

[122N: Incorporates alterations certified on 7 September 2015 in matter R2015/171]

I CERTIFY under section 161 of Schedule 1 of the  
*Workplace Relations Act 1996* that the pages herein  
numbered 1 to 29 both inclusive contain a true and correct  
copy of the registered rules of Master Painters Australia - N.S.W.  
Association Inc.

DELEGATE OF THE GENERAL MANAGER  
FAIR WORK COMMISSION

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

## Rules of the Master Painters Association - NSW Inc

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**THE RULES OF MASTER PAINTERS AUSTRALIA -**

**N.S.W. ASSOCIATION INC.**

**1 - NAME OF ASSOCIATION AND INDUSTRY CONCERNED**

The association shall be known as Master Painters Australia - N.S.W. Association Inc., and is established in or in connection with the industry of master painters, decorators and signwriters who are carrying on business as master painters, decorators and signwriters.

**2 - REGISTERED OFFICE**

The Registered Office of the Association shall be at 6 Gould Street, Strathfield South, New South Wales, or at such other place as the Council of Management may from time to time determine.

**3 - INTERPRETATION**

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

"Association" means "Master Painters Australia - N.S.W. Association Inc."

"Council" means the Council of Management as provided for under rule 14.

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

"Register of Members" shall mean that Register of Members as required by Rule 6.

"Person" shall mean an individual, firm, partnership, association, corporation, incorporated or unincorporated body, company, or any body duly registered under the Companies Act of New South Wales or a similar Act of the Commonwealth or any State therein society, agency, or other organisation or combination thereof.

"Member" except for the purpose of Rule 9(2), shall mean any person who has been admitted to membership as a Member, Associate Member, Life Member, Retired Member or Privileged Member, and, except for the purpose of Rule 9(1) shall include a representative or additional representative.

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

"Master Painter" shall mean any person who is qualified by training and/or experience to commence in business as a painting, decorating or signwriting contractor.

"In Writing" includes printing, photography, typewriting, electronic media or other mode of representing or reproducing words in a visible form.

"Year" means the period from the first day of January to the thirty-first day of December next following.

Public Officer of the Association shall be the person nominated as such by the Council as required under the N.S.W. Association Incorporation Act.

Words importing the masculine gender shall include the feminine gender.

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

Subject to the Conciliation and Arbitration Act, the Executive Committee shall be the sole authority for the interpretation of these rules and the decision of the Executive Committee upon any question of interpretation or upon any matter affecting the Association and not provided for by these rules shall be final and binding on all members.

#### **4 - OBJECTS**

The Association is formed for the following purposes:-

- (a) To protect and promote the interests of the painting, decorating and signwriting industries throughout Australia.
- (b) To generally protect, promote and further the interests of its members.
- (c) To establish and enforce a Code of Ethics and Good Business Practice amongst members.
- (d) To secure, maintain and improve favourable trade relations with all public authorities, manufacturers, suppliers or distributors of goods, materials and/or services either within Australia or abroad.
- (e) To maintain and improve the relations of members with their employees and registered unions of such employees and other relevant relationships within the Painting and Decorating Industry.
- (f) To support a practical system of apprenticeship, technical education or other form of trade training.
- (g) To encourage and preserve skill in the industry.
- (h) To secure to the members of the association all the advantages of unity of action, and to protect the interests of members in any lawful manner whatsoever in all matters relating to the said industry.
- (i) To maintain and improve conditions of contract, forms of agreement, conditions of tendering and the like, and to enter into agreements with public authorities or other organisations.
- (j) To promote or oppose legislative and other measures affecting or likely to affect the Industry.
- (k) To establish or assist in the establishment of technical and statistical libraries.
- (l) To support forms of education, Technical Colleges and Colleges and to establish or contribute to bursaries, scholarships or prizes for educational purposes.

- (m) To purchase, take or lease, or licence, or hire, or otherwise acquire, real or personal property of any kind in furtherance of the object of the association and to sell, exchange or otherwise dispose of any real or personal property on such terms as may be considered expedient, and in such manner as is provided by these Rules.
- (n) To construct, maintain, and alter buildings, works, plant and machinery necessary or convenient for the purpose of the association, and to afford facilities for the conduct of meetings.
- (o) To establish Divisions and Divisional Officers and provide for the establishment of local or regional committees to deal with local or regional matters.
- (p) To affiliate with or enter any alliance with any organisation, association, company, firm or like body either within the Commonwealth of Australia or overseas, having objects similar to or calculated to benefit members generally, and to acquire shares and interests in or lend money upon debentures, or otherwise to such, and to appoint representatives to such.
- (q) To raise money by any means lawful, whether specially provided by these Rules or not, for the furtherance of these objects.
- (r) To raise funds by means of subscriptions, fees on turnover, donations, fees, and levies from or on members or otherwise, for all purposes and objects of the association in such amounts and in such manner as is provided in these Rules.
- (s) To act as an organisation, and, or industrial union of employers and/or trade union under the laws of the Commonwealth of Australia and its Territories or any State within the Commonwealth.
- (t) To submit industrial disputes to conciliation or arbitration and to represent the interests of employers in all sections of the Painting, Decorating and Signwriting industry before Courts, Boards, Conciliation Committees, other tribunals or other bodies, and at conferences with organisations or employers and other bodies of employees or employers.
- (u) To enter into agreements with members, employees and/or their representatives relative to the terms and/or conditions of employment.
- (v) To adopt whatever procedure that may be considered advisable in the interests of members or associates of the Association, and in the maintenance of private enterprise.
- (w) To do all such lawful things as may appear to be incidental or conducive to all beforementioned objects or any of them, and to adopt additional objects from time to time.
- (x) To publish or cause to be published an official journal or other publications.

## **5 - MEMBERSHIP**

- (1) The Association shall consist of an unlimited number of Master Painters, Decorators and/or Signwriters who shall have carried on business for a period of not less than twelve months. Every applicant for membership must sign a form provided, which

shall be held by the Secretary of the Association. The Association reserves the right to refuse any application for membership.

- (2) The Association shall comprise the following grades of membership:
- (a) Members who have been in business of their own accord for a period of at least twelve months who shall be persons operating as Master Painters, Decorators, and/or Signwriters.
- (b) (i) Associate members - individuals, companies or firms being suppliers of painters' materials may become associate members upon application to the Secretary, and if accepted by the Association, shall pay a fee, the amount of which shall be determined from time to time by the Council.
- (ii) Associate members and their additional representatives may attend such meetings of the Association on behalf of an associate member as the Council of the Association may from time to time determine.
- (iii) Any Associate member or a representative may speak on any matter or business before the meeting, but shall not have the right to vote on any motion or hold office except by the unanimous wish of the members present.
- (iv) Associate members shall be governed by the rules of the Master Painters, Decorators and Signwriters' Association of New South Wales. In case of dispute regarding any rule, they may apply to the Executive Committee, whose decision shall be final.
- (v) Associate members connected with this Association shall not be responsible financially or otherwise for any action taken by the Association.
- (c) Life members shall be those members whom the Council of Management may desire to elect as such in recognition of exceptional services rendered to the Association. Life members shall have all the rights and privileges of members without payment of any fee or subscription. In the event of the elected Life member being the representative of a member, then such representative shall automatically be accorded membership in his own right under this rule.
- (d) (i) Retired Members and Privileged Members
- A member who has retired from the business of painting, decorating and/or signwriting may be permitted to continue as a member of the association on payment of the prescribed fee.
- (ii) A member who has been a financial member of the Association for not less than ten years on complete retirement due to ill health or age, may apply to the Association to become a privileged member. On acceptance the member will be required to pay a nominal annual membership subscription as fixed by the Association from time to time.
- (iii) An associate member or his representative who has actively supported the Association and its functions for not less than ten years may also apply to become a privileged member under the same terms and conditions.

