

RULES
of the
WESTERN AUSTRALIAN HOTELS AND HOSPITALITY
ASSOCIATION INCORPORATED (UNION OF EMPLOYERS)
("THE ASSOCIATION")

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SUSAN BASTIAN
REGISTRAR
26 NOVEMBER 2013

RULES

of the

**WESTERN AUSTRALIAN HOTELS AND HOSPITALITY
ASSOCIATION INCORPORATED (UNION OF EMPLOYERS)
("THE ASSOCIATION")**

1 - NAME

The name of the Association shall be the Western Australian Hotels and Hospitality Association Incorporated (Union of Employers) ("the Association").

2 - OFFICE

The office of the Association shall be at 38 Parliament Place, West Perth or at such other place as the State Council may from time to time decide.

3 - FUNDS

No funds, income or property of the Association shall be paid or transferred directly or indirectly to any of the members of the Association provided that when any member of the State Council is required to attend Divisional, Executive Council, National Executive or National Board Meetings they shall be paid from funds to meet incurred expenses; and further provided that the State Council may authorise a President's and Executive members' allowance.

4 - OBJECTS

The objects of the Association shall be:-

- (a) To maintain high standards of service and conduct in the liquor, hospitality, catering and entertainment industries.
- (b) To promote and protect the rights and interests of licensed hoteliers, taverners and such other licensees as may be engaged in the retail liquor trade and are accepted as members of the Association.

- (c) To watch all proceedings in State and Federal Parliament, in local governing bodies and in any other public situation or forum, and to monitor all measures introduced therein affecting any of the rights or interests of its members or any branch of the industry, and to take such steps as may from time to time be deemed necessary to promote, amend, modify or reject as the case may be, all or any such measures.
- (d) To establish and assist with the running of employment agencies, information and accommodation bureaux, literary, social, educational, sporting, financial or trading institutions and businesses for the benefit of the members.
- (e) To print, publish, issue and circulate such newspapers and other papers, periodicals, books, circulars, and other literary under-takings as may be deemed desirable or expedient for the diffusion amongst the members of the Association on matters affecting the liquor, hospitality, catering and entertainment industries, or as may seem calculated, directly or indirectly, to advance or contribute to the interests of the Association or of its members.
- (f) To establish, subsidise, promote, co-operate with, receive into union, become a member of, act as or appoint trustees, agents or delegates for, control, manage, superintend, lend monetary assistance to, act as consultants for or otherwise assist any association or institution incorporated or not incorporated or which may in any way be calculated to advance the interests of the Association or of its members.
- (g) Subject to limitations as may be imposed by law to purchase, take on lease, exchange, hire or otherwise acquire any real or personal property of any kind whatsoever, and any rights or privileges necessary or convenient for the purposes of the Association.
- (h) To sell, improve, manage, develop, lease, mortgage, pledge, charge, dispose of, turn to account or otherwise deal with all or any part of the property of the Association.
- (i) To make donations or subscriptions or give other assistance, either in cash or other assets to or otherwise aid such persons, clubs, societies, charity institutions or organisations having any moral or public or other claim to support or aid by the Association or which may be for the benefit of the Association or its members, ex-members, officials, employees, wives, widows, children or other dependents.
- (j) To borrow or raise money upon loan for the purpose of the Association and to secure or guarantee by such method as the Association thinks fit the payment of any monies borrowed, received or owing by the Association.
- (k) To handle the travel requirements of its members and persons associated with them.
- (l) To handle insurance requirements of its members.
- (m) To engage public relation consultants, planners, economists, market researchers, lawyers and other professional advisers and consultants in the interest of its members.
- (n) To promote tourism generally in Western Australia and the participation of its members in relation thereto.
- (o) To liaise with and represent its members in relation to governments, all public and statutory boards and other authorities.
- (p) To participate in socially desirable causes relevant to the interests of its members.
- (q) To endorse services and products in the interests of its members.

- (r) To provide all kinds of amenities and services to assist its members.
- (s) To do all such other ancillary matters as are conducive to the attainment of the above objects.

5 - MEMBERSHIP

- (a) The Association shall consist of all persons and corporations who or which are Members of the Association and such other members as may from time to time be elected in manner hereinafter appearing, all of whom shall be employers of labour.

