations than the six seats to be filled, the names of the candidates shall be submitted to election by the members pursuant to Rule 28.

27.3 Casual Vacancies

In the event of any casual vacancy on the Executive Committee the Executive Committee shall, subject to Rule 26.2 proceed at its next meeting after the occurrence of the vacancy by resolution to appoint a person qualified to fill such vacancy pursuant to Rule 25.1.

27.4 Members Term of Office

The term of office of the six members of the Executive Committee shall begin at the termination of the annual general meeting at which the election of office bearers was declared, and expire at the termination of the next annual general meeting. The term of office of the President, Vice President and Treasurer shall begin at the meeting of the Executive Committee at which they are elected and shall expire on the declaration of the election of their successors.

27.5 Chairman

The President shall be the Chairman of the Executive Committee and if the President is unavailable the Vice President shall assume the chair, and failing the Vice President the Executive Committee shall elect a Chairman from amongst its members.

27.6 Meetings

The Executive Committee shall meet at such times and places as may be determined by the Executive Committee or any general meetings of members. Decisions shall be by majority vote and the Chairman shall have a deliberative vote and in the case of an equality of votes shall also have a casting vote.

27.7 Notice of Meetings

Notice of meetings of the Executive Committee and of the business to be conducted thereat shall be given to all members of the Executive Committee by letter, electronic means, telephone or word of mouth at least fourteen days prior thereto except when in the opinion of the President of the Executive Committee the meeting is required as a matter of urgency in which case at least one day's prior notice of the meeting shall be given in the manner aforesaid.

27.8 Quorum

Three members shall constitute a quorum of the Executive Committee.

27.9 Leave of Absence

The Executive Committee shall have power to grant leave of absence to any of its members for a period not exceeding six calendar months and to any of its members absent upon the business of the Association in a representative capacity for any period. It shall be the duty of members of the Executive Committee to attend all meetings of that Committee to which leave of absence does not extend.

27.10 Functions

The Executive Committee shall be the Committee of Management of the Association and may, subject to any decisions of members of the Association in general meeting duly convened and held, exercise all the functions and powers of the Association and without limiting the generality of the foregoing shall have power:

- 27.10.1 To manage and administer the Association
- 27.10.2 To execute the policy decisions of any general meeting of the Association
- 27.10.3 To make on behalf of the Association industrial agreements
- 27.10.4 To authorise the execution of all documents required to be executed in the exercise of the powers of the Association
- 27.10.5 To deal in any manner responsible to general meetings of members of the Association with matters arising from time to time
- 27.10.6 To report the proceedings of the Association to general meetings
- 27.10.7 On behalf of the Association and any of its members to bring or to authorise the bringing of any industrial dispute or matter before any Commonwealth or State industrial tribunal or other tribunal and may, for that purpose, formulate or authorise any claims, defences or other necessary proceedings or documents incidental thereto, and may on behalf of the Association and any of its members give any undertakings to any such tribunal or other industrial authority

## 27 - EXECUTIVE COMMITTEE - COMPOSITION

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- 27.10.8 To acquire, purchase, take on lease, mortgage, charge, exchange and otherwise own or possess and deal with real and personal property
- 27.10.9 To make and give receipts, releases and other discharges for moneys payable to the Association and for the claims and demands of the Association
- 27.10.10 To draw, accept, make, endorse, transfer, discount, guarantee and negotiate such bills of exchange and promissory notes, and give such indemnities and guarantees and enter into such other obligations as may seem to it to be expedient for the purpose of the Association
- 27.10.11 To affiliate or amalgamate the Association with any organisation, association, chamber or body corporate or incorporate, having objects altogether or in part similar to those of the Association, upon such terms and conditions the Executive Committee may think fit
- 27.10.12 From time to time to make, and to alter vary and rescind such by-laws for carrying out of these rules, for putting into effect the powers and authorities vested by these rules in the Executive Committee, and for regulating the conduct and proceedings of the Association and of meetings of the Executive Committee and generally to provide for all such matters and things relating to the management of the property of the Association and to the conduct of its business as are not inconsistent with or repugnant to these rules or required to be done by the Association in general meetings
- 27.10.13 To form local industrial committees of the Association in any part of the Commonwealth of Australia
- 27.10.14 In consultation with the Executive Officer to appoint and remove staff and to determine staff salaries, allowances and wages according to law
- 27.10.15 To enter into contracts for the supply of goods or services
- 27.10.16 To appoint advisory sub-committees
- 27.10.17 To delegate functions other than functions of management to advisory sub-committees appointed pursuant to these rules
- 27.10.18 To conduct litigation
- 27.10.19 To determine the responsibilities and rights of staff who manage the Association on behalf of the Executive Committee:
- The responsibilities and rights shall include:
- 27.10.19.1 the right to attend and speak at all meetings of the Association
- 27.10.19.2 assisting the President and the Executive Committee in the execution of policy;
- 27.10.19.3 maintaining liaison with federally constituted bodies;