- (iv) Members in these categories are entitled to attend meetings, social functions and to receive notices. They are not entitled to hold office or vote on any motion.

### **6 - ADMISSION OF MEMBERS**

- (1) The persons whose names appear in the Register of Members as at the date of registration of this rule shall be deemed to have fulfilled the requirements of this rule and any other rule relating to the qualifications of and admittance of members in the various types.
- (2) Any person who is trading as a master painter or is engaged in the Painting, Decorating and/or Signwriting Industry on his own account and is desirous of being admitted to membership of this Association shall forward an application to the Association in a form approved by the Council, together with an entrance fee as fixed by the Council from time to time and an amount equal to the first year's subscription direct to the Association. Upon receipt of the application the Association will advise each applicant in writing of:-
- (i) the financial obligations arising from membership:  
and
  - (ii) the circumstances, and the manner, in which a member may resign from the organisation.
- (3) Where a firm, company or organisation makes application for admittance as a member of the Association, such firm, company or organisation shall at the same time nominate a person or persons to represent such firm, company or organisation. A person so nominated shall be a member, director, trustee or executive of such firm, company or organisation.
- (4) In the case of two or more persons carrying on business in partnership one shall be nominated to represent such partnership. Other members of the firm, upon the payment of a fee as determined from time to time by a general meeting, shall be deemed to be additional representatives having such privileges as stated in Rule 7(1) provided that the number of persons with such privileges shall not exceed 3.
- (5) Upon receipt of an application fulfilling the requirements:
- (a) The Association shall acknowledge receipt of same to the applicant and then make such enquiry regarding the applicant as the Council may from time to time direct.
  - (b) The Association shall cause knowledge of the application to be circulated to all members of the Association and at the same time it shall invite any member who may wish to make any statement favourable or otherwise regarding the applicant, to do so.
  - (c) The Council may elect to membership, defer or reject the application and the Council shall not be bound to give any reason for its decision.
  - (d) Notwithstanding the provisions herein the Executive Committee may, in an emergency, propose a candidate for admission, provided the requisite

## 8 - DUTIES AND WITHDRAWAL OF REPRESENTATIVES AND ADDITIONAL REPRESENTATIVES

application form has been completed and the requisite fees lodged and the Council shall deal with the application.

- (e) When the Council has made a final decision to defer or reject the application for membership, then the Association shall notify the applicant by post of such decision. In the case of rejection the fees lodged with the application shall be refunded.
- (f) Where an applicant has been admitted to membership the Association shall forthwith by post, advise the applicant accordingly and at the same time forward him a copy of these rules. The name of the applicant shall then be entered in the Register of Members together with the names of any Representative or additional Representative.

### **6A - MEMBERS' LIABILITIES**

The liability of a member of the Association to contribute towards the payment of the debts and liabilities of the Association or the costs, charges and expenses of the winding-up of the Association is limited to the amount, if any, unpaid by the member in respect of membership of the Association as required by Rules 6 and 42.

### **7 - REPRESENTATIVES AND ADDITIONAL REPRESENTATIVES**

- (1) The persons who, at the date of registration of this rule, appear in the Register of Members as representatives or additional representatives of members shall be deemed to have been approved by Council as having the full privileges of the represented member in accordance with this Rule, providing however, that only one representative or additional representative of a company or partnership has voting rights in accordance with these rules at any one meeting.
- (2) A member may apply to have additional representatives approved, provided that the number of persons who may be approved as provided by these rules shall not exceed two and that the appropriate subscriptions for additional representatives as determined by the Council is paid.
- (3) Where a member is desirous of having an additional representative or additional representatives approved, then application shall be made in writing and an amount as determined from time to time by the Council shall be lodged with each application.

### **8 - DUTIES AND WITHDRAWAL OF REPRESENTATIVES AND ADDITIONAL REPRESENTATIVES**

- (1) The person approved as the representative or additional representative of a member shall be in all respects responsible for his acts and omissions to the Association and these rules, insofar as such act or omissions are directly or indirectly related to or incidental to the business and operations of the member.
- (2) The person approved as the representative or additional representative of a member shall be personally responsible for and liable for the acts and omissions to the Association and these rules of the member that he represents, insofar as such acts or omissions are directly or indirectly related to or incidental to the business and operations of the member.

## 10 - RESIGNATION OF MEMBERS

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- (3) The member shall be liable for the acts and omissions, to the Association and these Rules, of his or its representative or additional representative insofar as such acts or omissions are directly related to or incidental to the business and operations of the member.
- (4) A member may withdraw the nomination of a representative or additional representative by written notice to the Association and delivered to the Association at the Registered Office of the Association. Provided that where the member has a common seal as may be required by law, then the notice shall bear such common seal thereon. Upon receipt of a notice as aforesaid and subject to rule 10, the Council shall forthwith cancel the approval of the representative or additional representative as the case may be. In the event of the representative to be withdrawn being the sole representative, then a new representative shall be nominated at the same time.
- (5) Nothing in these Rules shall be deemed or construed to confer upon any person approved as a representative or additional representative any personal right or authority or benefits of membership of this Association if he is also trading as an individual in his own right. In such an event he shall make application to admittance to membership in his own right in the manner prescribed.

### **9 - VOTES OF MEMBERS**

- (1) Each member may vote in person or by its representative or additional representative and on a show of hands or secret ballot every member present at a meeting regardless of the number of representatives or additional representatives present, shall have one vote and on poll or election pursuant to Rule 15 or on any other occasion on which a member is required or entitled to vote, every member shall have one vote.
- (2) For the purposes of this Rule the word "Member" shall mean any person who has been admitted to membership as a Member or Life Member and who has not ceased to be a member and is not unfinancial.

### **10 - RESIGNATION OF MEMBERS**

- (1) A member of the Association may resign from membership by written notice addressed and delivered to the Association.
- (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, or such shorter period as is specified in the rules of the Association, after the notice is received by the Association; or
    - (ii) on the day specified in the notice;

whichever is later.