Members of the Association shall be:-

1. Licensee Members.
2. Life Honorary Members.

Subject to the provisions hereof any person or corporation who or which is the holder of a Hotel Licence, Tavern Licence, Limited Hotel Licence, Restaurant license or such other licence as may be accepted by State Council and as granted by the Licensing Court of W.A. or its successor shall be eligible for election to membership of the Association.

- (b) Any person or Corporation desiring to become a member of the Association shall sign and complete the relevant application form set out in the Appendix 1 to this Constitution. Every application form shall be signed by the applicant, if a person, and shall have the common seal affixed and attested in accordance with its articles of association if a corporation and shall be signed by two members of the Association as Proposer and Seconder. No applicant shall be elected a member of the Association unless the requirements of this clause have been complied with, the prescribed nomination fee and subscription have been paid and the applicant has agreed to pay all levies.
- (c) All candidates eligible for any type of membership of the Association shall be elected by the State Council.
- (d) Election of members shall take place at any Ordinary or Special Meeting of the State Council and no person or corporation whom or which a majority of the State Council does not desire for any reason whatsoever to admit to membership shall be eligible for membership and the State Council may without assigning any reasons whatsoever refuse to admit any applicant for membership.
- (e) A Licensee who becomes a member of the Association shall automatically become a member of the Division, (if any) -
 - (i) in which the member's licensed premises shall be located, and
 - (ii) which has been created by the State Council and deemed applicable by the State Council, to that member's licensed premises.
- (f) An individual member who does not intend or is not capable of taking an active personal part in the conduct of the affairs of the Association may in writing delivered to the Executive Director appoint some other person concerned or employed in the conduct of their licensed premises to be their proxy to represent them at all meetings at which they would be entitled to attend and such person shall be entitled to attend and be heard and vote at such meetings and at elections and ballots as such proxy. The member appointing such proxy shall not be entitled to attend meetings or to vote or nominate for or be nominated for or hold office while such proxy is unrevoked. Any such proxy shall be entitled to be nominated for and to be elected to and hold

any office in the Association. Should such proxy while the holder of any such office be changed they shall be deemed to have and shall vacate such office and their successor as such proxy shall not be entitled ipso facto to hold the office to which their predecessor was elected. No such proxy shall be valid or effective unless and until the person appointed proxy as aforesaid has been recorded in the Register of Members and a letter of confirmation of receipt of that proxy has been issued by the Executive Officer. A representative proxy may be recorded in a Membership Application form or in a separate letter appointing that proxy.

- (g) A corporate member shall appoint a proxy to take part in the affairs of the Association. The instrument appointing a proxy shall be in writing under the seal of the corporation or officer of attorney duly authorised by the corporation. The proxy shall be some person concerned or employed in the conduct of the licensed premises but need not be a member of the corporation. The proxy shall represent the corporate member at all meetings at which an individual member would be entitled to attend and such proxy shall be heard and vote at such meetings and at elections and ballots. No other member of the corporation shall be entitled to attend meetings or to vote or nominate for or be nominated for or hold office while such proxy is unrevoked. Any such proxy shall be entitled to be nominated for and to be elected to hold any office in the Association. Should such proxy while the holder of any such office be changed, they shall be deemed to have and shall vacate such office and their successor as such proxy shall not be entitled ipso facto to hold the office to which their predecessor was elected. No such proxy shall be valid or effective unless and until the person appointed proxy as aforesaid has been recorded in the Register of Members and a letter of confirmation of receipt of that proxy has been issued by the Executive Officer. A representative proxy may be recorded in a Membership Application form or in a separate letter appointing that proxy.
- ~~(h) A member may resign upon ceasing to be eligible for membership pursuant to the provisions of this Constitution. The resignation shall be preceded by three (3) months notice in writing addressed to the Association at its registered office.~~
Disallowed - See Order No. 861 of 1996 of 4 July 1996.
- (i) Any person who ceases to be a member shall forfeit all rights and privileges as a member of the Association and shall return forthwith to the Executive Director all property whatsoever of the Association.
- (j) An entry of the name of either an individual member or the corporation or its appointed proxy in the Register of Members shall be evidence of membership of the Association.