## 27 - EXECUTIVE COMMITTEE - COMPOSITION

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- 27.10.19.4 promoting the public relations of the Association generally;
- 27.10.19.5 executing returns and documents on the Association's behalf when authorized by the Executive Committee;
- 27.10.19.6 supervising the keeping of records and books of account;
- 27.10.19.7 allocating subordinate staff duties
- 27.10.19.8 generally giving effect to the instructions of the Executive Committee in all matters referred to in Rule 27.10;
- 27.10.19.9 the convening of meetings within the Association.

### 27.11 Fees

Each member of the Executive Committee shall be paid:

- 27.11.1 Such fees, expenses and allowances as may from time to time be determined by the members of the Association in general meeting, and
- 27.11.2 In addition, the President, Vice President and Treasurer shall be paid such fee and allowances as may from time to time determined by the Executive Committee

### 27.12 Removal of a Member

Any general meeting of the Association may at any time by resolution passed by a majority of those present in person and entitled to vote at such meeting remove any member of the Executive Committee. Provided that no member of the Executive Committee shall be removed from office unless he has been adjudged by the general meeting to be guilty of misappropriation of funds of the Association, substantial breach of these rules, gross misbehaviour, gross neglect of duty, or has ceased, according to these rules, to be eligible to hold office, and provided also that the member shall first receive notice of proposal for his removal and shall have had an opportunity to appear before the general meeting to render a personal explanation in writing. The general meeting may require the member of the Executive Committee to appear before it.

### 27.13 Approved training to be undertaken

Each officer of the Association whose duties include financial duties that relate to the financial management of the Association shall undertake training

- 27.13.1 approved by the General Manager under section 154C of the *Fair Work Registered Organisations) Act 2009*; and
- 27.13.2 that covers each of the officer's financial duties; and
- 27.12.3 which must be completed within 6 months after the person begins to hold office.



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**28 - ELECTORAL PROCEDURE**

28.1 Nomination for Office

Nominations shall be called for the election of the Executive Committee from financial members of the Association by sending the notice to them by post or by electronic means including by email or by facsimile, the closing date for such nominations being a date not less than two months before the Annual General Meeting which shall give sufficient time for ballot papers to be dispatched to and returned by all members of the Association eligible to vote to enable the count to be completed prior to the Annual General Meeting.

Such notice shall be given to members not less than fourteen days before the closing date for nominations.

Subject to Rule 28.5, no nomination shall be accepted pursuant to this Rule unless the nominee has signed written acceptance of nomination. The nomination may be accompanied by a statement in accordance with Rule 28.8.

28.2 28.2.1 If no more than six nominations are received, the nominees shall be declared elected at the Annual General Meeting.

28.2.2 If more than six nominations are received a secret ballot shall be held.

28.3 Ballot Paper - By Whom Received

In the conduct of ballots for election under this Rule ballot papers shall be sent to all financial members of the Association.

28.4 Returning Officer - Appointment

The Executive Committee shall appoint or secure according to law the appointment of a Returning Officer who shall not be a candidate for office, or the holder of any office in, or an employee of the Association.

28.5 Returning Officer - Duties

28.5.1 The Returning Officer shall conduct the election from the calling for nominations to the declaration of the ballot. He shall satisfy himself that no nomination is defective, provided that before rejecting any nomination he shall notify the member concerned of the defect and if it is practicable to do so, give him an opportunity to remedy the defect within not less than seven nor more than fourteen days after his being so notified.