- (3) Any dues payable but not paid by a former member of the Association, in relation to a period before the member's resignation took effect, may be sued for and recovered in a court of competent jurisdiction, as a debt due to the Association.
- (4) A written notice delivered to the person mentioned in sub-rule (1) shall be taken to have been received by the organisation when it was delivered.
- (5) A notice of resignation that has been received by the Association is not invalid because it was not addressed and delivered in accordance with sub-rule (1).
- (6) A resignation from membership of the Association is valid even if it is not effected in accordance with this rule if the member is informed in writing by or on behalf of the Association that the resignation has been accepted.

### **11 - TERMINATION OF MEMBERSHIP**

- (1) The membership of any member shall cease and determine upon the happening of any of the following events, viz;
  - (a) The resignation of such member tendered and accepted pursuant to Rule 10.
  - (b) The death of such member.
  - (c) If such member is duly declared or certified according to law as an insane patient or an insane or incapable person.
  - (d) The expulsion from membership of such member in accordance with Rule 51.(2).
  - (e) If such member being a company or unincorporated body shall be dissolved.

Immediately upon becoming aware of any such event the Secretary shall remove such member's name from the Register of Members, and termination of his membership shall operate from the time of removal of his name from such Register.

- (2) The adoption by Council of a report from the Executive Committee that a member has ceased to be engaged in the Painting, Decorating and/or Signwriting industry or any phase thereof, and employing any worker in any of the beforementioned work and the administration thereof, and the submission by any member of a nil turnover return, shall be evidence that a member has ceased to be engaged in the Painting, Decorating and/or Signwriting industry. Provided always that the Council shall not act on any such report until the member who is the subject of the report has been informed of the Executive Committee's decision and given seven (7) days' written notice that he may appear before the Council of Management that will consider such report.

## 12 - TRANSFER OF MEMBERSHIP AND ALTERATION OF MEMBERSHIP NAME

- (3) Except in cases in which the Council of Management shall otherwise decide following compliance with the next succeeding sub-clause the membership of any member shall cease upon the happening of any of the following events, viz:
- (a) If such member being an individual person shall have his estate sequestrated in bankruptcy, or shall assign his estate for the benefit of his creditors generally.
  - (b) If such member being a firm or partnership shall have its estate or the estate of each of its members sequestrated in bankruptcy or shall assign its estate or the estates of each of its members for the benefit of the creditors generally or such firm or partnership.
  - (c) If such member being a company shall go or be placed in liquidation or a resolution shall be passed or an order made for its winding up.
  - (d) If a receiver or a receiver and manager be appointed to control or manage the business, or business affairs of such a member.

Unless otherwise directed by the Council of Management following compliance with the next succeeding sub-clause the Secretary shall remove the name of such member from the Register of Members and termination of his membership shall operate from the time of removal of his name from such Register.

- (4) Immediately upon becoming aware of the happening of any of the events mentioned in sub-clause (3) the Secretary shall enquire from such member the circumstances of and leading up to the happening of such event and upon receipt of such information (if furnished by or for such member) together with a request in writing (if so desired by such member) that his membership be not terminated in consequence of such event and also a certificate or report from the Official Receiver or Trustee (in the case of an individual person, a firm or a partnership, or from the liquidator or receiver, or receiver and manager in the case of a company) that all creditors of such member as at the date of the happening of such event are expected to be paid in full, the Secretary shall submit such information, request and certificate or report to the first regular meeting of the Council after receipt thereof and the Council shall thereupon decide whether the membership of such member shall cease and determine as aforesaid or may continue unconditionally or subject to compliance with such conditions as the Council may think fit to impose. Such member shall cause the information, request and such certificate or report to be furnished to the Secretary within twenty-one days after the happening of the said event, in default thereof the Council may deal with the matter in the absence of the same.

## **12 - TRANSFER OF MEMBERSHIP AND ALTERATION OF MEMBERSHIP NAME**

- (1) Membership of the Association shall not be transferable except to the extent hereinafter indicated.
- (2) Where any member being:
- (a) An individual, or
  - (b) A firm or partnership whether registered under the provisions of the Business Names Act 1962 or not, or

- (c) A Company duly incorporated under the provisions of the Companies Act, 1961, or
- (d) A body corporate under any law for the time being in force in the State of New South Wales or Commonwealth of Australia;

sell, transfers, assigns or otherwise disposes of any part of its operation wherein is employed a member of the Association being a Master Painter, Decorator, and/or Signwriter; or its operation within the Painting, Decorating, and/or Signwriting Industry to any firm or partnership, company, or other body corporate, but retains in excess of one half interest therein; the Council may, in its absolute discretion permit the membership of such member to be transferred to the firm or partnership, company, or other body corporate so acquiring the interest in the operation as aforesaid.

- (3) Where any member;
  - (a) Registers or causes to be registered under the provisions of the business Names Act 1962 a business name in respect of its operation of a Master Painter, Decorator and/or Signwriter or its operation within the painting, decorating or signwriting industry, or
  - (b) Being a company or other body corporate in accordance with the provisions of the Companies Act 1961 or any other Act for the time being in force in the State of New South Wales or Commonwealth of Australia changes its name, the Secretary shall, upon application in writing supported by such evidence as he may require note the alteration to the membership name and shall as soon as practicable there-after but in any case within 28 days inform the Council of such alteration.
- (4) A member is required to advise the Association within 14 days where:-
  - (a) the business, or part of the business, of a member of the organisation is assigned or transferred to a person who is not a member of the Association; or
  - (b) such a person succeeds to the business, or part of the business of a member of the Association.

### **13 - EXECUTIVE OFFICERS**

The Executive Officers of the Association shall consist of the President, Vice-President, Secretary, Treasurer, Industrial Officer and Education/Training Officer.

### **14 - MEMBERS OF COUNCIL**

- (1) The Council of Management of the Association shall consist of 14 members and shall be elected every 2 (two) years by a direct voting system as provided in Rule 15, commencing from 2016. The Executive Officers shall be elected by and from the Council of Management. The election of executive officers shall occur at the next Council meeting immediately following the declaration of Councillors-elect by the returning officer.

- (2) A Returning Officer, not being the holder of any other office nor an employee within the Association, shall be appointed by the Council of Management to conduct all election under these Rules.
- (3) No member shall be eligible for the position of Councillor unless they have been a member of the Association for the immediately preceding two (2) years.