6 - LIFE HONORARY MEMBERS

- (a) The State council may elect as Life Honorary Members of the Association persons who are members of the Association and who, in the opinion of the State Council, have rendered distinguished service to the Association.
- (b) A Life Honorary Member will have all the rights and privileges of ordinary members with respect to the attending of meetings, voting power and election to office, but only so long as they are the holder of a license and/or an employer of labour as described in Clause 5(a).

7 - SUBSCRIPTIONS

- (a) A member shall pay an annual subscription of such amount as the State Council from time to time may determine.

- (b) A member shall complete a direct debit form as provided by the Association so that a membership fee can be deducted from the member's nominated account. If the member pays by periodical arrangement, a member may pay their subscription by direct debit from their nominated bank account.
- (c) Subscriptions shall be due on the 1st July in each year, or at the time of application for membership, or as the State Council shall decide.
- (d) A member's subscription shall be payable in advance provided that any member who on the 30th June in any year is a financial member of the Association shall be deemed a financial member until the following 30th August, but if their subscription for the current year is not then paid they shall be deemed unfinancial.
- (e) Any person becoming a member during the currency of a financial year shall be liable to pay to the Association such proportionate part of their full annual subscription as the remaining number of complete quarters of that financial year bears to four (4).
- (f) Where a licensee who is a financial member of the Association relinquishes their licence before the end of that financial year, no refund of subscription can be made, and unless the Executive Director of the Association is advised of that member's current address, the Association will not be responsible for the failing to forward literature, to which, as a member, they would be entitled.
- (g) No unfinancial member shall be entitled to vote at any meeting or in any election or ballot of the Association nor hold any office. In the event of an office bearer becoming unfinancial their office shall thereupon ipso facto become vacant.
- ~~(h) The name of any member who or which is one (1) year in arrears in the payment of subscriptions shall be cancelled from the Register of Members.~~
Disallowed - See Order No. 861 of 1996 of 4 July 1996.

8 - FINANCIAL YEAR

- (a) The financial year of the Association shall begin on the 1st July and end on the 30th June in each year.

9 - LIABILITY OF MEMBERS

The liability of members of the Association is limited to the amount of:-

- (a) The annual subscription.
- (b) Any levies which the State Council may at their discretion impose.
- (c) Any disbursements authorised by and made on a member's behalf.

10 - CONTROL OF THE ASSOCIATION

- (a) The supreme control of the Association is vested in the members of the Association.
- (b) Subject thereto, the management of the Association shall be vested in the State Council, which shall be empowered to exercise and perform all the objects and powers of the Association.

- (c) Any member of the Association shall be entitled, at a reasonable hour and on reasonable notice to the Association, to inspect the Register of the Association.

11 - STATE COUNCIL

- (a) The State Council shall consist of:-
- (i) six (6) ordinary members elected by secret postal ballot by and from the members of the Association;
 - (ii) one (1) member, being the President of each Territorial Division of the Association;
 - (iii) one (1) member, being the President of each Non-Territorial division of the Association,
- all of whom shall be elected by secret postal ballot in accordance with the provisions of this Constitution.
- (b) The ordinary members of State Council shall hold office for two (2) years. Six (6) such members shall be elected by secret postal ballot in accordance with the provisions of this Constitution by and from the members of the Association. The result of such election shall be declared at the June Ordinary Meeting of the State Council in the year the election is held.
- (c) A member of the State Council representing a Division shall have the same powers and rights as an ordinary member of the State Council.
- (d) The State Council may meet together for the dispatch of business, adjourn and otherwise regulate its meetings as it thinks fit. A meeting may be conducted in person, by telephone or videoconference, circular memorandum (transmitted by post, facsimile, email, digital or other means) or any other appropriate means..
- (e) A quorum for a meeting of the State Council shall consist of three (3) Members participating
- (f) The President or the Executive Director shall give to the Members of the State Council not less than twenty-four (24) hours notice by telephone, facsimile, email letter or other appropriate means of the convening of a meeting of the State Council.
- (g) The President or the Senior Vice President and the Vice President jointly, shall at any time on the written application of at least six (6) members of the State Council direct in writing the Executive Director to call a meeting of the State Council. When so directed the Executive Director shall give to the members of State Council at least forty-eight (48) hours notice of the meeting specifying the place, date and hour of the meeting and in the case of special business the general nature of such business, the said date and hour being within seven (7) clear days of the said written application. Accidental omission by the Executive Director to give such notice of any meeting to a member of State Council shall not invalidate the meeting.
- (h) Any member of the State Council who may absent themselves from three (3) consecutive State Council meetings without sufficient cause being shown shall be deemed to have vacated their office unless they shall have obtained leave of absence from the State Council. Any Member of the State Council attending to Association affairs at the time of the State Council meeting shall be deemed to have been present at such meeting.