28.5.2 He shall state the time and date by which voting papers must be returned to him, which date shall be not earlier than the thirtieth day after the date upon which the voting papers are sent to members. He shall satisfy himself that ballot papers have been sent to all financial members and upon return of the ballot papers shall check and count them as prescribed by this Rule.

28.5.3 The Returning Officer shall ensure that the roll of voters for the ballot is to be closed seven days before the day on which the nominations are to open.

28.5.4 The Returning Officer may commence the preliminary scrutiny of returned declaration envelopes prior to the close of the ballot.

28.6 Scrutineers - Appointment

The Executive Committee shall appoint two official scrutineers to attend the ballot. Any candidate may if he so desires appoint at his own expense a scrutineer to represent him at the ballot. A candidate appointing a scrutineer shall, before the commencement of the count notify the Returning Officer in writing of the name of such scrutineer.

28.7 Scrutineers - Conduct and Duties

The conduct and duties of scrutineers shall be as follows:

28.7.1 The scrutineers shall be entitled to be present throughout a ballot and may query the acceptance or otherwise of any nomination and inclusion or exclusion of any vote in the count but final determination in these matters shall remain with the Returning Officer.

28.7.2 A scrutineer shall not be entitled to remove, mark, alter or deface any ballot paper or other document used in connection with the election.

28.7.3 In every case the scrutineers shall observe any direction given by the Returning Officer and the Returning Officer shall take all reasonable steps by notification or otherwise to enable each scrutineer to exercise his rights but no election shall be vitiated by reason of the fact that a scrutineer does not exercise any or all of such rights if he has had reasonable opportunity to do so.

28.8 Despatch of Voting Papers

28.8.1 The Returning Officer, in sufficient time to allow return and counting prior to the next succeeding Annual General Meeting, shall forward by prepaid post ballot papers to each eligible voter addressed to his registered address or to such other address as the voter shall, on account of his absence from his registered address, have notified to the Executive Officer in writing.

“Postal Ballot” means a ballot for the purposes of which include a ballot paper, a Declaration envelope, and another envelope in the form prescribed by the Regulations under Schedule 1B of the Workplace Relations Act 1996 (the Act).

The Returning Officer shall at the same time forward to each such voter any statement supplied with the candidate's nomination complying with the following:

The Statement shall give the name and age of candidate and the address at which he mainly carries on his particular industry and indicate in not more than seventy-five words the candidate's:

28.8.1.1 Service to that industry

28.8.1.2 Service to the community

28.8.1.3 Special interests and qualifications any type

28.8.2 A voting paper or papers shall be despatched in one envelope and shall set out the names of the candidates in an order determined by lot and shall be accompanied by two envelopes.

28.8.3 One envelope shall be a reply-paid envelope addressed to the Returning Officer who shall have his own locked bag service at the General Post Office, Melbourne. The other Declaration envelope shall be marked "Ballot Paper" and shall bear on the outside of it space for the signature and address of the voter. Both envelopes shall be in the form prescribed by the Regulations under Schedule 1B of the Act.

28.9 Return of Voting Paper

Each voter having marked his voting paper shall place it in the Declaration envelope endorsed "Ballot Paper". He shall then put that envelope in the reply-paid envelope addressed to the Returning Officer.

28.10 The Count

On the week-day next following the last day for receipt of voting paper, the Returning Officer shall check the names and addresses endorsed on the reverse side of the Declaration envelopes against the roll of voters and remove ineligible votes. He shall then open the voting papers and remove informal votes and count formal votes.

To preserve the secrecy of the vote, the person conducting the election or ballot must remove the flap or label from the Declaration envelope before removing the ballot paper from the envelope.

28.11 The preferential system of voting shall be as follows

28.11.1 A member shall indicate the order of his preference by placing a number opposite the name of each candidate. The lowest number shall indicate the member's highest preference. The numbers 1 to the total number of nominations are to be used in the sequence of the member's preference.