### **15 - ELECTION OF COUNCIL**

- (1) Nominations for elections will open on the first Monday of March in the year elections are due to be held. The returning officer shall forward by post to each member and Life Member of the Association a nomination form for each position of the Council with a notification thereon or therewith of the opening and closing dates and time of such nominations. The roll of voters for the election shall close 7 days before the date on which nominations open. The aforesaid notification shall also state:
  - (a) That nominations will not be received by him after the closing date so affixed.
  - (b) That a nomination will not be valid unless a written consent of the nominee is received on or before the closing date for nomination.
  - (c) The address to which nominations and consents are to be forwarded.
- (2) A nomination shall in every case be in writing and shall be signed by the nominator and shall also be assented to in writing by the nominee.
- (3) The Returning Officer shall inspect the nominations and consents received at the closing date and time and satisfy himself as far as he reasonably can that each of them is in order and should he find a nomination or consent defective he shall, before rejecting the nomination notify the nominator and the nominee concerned of the defect and give them an opportunity of remedying the defect within seven days of their receipt of such notification.
- (4) If more than the required number of valid nominations is received for positions on Council, the Returning Officer shall prepare or cause to be prepared a sufficient number of ballot papers on which shall appear the full names of the candidates only in the order in which they shall have been drawn by the Returning Officer by ballot. Any person so nominated, shall be notified of and have the right to be present at such ballot for positions.
- (5) The Returning Officer shall, within ten days after the closing date for nominations forward by pre-paid post to every member entitled to vote at the election, a ballot paper in respect of each contested position bearing his initials together with a declaration envelope with a removable flap or label, and a prepaid envelope addressed to the Returning Officer at the post office box obtained by him pursuant to sub-rule 15(8). Both envelopes must comply with the forms prescribed by the Workplace Relations (Registration and Accountability of Organisations) Regulations 2003.
- (6) The Returning Officer shall advise all voters of the closing date for the receipt of return ballot papers, which shall be not later than 4 p.m. on the seventh day prior to the Annual Meeting.
- (7) The Returning Officer shall arrange for a suitable postal box or other receptacle to which ballot Papers may be returned to him.

- (8) Before counting any votes or removing the ballot paper from the declaration envelope, the Returning Officer shall remove the flap or label from the envelope. He shall not count any vote unless the ballot paper on which it is recorded is returned in the declaration envelope sent to the voter and the declaration envelope has been returned in a prepaid envelope. He shall not receive any ballot papers after the closing date provided, and shall mark any such envelope received "Informal", together with the date of its receipt, and shall not open such envelope.
- (9) In a ballot to which these rules apply a voter shall record his vote on a ballot paper by placing the numbers 1, 2, 3 and so on opposite the names of the candidates for whom he wishes to vote.
- (10) The Returning Officer shall mark the following "Informal"
- (a) a ballot paper which gives the identity of the voter
  - (b) a ballot paper which is marked otherwise than in accordance with the instructions contained thereon
  - (c) a ballot paper which does not bear the initials of the Returning Officer.
- (11) (A) Counting of Votes - Election of One Candidate Only

Where one candidate only is to be elected, the Returning Officer shall observe the following procedure to determine the successful candidate:

- (i) A candidate who receives more than half the number of first preference votes cast shall be the successful candidate.
- (ii) Should no candidate be successful on the first count, the candidate who receives the least number of first preference votes shall be excluded from the count and his second preference votes shall thereupon be distributed among the remaining candidates. A candidate then receiving more than half the total number of votes cast shall thereupon be the successful candidate.
- (iii) The above procedure shall be continued until one candidate has received the requisite number of votes to become the successful candidate.
- (iv) If on any count two or more candidates each receive the same number of votes the Returning Officer shall decide by lot which candidate shall remain in the count.

(B) Counting of Votes - Election of more than one Candidate

Where two or more candidates are to be elected the Returning Officer shall observe the following procedure to determine the successful candidate:

- (i) The votes shall be classified into two categories as follows:
  - (1) The preference votes to the number of vacancies to be filled shall be termed "primary" votes, and shall have equal value in the first count and be credited to the candidate for whom they are cast, whether marked 1, 2, 3 etc. according to the number of vacancies;
  - (2) The preference votes beyond those referred to in (1) shall be termed "secondary" votes, and shall have rank according to their numerical number and shall be allocated in rank order unless the ranking secondary vote has been previously allocated.
- (ii) The "primary" votes shall first be counted and a list shall be prepared of the candidates in order according to the primary votes cast for them. The candidate who is lowest on the list thus compiled shall be excluded from the count.
- (iii) Each ballot paper on which such excluded candidate received a "primary" vote shall then be examined to determine its "secondary" vote and the preference so found shall be allotted to the appropriate unexcluded candidate on the first count.
- (iv) On the conclusion of the second count, the above procedure of exclusion of candidates from the count and the distribution of their secondary votes shall continue until the required number of successful candidates has been determined.
- (v) If, in any count, the next available preference vote of an excluded candidate is cast in favour of an excluded candidate, such preference vote shall be disregarded and the next available preference vote cast in favour of a remaining candidate shall be added to the votes credited to that candidate.
- (vi) If, in any count, two or more candidates each receive the number of votes and one of them has to be excluded, the

Returning Officer shall decide by lot which candidate shall remain in the count.

- (C) (i) If a candidate is successful in more than one ballot and he is not eligible to hold simultaneously all such positions, he shall be deemed to be the successful candidate for only the higher or highest of such positions.

- (12) (a) Any candidate may, if he so desires, appoint a scrutineer who is a financial Member of the Association to represent him at the ballot. A candidate appointing a scrutineer shall before the commencement of the ballot notify the Returning Officer in writing of the name of such scrutineer. A scrutineer so appointed shall not be a candidate at such election.
- (b) The conduct of scrutineers shall be as follows:
- (i) a scrutineer shall be entitled to be present throughout the counting of a ballot and may query the inclusion or exclusion of any vote in the count but the Returning Officer shall have final determination of any votes so queried;
  - (ii) a scrutineer shall not be entitled to remove mark alter or deface any ballot paper or other document used in connection with the election;
  - (iii) In every case the scrutineer shall observe any direction given by the Returning Officer and the Returning Officer shall take all reasonable steps by notification or otherwise to enable such scrutineer to exercise his rights but no election shall be vitiated by reason of the fact that a scrutineer does not in fact exercise any or all such rights.

#### **16 - BALLOT**

- (1) The result of the ballot for each Council position and the subsequent Council ballot for each Executive Officer position shall be declared at the next occurring Council meeting and the successful candidates shall be installed in their office at the Annual General Meeting in an election year.
- (2) At the receipt of a request for an absentee vote by a member eligible to vote, the returning officer shall make such arrangements as are necessary for such an absentee vote to be made by the member.

#### **17 - DURATION OF OFFICES**

- (1) Elected members of the Council shall hold office from the Annual Meeting in an election year until their successors are installed.
- (2) No person elected to an office within the Association shall be dismissed from that office unless he has been found guilty in accordance with these Rules of misappropriation of the funds of the Association, a substantial breach of these Rules, gross misbehaviour, gross neglect of duty, or has ceased, according to these Rules, to be eligible to hold the office.
- (3) A charge against an officer made under this rule shall be made, heard and determined in the same manner as a charge against a member under Rule 51.

Provided that where a charge is made against the Secretary, then the President shall carry out the duties required to be performed by the Secretary under that rule.

- (4) The President may serve no more than two consecutive terms, at which time he must vacate the post. In the event of there being no nominations for this position the Council may invite the outgoing President to stand for a further term.