- (i) In the event of a vacancy occurring on the State Council of the position of an ordinary member, President of a Territorial Division or President of a Non-Territorial Division, the vacancy shall be filled by ordinary election provided, if the unexpired term is less than 18 months the State Council shall have the power to appoint a representative or representatives from the financial members of the Association or Division concerned, to hold office until the next succeeding election of representatives.

12 - EXECUTIVE

- (a) There shall be an Executive of the Association which shall consist of:
- (i) The President;
 - (ii) The Senior Vice President;
 - (iii) The Vice President;
 - (iv) The Treasurer;
 - (v) The President, Accommodation and Licensed Restaurant Division;
 - (vi) Two (2) Country representatives in the case where no other member of the Executive is a Country representative or one Country representative in the case where a member of the Executive is a Country representative;
 - (vii) The President, Licensed Restaurant Division.
- (b) Between meetings of the State Council and subject to the control of the State Council, the Executive shall have the control and conduct of the business of the Association and shall act on its behalf in all matters, except those to do with the sale or disposal of assets of the Association. It shall have the daily management of the business of the Association and shall be bound to observe the decisions of the State Council.
- (c) The Executive shall be required to bring to the notice of the State Council all known matters affecting or likely to affect the Association and its members.
- (d) The President may delegate all or any of their powers as a member of the Executive to the Senior Vice President. The Executive shall have power at any time to convene meetings of any of the Committees or Sub-Committees or of the general members of the Association.
- (e) The Executive may meet for the dispatch of business, adjourn and otherwise regulate its meetings as it thinks fit. A meeting may be conducted in person, by telephone or videoconference, circular memorandum (transmitted by post, facsimile, email, digital or other means) or any other appropriate means.
- (f) A quorum for a meeting of the Executive shall be the Chairman now elect and three (3) other members of the Executive.
- (g) Any member of the Executive who may absent themselves from three (3) consecutive Executive meetings without sufficient cause being shown shall be deemed to have vacated their office unless they shall have obtained leave of absence from the State Council and such casual vacancy shall be filled by the State Council.

- (h) At the commencement of the June ordinary meeting of the State Council in the year of the election of the State Council, and immediately after declaration by the returning officer of the election of the Ordinary Members of the State Council, the Members of the State Council shall by secret ballot conducted in accordance with Rule 18 of this Constitution elect the President, Senior Vice President, Vice President and Treasurer (such persons are hereinafter collectively referred to as "Office Bearers").
- (i) Immediately after the election of the Office Bearers, the Country Representative(s), if required, shall be elected by secret ballot by and from the Presidents of the Country Territorial Divisions and eligible ordinary members, in accordance with Rule 18 of this Constitution.
- (j) All Members of State Council shall be eligible to stand for election as Office Bearers.
- (k) Any casual vacancy in any of the offices of the Executive, however occurring, shall be filled by a secret ballot by and from the persons elected to be members of the State Council, conducted in accordance with Rule 18, the necessary changes having been made and the person elected to fill such casual vacancy shall hold office until the next election of office bearers following the June meeting of the State Council in the year the election is held for the State Council.