28.11.2 Ballot papers to be counted must be received by the Returning Officer not later than seven clear days before the date of the relevant Annual General Meeting.

28.11.3 In calculating the votes the Returning Officer shall adopt the following method of computation, namely:

28.11.3.1 The number placed opposite each nominee shall be added to produce a total for that nominee

28.11.3.2 The nominees shall then be ranked in the reverse order of that numerical total

28.12 Declaration of the Ballot

The Returning Officer shall declare the results of the ballot by giving to the Executive Officer a written declaration signed by the Returning Officer, dated and identifying the ballot by reference to the rule or rules under which it was conducted.

## 29 - ELECTION OF OFFICE BEARERS

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### 28.13 Further Ballot

Should any error or informality occur in any election the Returning Officer may order a new election at times and dates to be determined by him.

### 28.14 Retention of Ballot Papers - Returning Officer

The Returning Officer shall retain all election material including ballot papers (voting papers, envelopes and records of counts), for a period of one year from the date of declaration of each ballot.

### 28.15 Executive Committee - Insufficiency of Nominations

In the event of insufficient nominations being received in respect of an election conducted pursuant to Rule 28, the nominees shall be declared elected and nominations for any remaining unfilled positions on the Executive Committee shall be re-called so far as is then applicable in accordance with Rule 28.1 and the procedure set out in Rule 28 for the conduct of an election shall be followed.

## **29 - ELECTION OF OFFICE BEARERS**

29.1 The President, Vice President and Treasurer, shall be elected annually by and from the members of the Executive Committee.

### 29.2 Appointment of Returning Officer

Elections for offices specified in Rule 29.1 shall be conducted by the Returning Officer appointed under Rule 28.5. He shall fix the times for the opening and closing of nominations and the opening and closing of a ballot, if required.

### 29.3 Time of Election

The elections shall take place at the first meeting of the Executive Committee held immediately following the declaration of the result of the annual election of members of the Executive Committee conducted in accordance with Rule 28.

### 29.4 Nominations for Office

At such meeting the Returning Officer shall call for nominations for each of the offices for which an election is due. Any member of the Executive Committee may nominate another member of the Executive Committee for an office. Nominations shall be in writing signed by the nominator and the nominee.

### 29.5 Notification of Defective Nomination

The Returning Officer shall check all nominations for compliance with these rules and shall reject any that do not so comply. Provided that in the event of his finding a nomination to be defective he shall before rejecting the nomination notify the member concerned of the defect and where it is practicable for him to do so, give him the opportunity of remedying the defect within thirty minutes of the time set by the Returning Officer for the closing of nominations.

## 29 - ELECTION OF OFFICE BEARERS

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### 29.6 Declaration of Successful Candidates

If there be no more nominations than there are vacancies for a position, the Returning Officer shall declare the respective candidate elected.

### 29.7 Preparation of Ballot Paper

If more nominations are received than there are vacancies for a position, the Returning Officer shall prepare ballot papers which shall contain the names of the candidates for each position in alphabetical order and instructions as to the manner in which votes are to be recorded.

### 29.8 Secret Ballot

A ballot conducted under this Rule shall be a secret ballot.

### 29.9 Ballot Papers

The Returning Officer shall initial every ballot paper prior to distribution and shall be responsible for the safe-keeping of such ballot papers.

### 29.10 Issuing of Ballot Papers

The Returning Officer shall issue a ballot paper to each member of the Executive Committee present at such meeting, provided that any member who is unable to attend the meeting and who would otherwise be entitled to a ballot paper shall, upon written application being made by him to the Returning Officer not less than two days prior to the meeting, be supplied with a ballot paper and shall be permitted to record a vote in any such election.

### 29.11 Declaration of Ballot

At the time fixed for the close of the ballot the Returning Officer shall, in the presence of the scrutineers (if any), count the votes and declare the result of the ballot.

### 29.12 Absentee Vote

In the event that a member of the Executive Committee exercises his right under this Rule to request an absentee vote, the ballot shall not be counted until the expiration of the time fixed by the Returning Officer for the return of such absentee vote.

### 29.13 Determination of Tied Vote

In the event of a tie, the Returning Officer shall determine the issue by lot.