### **18 - VACANCIES**

Casual vacancies in the above offices shall be filled within two months by the Council, which shall appoint a member to each such vacancy, as follows:

- (a) Vacancy in any office as Executive Officer of the Association shall be filled by the appointment thereto of a member of the Council, not already occupying a position as Executive Officer.
- (b) Vacancy in a position of Member of the Council, not being an Executive Officer, shall be filled by the appointment thereto of a member of the Association.
- (c) For the purposes of these rules, a casual vacancy in the office of a member of the council occurs if the member -
- (i) dies;
  - (ii) ceases to be a member of the Association;
  - (iii) becomes an insolvent under administration within the meaning of the Companies (New South Wales) Code;
  - (iv) resigns office by notice in writing given to the Secretary;
  - (v) becomes of unsound mind.

### **19 - POWERS OF COUNCIL**

The Council shall have, exercise and enjoy the following powers and duties:

- (a) Generally manage and direct all of the affairs of the Association necessary to give effect to its objects or any of them:
- (b) To pass all accounts due by the Association and order the payment of same; in the event of any urgent accounts arising accounts may be passed by any three members of Council. These accounts shall then be formally submitted at the next Council meeting.
- (c) To provide generally for all matters relating to the management of the property of the Association and to the conduct of its business except such matters as are required to be dealt with by the Association in general meeting.

Provided always that the Council shall report to each general meeting all business transacted and action taken since the general meeting.

### **20 - MEETINGS OF COUNCIL**

The Council shall meet as often as required for the transaction of business. At the direction of the President or on a requisition signed by five members of the Council, a special meeting shall be called by the Secretary. Every member of the Council shall have one vote and in the event

of any equality of votes the Chairman for the time being shall have a casting vote in addition to his ordinary vote. At any meetings of the said Council five shall constitute a quorum.

### **20A - PROCEDURE AT COUNCIL MEETINGS**

- (a) No business shall be transacted by the council unless a quorum is present and if within half an hour of the time appointed for the meeting, a quorum is not present, the meeting shall stand adjourned to the same place and at the same hour of the same day in the following week or at another agreed time. If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the meeting shall be dissolved.
- (b) At a meeting of Council, the President or, in the President's absence, the Vice-President shall preside, OR if the President and Vice-President are absent or unwilling to act, such one of the remaining Members of Council as may be chosen by the Members present at the meeting, shall preside.

### **21 - EXECUTIVE COMMITTEE**

The Executive Committee of the Association shall consist of the President, Vice-President, Secretary, Treasurer, Industrial Officer and Education/Training Officer.

No member shall be eligible for an Executive position unless they have been a member of Council for the immediately preceding two (2) years

### **22 - POWERS OF EXECUTIVE COMMITTEE**

The Executive Committee shall have the control and management of general routine business connected with the Association. They shall carry out such duties as may be delegated from time to time to them by the Association in general meeting and may, in case of emergency, take such action as may be deemed necessary in the interests of the Association. Provided always that the Executive Committee shall report at each general meeting all action taken since the previous general meeting. The meeting of the Executive Committee may be called by the President or, in his absence, the Vice-President.

### **23 - MEETINGS OF THE EXECUTIVE COMMITTEE**

The Executive Committee shall meet as often as required for the transaction of business. It shall regulate the conduct of affairs at such meeting as it deems proper.

### **24 - ORDINARY MEETINGS**

Ordinary meetings of the Association shall be notified by circular, and shall be held at least four times each calendar year on dates and at locations as determined from time to time by the Council of Management and additionally in the event that ten ordinary financial members make a request in writing to the Council of Management calling for an Ordinary Meeting to be convened. Seven members shall form a quorum.

## **25 - ANNUAL MEETING**

An Annual Meeting of members shall take place on a date determined by the Council of Management and that date shall be not later than 15 months after the Annual Meeting held in the preceding year. At this meeting the audited balance sheets and revenue statement shall be presented, together with a Presidential report. The ballot for election of members of the Council of Management for the ensuing 2 years shall be declared and these members shall be installed in office; provided, however, that this installation shall be the last item of business.

Such other business as the Council may refer to this meeting shall also be dealt with at the annual meeting; provided, however, that only that business which is clearly set forth on the notice of meeting shall be dealt with.

Four weeks prior to the date of the Annual General Meeting the Secretary shall forward by letter post or by other means as set out under definition of "In Writing" in rule 3 of these rules a notice to each member of the Association. Such notice shall request the members' attendance at the meeting and shall clearly set forth the business to be transacted. Ten shall form a quorum at the annual meeting.

## **26 - SPECIAL GENERAL MEETINGS**

In the event of ten ordinary financial members of the association writing to the Secretary, requesting that a general meeting be called to consider or revise any action of the Council or, under the President's direction, the Secretary shall call a special general meeting as requested.

Not less than seven days prior to the date of the special general meeting, the Secretary shall forward, by pre-paid letter post, or as defined as "In Writing" rule 3, a circular to each member of the association. Such circular shall request the member's attendance at the meeting and shall clearly set forth the special business to be transacted.

Where the business of a special general meeting is to consider a clearly set forth motion or motions that had been circularised in accordance with this rule, said motion or motions may be debated and resolved by vote at such meeting.

Where the business of a special general meeting is to consider any subject or, a notice of motion that has not been submitted, then any motion or motions submitted at the said special general meeting shall be received and may be debated, but shall not be determined. Such motions shall be referred to a further special general meeting to be convened at a further date to be decided upon at that meeting and shall be clearly set forth in the circular convening the further special general meeting. This special general meeting shall have power to determine the motions submitted to it and with the exception of motions to alter this constitution or dissolve the Association, such motions shall be carried by a simple majority of members present and entitled to vote.

Notwithstanding anything contained in these rules, the council of the association shall have full power to make any alterations or additions to these rules as may be required by the Conciliation and Arbitration Act 1904 or by the Industrial Registrar.

**26A - PROCEDURE AT GENERAL MEETINGS**

- (a) No item of business shall be transacted at a General Meeting unless a quorum of members entitled under these Rules to vote is present during the time the meeting is considering that item.
- (b) If within half an hour after the appointed time for the commencement of a General Meeting a quorum is not present, the Meeting, if convened upon the requisition of Members, shall be dissolved, and in any other case, shall stand adjourned to the same day in the following week at the same time and at the same place unless another place is specified at the time of the adjournment by the person presiding at the Meeting.
- (c) If, at the adjourned meeting a quorum is not present within half an hour after the time appointed for the commencement of the meeting, those Members present shall constitute a quorum.
- (d) A member shall have one vote only at all General Meetings, which shall be given personally or by proxy provided that no member shall hold more than one proxy.
- (e) In the case of an equality of votes on a question at a General Meeting, the Chairperson of the Meeting shall be entitled to exercise a second or casting vote.
- (f) Each member shall be entitled to appoint another member as proxy and such proxy shall be delivered to the Secretary no later than 24 hours prior to the time appointed for such meeting.
- (g) The proxy referred to above shall be in the following form:

"I, ..... of ..... being a member of Master Painters Australia NSW Association Incorporated hereby appoint ..... of ..... being a member of that incorporated association, as my proxy to vote for me on my behalf at the General Meeting of the Association (Annual General Meeting) or (Special General Meeting) as the case may be to be held on the ..... day of ..... 20... and at any adjournment thereof.