13 - COMMITTEES

- (a) The State Council shall appoint committees as necessary with such powers and objects as the State Council may decide. Any financial member of the Association may be a member of a Committee.
- (b) The State Council shall appoint a Chairman of each Committee.
- (c) The State Council may delegate any of its powers to committees consisting of such of its members as it may think fit and may from time to time revoke such delegation. Any committee so formed shall in the exercise of the power so delegated conform to any regulations that may from time to time be imposed upon it by the State Council.
- (d) The Members of the Executive shall be ex-officio members of all Committees.
- (e) All resolutions duly and properly made by each Committee shall be recorded and submitted to the Executive.
- (f) A quorum for a Committee Meeting shall consist of three (3) members present in person.

14 - DIVISIONS - TERRITORIAL AND NON-TERRITORIAL

A. Territorial Divisions

- (a) The State Council may for the purposes of creating Territorial Divisions divide the State of Western Australia into zones and may from time to time alter or vary the boundaries of any zone. The members of the Association residing or carrying on business within any zone may with the approval of the State Council form within such zone a Territorial Division of the Association.
- (b) The State Council may deem any Territorial Division to be a Country Territorial Division.

- (c) No member shall be elected to represent a Territorial Division pursuant to this Constitution unless they or it is either:-
- (i) permanently resident within the boundaries of the Division;
 - (ii) the holder of a current licence in respect of premises situated within the boundaries of the Division or;
 - (iii) the nominee of a corporate licensee situated within the boundaries of the Division.
- (d) A new member shall be elected to represent a Territorial Division pursuant to this Constitution and replace the elected member within three (3) months of either the elected member:-
- (i) ceasing to reside permanently within the boundaries of the Division;
 - (ii) ceasing to be the holder of a current licence or;
 - (iii) ceasing to be the nominee of a corporate licensee situated within the boundary of the Territorial Division,
- and the elected member shall forthwith cease to represent the Territorial Division upon the election of the new member.

B. Non-Territorial Divisions

- (a) The State Council has created an Accommodation and Licensed Restaurants Division and may from time to time create any other Non- Territorial Division of the Association.

C. Territorial and Non-Territorial Divisions

- (a) Each shall elect a President who shall represent it on the State Council. In the event of the President being unable to attend a State Council meeting the Division may nominate through its President another delegate to attend and represent the Division provided that notice in writing of such nomination shall be given to the Executive Director not less than two days prior to the meeting.
- (b) The method of conducting the election of the President shall be by secret postal ballot in accordance with provisions of this Constitution and shall be conducted concurrently with elections for State Council .
- (c) A Division may conduct its own affairs relating solely to the members of its Division providing it acts in conformity with this Constitution and the policy of the Association. The Division must advise the parent body of its membership, and also of any alteration that may take place therein.
- (d) The Division will be responsible for the membership of all licensees in its Division and for the completion of the requisite Nomination for Membership Forms.
- (e) The decision of the State Council on any matter shall override the decision of a Division notwithstanding that the decision of the Division shall be in respect of the matter delegated to it by the State Council.

- (f) No Division shall enter into any award or agreement with any Union without first consulting the parent body, nor enter into any financial arrangement or undertaking that may legally bind the Association in any manner without consulting with or obtaining the prior approval of the State Council.
- (g) A quorum for a Divisional meeting shall consist of three (3) financial members participating.

15 - ALTERATION OF CONSTITUTION

- (a) The State Council may from time to time delete, add to, alter or repeal any provisions of the Constitution for the time being of the Association and such additions, or alterations shall not become valid or operative until the next ensuing Annual General Meeting or Special General Meeting when such amendments shall be submitted to the General Meeting for approval.
- (b) In the event of the Annual or Special General Meeting not approving of such amendments the same shall be of no effect.
- (c) No amendment, addition to, variation, repeal, or substitution, of this Constitution shall be made unless a notice of the proposed alteration, and the reasons therefore, are:-
 - (i) sent to each member of the Association at their, or its registered address for the attention of such member; or
 - (ii) published on the Association's website and/or in the Association's magazine (if any) which shall be distributed to all members.
 - (iii) In the notice referred to in (c), members are to be informed that they or any of them may object to the proposed alteration by forwarding a written objection to the Industrial Registrar to reach him no later than twenty one (21) days after the date of issue of the notice in (c)(i) above or twenty one (21) days after the date of issue of the magazine as in (c)(ii) above, as the case may be.