### 29.14 Holding of Office

A member of the Executive Committee shall be entitled to be elected to any office specified in Rule 29.1 but he shall not be entitled to hold more than one of those offices at any one time.

29.15 Appointment of Scrutineers

Any candidate may, if he so desires, appoint a scrutineer to represent him at the ballot. An appointment shall be made by the candidate in writing to the Returning Officer before the closing of nominations. A scrutineer shall be entitled to be present throughout the ballot and may query the inclusion or exclusion of any vote, but the Returning Officer shall have the final determination of any votes so queried.

**30 - LOCAL INDUSTRIAL COMMITTEES**

Establishment

The Executive Committee may establish Local Industrial Committees for specific periods and purposes to investigate matters and report thereon to the Executive Committee.

**31 - GENERAL MEETINGS OF THE ASSOCIATION**

31.1 General Meetings - Annual

The Annual General Meeting of the Association shall take place prior to July 31 in each year on such day as the Executive Committee shall determine.

31.2 General Meetings - Special

All meetings of the Association not being the Annual General Meeting shall be called Special Meetings. All business transacted at Special Meetings shall be deemed special.

31.2.1 Convened by Executive Committee

The Executive Committee may at any time convene a Special Meeting of the Association and twenty-one days' notice shall be given in writing to the members of the Association of such Special Meeting and the business to be conducted thereat. Notice shall be sufficiently given if placed on a website, or in a Newsletter or sent by electronic means to all members.

31.2.2 Convening and Requisitioning by Members

A request for a Special Meeting made by not less than five per cent of the members shall state in writing the general nature of the business to be transacted thereat and bear the signatures of those requesting the Special Meeting. Upon receiving such a request the Executive Committee shall within twenty-one days despatch to all members a notice convening the Special Meeting. If notice has not been despatched within the prescribed time the members making the request or the majority of them may themselves convene the meeting to be held in Melbourne at such time and place as may be named in the notice to consider any questions affecting or concerning the management or objects of the Association.

31.3 Annual General Meeting - Business

Business for Annual General Meetings may be submitted by any local industrial committee, the Executive Committee, or any advisory sub-committee, or at least ten members of the Association, in writing, provided that the requirement for notice of business as specified by the Executive Committee from time to time is met. Business shall also include consideration of any reports of the Executive Committee and others.

31.4 Meetings - Convening Notice

At least twenty-one days notice shall be given in writing to all members of the date, time and venue of each meeting of the Association. Notice shall be sufficiently given if placed on a website, or in a Newsletter or sent by electronic means to all members.

31.5 General Meetings - Quorum

31.5.1 No business shall be transacted at a meeting unless a quorum of members is present at the time when the meeting is due to commence. At all meetings thirty members, of whom at least ten are present other than by proxy, shall form a quorum.

31.5.2 If no quorum be present within half an hour from the time appointed for an Annual General Meeting the chairman shall adjourn such meeting from week to week until such time as a quorum shall be present.

31.5.3 If no quorum be present within half an hour from the time appointed for a Special Meeting such meeting shall stand dissolved.

31.6 Meetings - Chairman

At all meetings the President shall occupy the chair or in his/her absence the members present shall elect a Chairman to preside at the meeting.

31.7 Questions - How Determined

At any meeting a motion put to the Vote of the meeting shall be decided by majority on the voices except that:

31.7.1 The motion shall be decided on a show of hands if demanded by the chairman or by any one member present in person.

31.7.2 A secret ballot may be required by the chairman or by at least five members present in person.

31.7.3 Any secret ballots taken at a general meeting shall be conducted as follows:

31.7.3.1 The chairman shall appoint or secure according to law the appointment of a Returning Officer.

31.7.3.2 The voting paper shall be distributed by the Returning Officer to each eligible voter present.

31.7.3.3 The chairman shall read out the resolution to be voted upon and indicate the manner in which votes for and against the resolution shall be indicated on the voting paper.

31.7.3.4 The Returning Officer shall collect the voting papers and count the votes for and against the resolution and report the result to the chairman who shall declare the result.