My proxy is authorised to vote in favour of/against (delete as appropriate) the resolution

.....  
Signature of Member appointing proxy

Dated this ..... day of .....20...

Note: A proxy vote may not be given to a person who is not a member of the Association."

### **26B - SPECIAL MEETINGS**

- (a) No item of business shall be transacted at a Special Meeting unless a quorum of members entitled under these Rules to vote is present during the time the meeting is considering that item.
- b) If within half an hour after the appointed time for the commencement of a Special Meeting a quorum is not present, the Meeting, if convened upon the requisition of Members, shall be dissolved, and in any other case, shall stand adjourned to the same day in the following week at the same time and at the same place unless another place is specified at the time of the adjournment by the person presiding at the Meeting.
- (c) If, at the adjourned meeting a quorum is not present within half an hour after the time appointed for the commencement of the meeting, those Members present shall constitute a quorum.
- (d) A member shall have one vote only at all Special Meetings, which shall be given personally.

### **27 - COMMITTEE MEETINGS**

Committees appointed for a special purpose shall meet as and when necessary. Three days prior to the date of such meeting the Association shall forward by prepaid letter post or 'In Writing' as defined in rule 3 to each member of the Committee a notice requesting his attendance at such committee meeting; provided, however, that in an emergency or where five or less members constitute the Committee, then the meeting may be convened by telephone. All committees shall be convened on the direction of the President or the person appointed convenor for that particular committee.

A quorum for committee meetings shall be not less than half the number comprising the committee.

### **28 - RESOLUTIONS BINDING ON ALL MEMBERS**

All resolutions passed or adopted at a general meeting of the Association shall be conclusive and binding on all members.

### **29 - LIAISON OFFICER**

Any member of the Council may be appointed Liaison Officer for any purpose and may advise the Secretary on any matter affecting the industry.

### **30 - PRESIDENT**

The President shall preside at all meetings and shall enjoy all the authority usually vested in the Chairman. The ordinary rules of debate shall apply. If at any time the President should resign before his term of office expires, he shall cease to have any seat on the Council until re-elected to office.

The President shall call or authorise the Secretary to call meetings of the Council or other Committees of the Association, by forwarding notice in writing to each member thereof, where practicable, at least seven days prior to the scheduled date of such meeting. Urgent meetings may be summoned by telephone or telegram.

### **31 - PRESIDENT'S AUTHORITY & POWER TO VOTE**

At all meetings and special meetings of the Association and Council the President shall keep order, direct the manner of debate upon all questions introduced, determine what questions shall be discussed and in what order questions shall be introduced. No member shall persist in a line of conduct contrary to the ruling of the Chairman, but may request the Chairman to take the opinion of the meetings upon those points in which he differs from the chair, who shall do so forthwith and abide by the majority opinion of the members present at the meeting.

### **32 - VICE-PRESIDENT**

In the absence of the President, the Vice-President shall possess all the rights and privileges of the President. When not occupying the chair the Vice-President shall be vested with all the rights of membership and may introduce any subject for discussion, propose any motion or amendment, etc.

In the absence of the President and Vice-President, it shall be the duty of the members present to elect a Chairman who shall possess all the privileges of the President whilst occupying the Chair.

### **33 - TREASURER**

The Honorary Treasurer shall instruct the Secretary to pay all monies belonging to the Association to the credit of the Association in such of Banks or Financial Institutions as the Executive Committee may direct. It shall be the duty of the Honorary Treasurer to certify as to the correctness of Accounts for payment and he shall instruct the Association to pay all accounts, dues, such accounts having been passed in accordance with these rules. He shall cause proper books of account to be kept recording a true account of the financial transactions of the Association and of all receipts and expenditure, and the assets and credits and liabilities of the Association and such books of account shall be kept at the registered office. He shall in accordance with these Rules cause the books of account to be maintained completely written up as hereinbefore required and at the end of each financial year of the Association as determined by the Executive Committee, shall cause to be prepared a financial report including statement of revenue and expenditure and a balance sheet for such financial year which shall be submitted to the Annual General Meeting.

Ordinary expenditure shall include expenditure in respect of goods supplied, salaries or wages, and the purchase of books, stationery, office equipment, plant and the like for the purposes necessarily incidental to the objects of the Association, also in respect of travelling and conferences with other persons or bodies calculated to be of benefit to the Association. Expenditure other than ordinary shall be classified extraordinary and subject to Rule 37(2) hereof shall not be incurred without the sanction of the Executive Committee.

### **34 - INDUSTRIAL OFFICER**

The Industrial Officer shall be responsible to the Executive of the Association. He may represent the Association in all industrial matters, and enlist assistance when necessary and to make urgent decisions.

Where directed by Council, he shall represent the Association at any meetings at which industrial issues are involved or before any industrial courts or tribunals.

### **35 - EDUCATION AND TRAINING OFFICER**

The Education Training Officer shall be responsible to the Executive of the Association for all matters pertaining to Objects 4(f), (g) and (l) of these Rules.

### **36 - SECRETARY**

The Secretary shall be elected in accordance with Rule 15 and shall be an entirely honorary position. He shall act under the general direction of the President, or, in his absence, of the Vice-President. He shall be the registered officer of the Association for all purposes within the scope of the Association for which a registered officer may be required.

The Secretary shall see that a faithful record is kept of the business transacted at all meetings of the Association or any Special Committee thereof and shall collect all subscriptions and other monies due to the Association, issue all necessary notices, deal with correspondence and prepare and furnish all returns required to be given by or on behalf of the Association under any act of Parliament.

He shall, ex officio, be the Secretary of any special Committees constituted at any time. He shall draw up the Annual Report for the approval of the Executive Committee and generally carry out the duties assigned to him by the Association through the President or in his absence the Vice- President.

He is hereby authorised on behalf of the Association to bring or defend or cause to be brought or defended any action, prosecution or complaint approved by the council, in any court of law and/or arbitration or otherwise touching or concerning any property or any right or claim to property of the Association or touching or concerning any industrial matter in which the Association or any member may be concerned or interested and in particular to sue for or institute proceedings in respect of arrears of contributions, subscriptions, fees or any other monies payable by members to the Association.

All claims for subscriptions or liabilities of any kind whatsoever due to the Association on the part of its members may, with the approval of the Council and after the lapse of three months from the same becoming due be recovered at the suit of the Secretary.

He shall keep a register of members in which shall be recorded the name and address of every member of the Association and such other particulars as the Executive Committee may from time to time direct, or are required by these Rules. An entry in the Register shall be evidence of membership of the Association.