16 - GENERAL MEETINGS

- (a) An Annual General Meeting of the Association shall be held in October of every year at a time and place to be determined by the State Council.
- (b) The Executive Director shall give Members of the Association not less than twenty-eight (28) days prior notice of the Annual General Meeting provided that it shall not be necessary to give such notice to Members whose subscriptions are due and unpaid in whole or part.
- (c) All meetings of all the members of the Association other than Annual General Meetings shall be called Special General Meetings.
- (d) The Executive may whenever it thinks fit or upon the written requisition of not less than twenty (20) financial members of the Association convene a Special General Meeting.
- (e) The business of the Annual General Meeting shall be as follows:-
 - (i) reading of Notice Convening the Meeting,
 - (ii) reading Minutes of the Previous Annual General Meeting,

- (iii) presentation of the Annual report,
 - (iv) presentation of the Annual Balance Sheet and Statement of Receipts and Expenditure of the Association,
 - (v) announcement of results of elections and the members of the State Council and of the Executive if an election was held during that year,
 - (vi) election of Auditor or Auditors in the place of those retiring,
 - (vii) notices of motion of which at least twenty-one (21) days written notice shall have been given,
 - (viii) general business.
- (f) The business of a Special General Meeting shall be as follows:-
- (i) reading of Notice Convening Meeting,
 - (ii) discussion of Business for which Meeting was called.
- (g) Should a quorum of Members not be present at any meeting of the Association after the expiration of an hour from the time appointed for commencement of the meeting then the Members present may adjourn the meeting until such time as they may consider desirable and if there be no Members present, the meeting shall be adjourned to such day as the State Council may appoint and in the event of the meeting lapsing or being adjourned the business thereof remaining undisposed of shall take precedence over all other business at the next ensuing Council Meeting.
- (h) A quorum at any meeting of the Association shall consist of ten (10) financial members present in person.
- (i) At a meeting of the Association the decision of the meeting shall be determined by a show of hands unless a ballot is demanded by at least ten (10) members present in person.

17 - CHAIRMAN

The President of the Association shall preside at all meetings of the Association, of State Council and of the Executive and in their absence the Senior Vice President shall preside. If neither the President nor the Senior Vice President is present the meeting shall appoint its Chairman in order of seniority.

18 - ELECTIONS

- A. This Constitution prescribes the election process as being:
- (a) The method of electing members of the State Council shall be by secret postal ballot of the whole of the financial members of the Association entitled to vote in such election, which shall be held every two years immediately prior to the June ordinary meeting of the State Council.
 - (b) The method of electing the office bearers of the Executive shall be by secret ballot of the whole of the members of the State Council which shall be held every two years at the June ordinary meeting of the State Council, in the year the elections for State Council are held.

- (c) The method of electing the Presidents of the Divisions shall be by secret postal ballot of the financial members of the respective Divisions concerned which shall be held every two years immediately prior to the June meeting of the State Council in the year the elections for State Council are held.
- (d) The Country Representative(s) of the Executive shall be elected by secret ballot by and from the Presidents of the Country Territorial Divisions and those eligible ordinary members, which election shall be conducted every two years at a meeting following the June ordinary meeting of the State Council .
- (e) Notwithstanding anything contained in these rules the procedure to be followed for election to office in this Union shall be in accordance with the requirements of the Industrial Relations Act 1979 and the Industrial Arbitration (Union Elections) Regulations 1980, and wherever these Rules are inconsistent with the provisions of the Act and Regulations, the provisions of that Act and those Regulations shall prevail.

B. Returning Officer

- (a) When an election is required to be conducted by this Constitution, the Executive shall appoint a returning officer who shall not be the holder of any office in and shall not be an employee of the Association or of any division of the Association.
- (b) The returning officer shall have the conduct of such election in accordance with this Constitution.
- (c) The returning officer shall compile a roll of members eligible to vote, containing the names and addresses of all such members.
- (d) The returning officer shall call for written nominations for the officers by advertising in the Association's newspaper (if any) and at least one newspaper circulating widely within the State in the case of a secret postal ballot and orally, in the case of any other secret ballot. The closing date for nominations shall be at a time and place or in a manner fixed by the returning officer and mentioned in the advertisement.
- (e) The returning officer shall be empowered to appoint such assistants to assist them in the conduct of the election in accordance with this Constitution as they may reasonably require; but such assistants, if any, shall not be the holder of any office in and shall not be an employee of the Association or any Division of the Association.
- (f) The State Council may provide an honorarium for the payment of expenses of the returning officer and any assistants appointed by them that shall be determined from time to time by the State Council.