31.8 Meetings - Those Entitled to Attend

Any financial member of the Association shall be entitled to attend and vote at meetings.

A company or partnership proposing to be present at a meeting shall be entitled to one representative who shall be that person nominated in accordance with Rule 9.3.

31.9 Meetings - Proxies

Any member including the nominee of a partnership or company appointed pursuant to Rule 9.3 may be represented at and may vote at meetings by proxy given under that member's hand provided that the proxy is a financial member of the Association and the instrument appointing him be deposited with the Executive Committee at least twenty-four hours before the holding of the meeting.

31.10 Meetings - Attorneys

Absent members may be represented at and may vote at meetings by an attorney authorised by power of attorney to act generally on behalf of the absent member provided that the power of attorney be produced to the Executive Committee at least twenty-four hours before the holding of the meeting and provided that the donee of the power of attorney is a financial member of the Association.

**32 - FINANCE**

32.1 Banking Account

The funds of the Association shall be paid into a bank to its credit and the bank account shall be operated upon as the Executive Committee shall determine pursuant to Rule 32.2.

32.2 Expenditure of Funds

After payment of the current expenses of the registered office the funds may be expended in the exercise of the powers of the Association as the Executive Committee may from time to time determine. Any money or funds not immediately required for the purposes of the Association may be invested either by way of establishment or continuance of a reserve fund or otherwise in such a manner as the Executive Committee may from time to time determine but no member of the Executive Committee shall be responsible for any loss that may arise from such investment unless such loss be caused by his wilful neglect or default.



## 34 - COSTS AND PENALTIES INCURRED BY MEMBERS

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### 32.3 Financial Year

The financial year of the Association shall terminate on the thirtieth day of September. Any changes made to the financial year will be reflected in the Association's rules in accordance with Rule 40 and section 159 of the Fair Work (Registered Organisations) Act 2009.

### 32.4 Books of Account

Subject to the provisions of the Act, proper books of account shall be kept as the Executive Committee shall direct.

### 32.5 Audit

Yearly audit of the accounts of the Association shall be made by an auditor who is an approved auditor pursuant to the Fair Work (Registered Organisations) Regulations 2009. Such auditor shall not be a member or an employee of the Association and shall be appointed each year at the Annual General Meeting and shall be eligible for re-appointment.

### 32.6 Auditor's Duties

The auditor shall have access at all times to the books (including Minute Books), vouchers, documents and securities of the Association and shall be furnished with such information and explanations as he may require for the performance of his duties as auditor. The auditor shall examine the annual accounts and other prescribed statements of the Association and his reports shall be presented to the Executive Committee.

### 32.7 Retention of Records

Subject to the Evidence Act 1958, the accounting records and auditor's report shall be retained by the Association for a period of at least seven years after the completion of the transactions to which they relate and shall be kept in the registered office of the Association in such manner as the Executive Committee may direct and there be available for inspection by any member of the Association.

## **33 - POWER TO SUE**

The Association may sue or take any other proceedings either at law or in equity including proceedings to enforce payment by members of contributions, fees, and levies due.

## **34 - COSTS AND PENALTIES INCURRED BY MEMBERS**

In the event of any member of the Association violating any industrial agreement to which the Association is a party or disobeying any award or order of any Industrial Arbitration Court or other tribunal contrary to the instructions of the Association, no costs or penalties incurred by him by reason of such violation or disobedience shall be borne by the Association.

**35 - INDEMNITY**

Every member of the Association who is guilty of any breach or non-observance of any undertaking given to any Commonwealth or State industrial tribunal or any other industrial tribunal, industrial committee or industrial authority shall indemnify and keep harmless the Association and members of the Executive Committee and employees of the Association in respect of all penalties, damages, losses, actions, claims, costs and demands whatsoever which may be made against the Association or such members of the Executive Committee or employees of the Association in respect of any such breach or non-observance of undertaking.

**36 - SEAL**

The Executive Committee shall provide for the safe custody of the seal which shall be used only by the authority of the Executive Committee and every instrument to which the seal is affixed shall be signed by a member of the Executive Committee and shall be counter-signed by a second member of the Executive Committee. The seal shall be fixed to industrial agreements made by the Executive Committee and documents to be executed by the Executive Committee in accordance with Rule 27.10.