### **37 - FUND OF THE ASSOCIATION**

- (1) There shall be a fund which shall be managed and controlled in accordance with the rules relating to the Association as a whole.
- (2) The fund shall consist of:
  - (a) Any real or personal property of which the Association, by the rules or by any established practice not inconsistent with the rules, has, or in the absence of any limited term lease, bailment or arrangement, would have, the right of custody, control or management.
  - (b) The amounts of entrance fees, subscriptions, fines, fees or levies received by the Association,

- (c) Any interest, rents or dividends derived from the investment of the fund,
  - (d) Any superannuation or long service leave fund operated or controlled by the Association for the benefit of its officers or employees,
  - (e) Any sick pay fund, accident pay fund, funeral fund, tool benefit fund or like fund operated or controlled by the Association for the benefit of its members,
  - (f) Any property acquired wholly or mainly by expenditure of the monies of the fund or derived from other assets of the fund, and
  - (g) The proceeds of any disposal of parts of the fund.
- (3) A loan, grant or donation of an amount exceeding \$1,000 shall not be made by this organization unless the council of management of the organization:
- (a) has satisfied itself -
    - (1) that the making of the loan, grant or donation would be in accordance with the other rules of the organization and:
    - (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
  - (b) has approved the making of the loan, grant or donation.

### **38 - ADMINISTRATION OF ASSOCIATION FUND**

- (1) The financial year of the Association shall commence on the 1st January in each year and end on the 31st December following.
- (2) The funds of the Association and its income and property shall be applicable to the maintenance of the Association and the furtherance of its objects. No appropriation of money other than for the purposes above-mentioned shall be made unless due notice of the intention to make such appropriation appears on the business paper of the general meeting and the approval of such meeting is obtained. The current funds of the Association shall be deposited in such of the banks, building societies or other financial institutions as the Executive Committee may direct, in the name of the Association. All monies received shall be deposited in such banks, building societies or other financial institutions.

Provided that an amount as may be determined from time to time by the Council shall be retained in an impress account and/or in cash in the Association's registered office for the purpose of petty cash.

- (3) Any portion of the Association's current funds may by resolution of the Council be invested for the benefit of the Association and on behalf of the Association, in the name of the Association.

### **39 - EXAMINATION OF BOOKS, RECORDS & ACCOUNTS BY MEMBERS**

All persons having an interest in the funds of the Association who are desirous of examining or investigating or inspecting all or any book, lists of members of the Association, documents, or records (with the exception of turnover declarations) on application to and with the authority of the Council, shall be permitted to have free access to the same for such purposes on any working day between the hours of 10 a.m. and 4 p.m., or at such times as may be arranged with the applicant and such inspections shall be at the registered office and in the presence of the treasurer or some such member of the staff of the Association as he may delegate to be present.

#### **40 - SIGNATURE ON CHEQUES**

All payments from the funds of the Association shall be made by cheque signed by any two of the following: President, Vice-President, Secretary or Treasurer.

#### **41 - AUDITORS**

The Executive Committee shall appoint a properly qualified Auditor or Auditors at the Annual General Meeting who shall be required to examine the books and accounts of the Association and report on same to the Executive Committee at the end of each financial year and at any other time requested by the Executive Committee. A retiring Auditor shall be eligible for re-appointment. Any casual vacancy occurring in the office of Auditor shall be filled by the Executive Committee. No Auditor shall be a member of this Association.

#### **42 - ANNUAL FEES**

The fees payable by members shall be determined by the Council of Management from time to time including the prescribed fee for retired members providing notice of the motion to change such fees has been given at a previous Council meeting.

#### **43 - RECOVERY OF FEES & OTHER AMOUNTS DUE TO THE ASSOCIATION**

- (1) Any member failing to pay his fees in full within six months of their becoming due, shall be notified by mail of such default and at the same time the Association shall suspend all services to the said members and report his action to the Council of Management. In the event of the said member so notified not having paid his fees within thirty days of the date of such notification, then the Association shall report the fact to the Treasurer.
- (2) In the event of no written explanation having been received from the member in default the Treasurer may forthwith terminate the membership of such defaulting member by a notice in the record of membership and that member shall lose from that time all rights and privileges of membership including all voting rights. The Treasurer may direct that the fees outstanding be recovered or may direct the same to be written off as a bad debt.
- (3) In the event of a written explanation having been received from the member in default, the Treasurer may and at his absolute discretion, extend the time for such member to meet his obligations by a period not exceeding six months; during this period no services shall be made available to such member, but such member shall continue to have all other rights and privileges of membership including voting rights.

#### **44 - LEVIES**

On recommendation of the Council of Management, the Association in Special Meeting may impose such levies or other contributions as are deemed advisable for the purpose of carrying on the work and objects of the Association. Such levies or contributions as may be imposed, shall be due and payable within thirty six days of the notification to members of the decision to impose same. Levies shall not be imposed on any Life Members, Retired Members, Associate Members, Representative or Additional Representative.

#### **45 - AUTHORISED AGREEMENTS**

- (1) No industrial agreement, or other instrument, shall be executed by or on behalf of the Association unless there shall be present at the meeting of the Council with respect thereto, at least three-fourths of the members of such Council, and a resolution to that effect has been passed, and in execution the Common Seal of the Association shall be affixed to such agreement or other instrument.
- (2) In the case of an industrial Agreement, it shall first be approved by a Special Meeting of members.

#### **46 - REPRESENTATION BEFORE TRIBUNALS**

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

#### **47 - COMMON SEAL**

The Common Seal of the Association shall be kept in the custody of the Secretary or Public Officer and shall not be affixed to any instrument except by the authority of the Council and the affixing of the Common Seal shall be attested by the signatures either of two members of Council or of one member of Council and the Secretary or Public Officer.

#### **48 - MEMBERS NOT PARTNERS**

The members of the Association are not partners.

#### **49 - MEMBERSHIP IDENTIFICATION**

All financial members may be supplied with a badge or other form of membership identification, the colour of which may be altered annually. This membership identification will remain the property of the Association and must be returned to the Executive Committee on demand.

#### **50 - POLICY**

The policy of the Association shall be determined by the Council of Management, the Annual Meeting or a Special Meeting from time to time.

Without in any way limiting the powers of the Council or an Annual or Special Meeting to determine further matters as the policy of the Association, the following shall be the declared policy of the Association on the matters set out:

- (1) Unanimity Among Members

Should any member feel grieved in business by the action of another member, he is requested to lay the matter before the Council of the Association. The Council shall appoint a jury of four of its most experienced members to hear the complaint and who, after hearing both sides, shall give a decision.

Should any party be dissatisfied with the decision, the matter shall be placed before the Council which after hearing both sides, shall give its decision, which shall be accepted by both parties as final.

(2) Legal Assistance

No member shall be entitled to legal assistance from the Association or assistance toward the expense of same unless the matter being litigated is one of principle which may affect other members. Provided always that the Council of Management (or if time does not permit the placing of the matter upon which assistance is sought before the Council, then in such case, the Executive Committee) shall determine whether or not legal assistance shall be afforded to such member. Provided always that assistance, legal or otherwise, shall not be available to any member whose difficulties are caused by departure from the Association policy or advice.

(3) Members' Assent to Rules

The Constitution and Rules of the Association, duly registered in accordance with the law of the Commonwealth and the State of New South Wales, shall be kept at the Association office. Every member on notification of his admittance to membership shall be forwarded by post or as defined "In Writing" rule 3, a copy thereof.