**37 - INSPECTION OF RULES AND BY-LAWS**

- 37.1 The rules shall be available in the registered office of the Association and in the offices of every local industrial committee for inspection by members.
- 37.2 Every member upon application to the Executive Committee shall be entitled to a copy of the rules.

**38 - RULES OF DEBATE**

Rules of debate to be observed at all meetings of the Association and of advisory sub-committees and local industrial committees thereof shall be in accordance with a Schedule circulated by the Executive Committee from time to time.

**39 - DISSOLUTION OF ASSOCIATION**

- 39.1 The Association may be dissolved by a resolution passed by three-fourths majority of the members present and voting at a Special Meeting of members duly convened for that purpose provided that not less than six calendar months notice in writing of the intention to convene such a Special Meeting to propose such a resolution shall have been given to all the members of the Association and the decision of the first meeting is subsequently confirmed by a similar majority at a second meeting held not fewer than fourteen days or more than twenty-eight days after the first meeting.

#### 40 - ALTERATION TO RULES - PROCEDURES

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- 39.2 If a resolution for the dissolution of the Association is passed as aforesaid the real and personal property of the Association shall be held by the Trustee and shall be applied by him firstly in payment of the debts and liabilities of the Association and secondly the costs of and incidental to the dissolution and subject thereto shall be transferred to such other body or bodies, institution or institutions or association or associations having objects similar to or partly similar to those of the Association as the Executive Committee may determine or in default of any such determination by the Executive Committee to some non-profit making body or bodies, institution or institutions or association or associations as a Judge of the Supreme Court of Victoria may determine.
- 39.3 Upon the final distribution of the property and assets of the Association the Treasurer of the Association shall submit to a special meeting of members of the Association a statement of the distribution duly audited and the Special Meeting having dealt with the same may give instructions as to the disposition of the books and records of the Association and the Association shall then stand finally dissolved.
- 39.4 No portion of the income, moneys or funds of the Association shall be paid or transferred directly or indirectly by way of individual bonus or otherwise howsoever by way of profit to any member of members of the Association but this shall not prevent the payment in good faith of remuneration or expenses to any member or officer of the Association or prevent the payment of interest at a reasonable rate on money lent or reasonable and proper rent for premises leased or let to the Association by any member.

#### **40 - ALTERATION TO RULES - PROCEDURES**

- 40.1 The rules of the Association may be altered, added to, varied or rescinded by resolution of a general meeting carried by at least two-thirds of the members present personally or represented by attorney or proxy. The Executive Committee or any local industrial committee created pursuant to these rules or any twenty financial members shall have the right at any time to submit proposals for alteration, addition to, variation or rescission of the rules. Such proposals in writing shall be received by the Executive Committee at least sixty days before the date of the general meeting to which they are to be submitted.
- 40.2 Notwithstanding the provision of Rule 40.1 the Executive Committee shall have power to repeal, alter or add to any rule and to make application to the Industrial Registrar for leave to repeal, alter or add to any rule for the purpose of bringing these rules into conformity with the requirements of the Act or to remove a ground of objection taken to the rules by an objector or by the Industrial Registrar.

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



11 October 2016

Ms Allison Valentine  
Returning Officer  
Industrial and Commercial Elections VIC State Office  
Australian Electoral Commission

Dear Ms Valentine

**In response to the post-election report of the Australian Electoral Commission: E2016/83**

The post-election report identified three rules that were difficult to interpret or apply. In particular they were rules 9.4, 28.1 and 28.10.

The Victorian Farmers Federation Industrial Association (VFFIA) intends to take action in relation to:

- (i) Rule 9.4 by reviewing the VFFIA membership data base and providing the names of the nominees appointed to act on behalf of the partnership or company and hold office in the Association;
- (ii) Rule 28.10 by changing this rule to satisfy the progressive markup of envelopes at the direction of the Returning Officer; and
- (iii) Rule 28.1 by amending this rule to allow alternative means of delivery to the electorate by using other more efficient /faster communication options.

Yours faithfully

Meg Parkinson  
President VFFIA

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