**51 - DISCIPLINARY POWERS**

(1) If it is brought or comes to the notice of the Secretary that any member:

- (a) Has been convicted of a felony or an offence under any Act, regulation, ordinance, industrial award or other law arising out of or in the course of the conduct of his business, or
- (b) Has acted or is acting in a manner which appears to be opposed to or contrary to the objects or policy of the Association and its code of ethics as stated in this Constitution and these Rules, or as determined in accordance therewith, or
- (c) Fails to obey a direction of the Council made in pursuance of the objects or in furtherance of the policy of the Association as set out in this Constitution and these Rules, or as determined in accordance therewith, or
- (d) Has committed or is committing a breach of the Constitution and Rules of the Association, and its code of ethics, or
- (e) Has engaged in or published or been party to or permitted or supported any untrue or misleading communication statement advertisement signed document or paper either on his own behalf of or as an officer or representative or member of the Association, the Secretary shall furnish to the Council a report of the matters so brought or come to his notice at the first regular meeting

of the Council thereafter or at a meeting of the Council convened for the purpose of receiving and considering such report. If the Council finds the allegations so reported to constitute a prima facie case for such member to answer the Chairman shall instruct the Secretary to inform such member and to furnish him with a copy or statement of the allegations and to summon him to appear before the Council on a day and at a time to be fixed by the Council to answer the allegations and the Secretary shall carry out such instructions.

- (2) If a majority of the members present at such Council meeting shall decide and resolve that the member summoned to appear has been guilty of the conduct, acts or act alleged against him the Council may either dismiss the charge, or reprimand the offender, impose a fee not above a quarter of the member's annual subscription, suspend or place on probation the member for a period of not more than 12 continuous calendar months or terminate his membership.

The member so dealt with may appeal to a special meeting of the Association against the Council's decision or resolution by lodging a notice of appeal with the Secretary within 14 days whereupon the Secretary shall convene a Special Meeting of the Association to hear and determine such appeal and the decision of the Special Meeting on such appeal shall be final and binding on such member. The Special Meeting shall be called within 28 days on receipt of the appeal. The Special Meeting shall be heard in accordance with rule 26B.

### **52 - DISSOLUTION OF THE ASSOCIATION**

The Association shall be dissolved when a Special Resolution is passed by a majority which comprises not less than three quarters of such members of the Association as, being entitled under these Rules so to do, vote in person or by proxy at a General Meeting of which not less than 21 days written notice specifying the intention to propose the dissolution as a Special Resolution was given in accordance with these Rules OR where it is made to appear to the Corporate Affairs Commission that it is not possible or practicable for the resolution to be passed in the manner referred to above, then the resolution shall be passed in a manner specified by the Commission.

### **53 - DISPOSAL OF FUNDS**

Upon the dissolution of the Association, the members present at the meeting deciding such dissolution, after providing for payment of all debts then due, shall provide for the disposal of the assets of the Association in such a way as they shall think fit.

No allocation of funds shall be made so that any person or company derives any benefit whatsoever, other than that to which they are legally entitled. The broad basis of transmitting funds shall be towards research or education within the painting industry.

### **54 - COPIES OF RULES**

For providing a copy of these rules, the Association may charge a fee of either \$20.00 or the amount of the cost of providing a copy, whichever is the lesser, if the member requesting these rules has been furnished a copy of these rules within the past three years. The first or new version of these rules will be provided without cost to the member.

### **55 - ALTERATION OF OBJECTS AND RULES**

## 58 - DISCLOSURE OF COUNCILLORS RELEVANT REMUNERATION AND NON-CASH BENEFITS

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The Statement of Objects and these Rules may be amended or rescinded only by a Special Resolution at a General Meeting of which not less than 21 days written notice specifying the intention to propose the resolution as a Special Resolution was given in accordance with these Rules.

The Special Resolution shall be passed if a majority which comprises not less than three quarters of such members of the Association present at that meeting as, being entitled under these Rules so to do, vote in person or by proxy in favour of the resolution.

### **56 - CUSTODY OF BOOKS**

Except as otherwise provided by these Rules, the Secretary or Public Officer shall keep in his custody or under his control, all records, books and other documents relating to the Association.

### **57 - ASSOCIATION EXPENDITURE POLICIES AND PROCEDURES**

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

### **58 - DISCLOSURE OF COUNCILLORS RELEVANT REMUNERATION AND NON-CASH BENEFITS**

- (1) Each councillor of the Association shall disclose to the Association any remuneration paid to the councillor:
  - (a) because the councillor is a member of the board, if:
    - (i) the councillor is a member of the board only because the councillor is a councillor of the Association; or
    - (ii) the councillor was nominated for the position as a member of the Council of Management by the Association, a branch of the Association, or a peak council; or
  - (b) by any related party of the Association in connection with the performance of the councillors' duties as a councillor.
- (2) The disclosure required by Rule 58(1) shall be made to the Association;
  - (a) as soon as practicable after the remuneration is paid to the councillor; and
  - (b) in writing.
- (3) The Association shall disclose to the members of the Association:
  - (a) the identity of the councillors who are the five highest paid in terms of relevant remuneration for the disclosure period; and
  - (b) for each of those councillors:

- (i) the actual amount of the councillors' relevant remuneration for the disclosure period; and
  - (ii) either the value of the councillors' relevant non-cash benefits, or the form of the councillors' relevant non-cash benefits, for the disclosure period.
- (4) For the purposes of Rule 58(3), the disclosure shall be made:
  - (a) in relation to each financial year;
  - (b) within six months after the end of the financial year; and
  - (c) in writing.

### **59 - DISCLOSURE OF COUNCILLOR'S MATERIAL PERSONAL INTERESTS**

- (1) Each councillor of the Association shall disclose to the Association any material personal interest in a matter that:
  - (a) the councillor has or acquires; or
  - (b) a relative of the councillor has or acquires;that relates to the affairs of the Association.
- (2) The disclosure required by Rule 59(1) shall be made to the Association:
  - (a) as soon as practicable after the interest is acquired; and
  - (b) in writing.
- (3) The Association shall disclose to the members of the Association any interests disclosed to the Association pursuant to Rule 59(1).
- (4) For the purposes of Rule 59(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.

### **60 - DISCLOSURE BY ASSOCIATION OF PAYMENTS**

- (1) The Association shall disclose to the members of the Association either:
  - (a) each payment made by the Association, during the disclosure period:
    - (i) to a related party of the Association; or
    - (ii) to a declared person or body of the Association; or

- (b) the total of the payments made by the Association, during the disclosure period:
  - (i) to each related party of the Association; or
  - (ii) to each declared person or body of the Association.
- (2) Rule 60(1) does not apply to a payment made to a related party if the payment consists of amounts deducted by the Association from remuneration payable to councillors or employees of the Association.
- (3) For the purposes of Rule 60(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.

### **61 - BOARD MEMBER FINANCIAL TRAINING**

The officers of the Council of Management who have duties that relate to the financial management of the association will undertake a financial management training course approved by the General Manager of the Commission within the six month period after the individual commences to hold the Council of Management position or office.

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