C. Nominations

- (a) Written nominations shall be signed by the candidate and endorsed by at least two financial members and must be made at the time and place or in the manner mentioned in the returning officer's advertisement.
- (b) Oral nominations shall be consented to by the candidate and endorsed by at least one financial member.
- (c) The returning officer shall have the power in accordance with this Constitution to accept or reject such nominations; provided that if they reject any nomination, the following provisions shall have effect:

- (i) the returning officer shall notify the person concerned of the defect in the nomination;
 - (ii) the returning officer shall, where it is practicable to do so, give the person concerned the opportunity, if possible, of remedying the defect within not less than seven (7) days of notification; and or in the case of a collegiate election, within a reasonable period having regard to the circumstances.
 - (iii) if the person concerned within such period is able to and does, in fact, remedy the defect in the nomination in accordance with this Constitution, the returning officer shall thereupon accept such nomination.
- (d) Where after the closing of nominations there are more candidates than the number required for any office, the returning officer shall determine by draw, the order in which candidates are to appear on the ballot paper and have them listed in the order that they are drawn.
 - (e) Where after the closing of nominations there are insufficient nominations received to fill any vacant office, the vacancy shall be filled in accordance with this Rule. The members nominated or elected shall be declared at the next ordinary meeting of the State Council and the person elected to fill the vacancy(ies) shall hold office until the next election of the State Council.
 - (f) Where after the closing of nominations the number of nominations is equal to or less than the number of vacant offices no election shall be necessary and the returning officer may declare the members nominated to have been elected.

D. The Ballot

The Secret Postal Ballot

- (a) The returning officer shall fix a closing date for the ballot.
- (b) The returning officer shall forward by pre-paid post to each financial member so as to reach such member not less than two (2) weeks before the closing of the ballot, a ballot paper and other ballot material as is considered suitably brief for inclusion by the returning officer (meaning a brief personal and/or professional profile on each of the candidates and a brief position statement by each of them as may wish to do so) in a sealed envelope and provide for the return of the ballot paper without expense to the member.
- (c) Where a member is entitled to vote is or will be absent from their normal residential address at the time of the ballot, they may request the returning officer to forward a ballot paper and other ballot material as described above to a nominated alternative address and the returning officer shall comply with that request.
- (d) The ballot paper shall be returned in such envelope addressed to a post office box rented in the name of the Association and key of such box shall, before ballot papers are sent out, be placed in the hands of the returning officer.
- (e) The returning officer shall, after 12.00 noon on the day of closing of the ballot, open the box, collect the ballot papers and convey them to an office selected by them and proceed to count the ballot papers by the first past the post system until the ballot is finished.

E. The Secret Ballot

- (a) The returning officer shall fix a place and time for the conduct of the secret ballot.
- (b) The returning officer shall give each member who has a right to vote in such ballot at least fourteen (14) days' clear notice in writing, by prepaid post, of the place and time fixed for the conduct of the secret ballot and of the right to appoint a proxy for the purposes of the election in accordance with sub-clause (e).
- (c) Nominations for the secret ballot shall be made orally and made at the place and time fixed for the conduct of the secret ballot.
- (d) The names of the candidates shall be placed on a ballot paper prepared by the returning officer. Each member who has a right to vote shall mark a tick or cross as is required by the returning officer against the name of the candidate of their or its choice for each office on the ballot paper and place such ballot paper in the appropriate ballot box.
- (e) A member who is entitled to vote but who does not intend or is not able to attend the ballot may in writing delivered to the returning officer appoint another member who is entitled to vote in the election to be their proxy for the purposes of the election. The member appointing such proxy shall not be entitled to vote in the secret ballot while such proxy remains unrevoked. Where the returning officer is satisfied that the appointment of the proxy is in accordance with this Constitution, they shall permit the proxy to vote on behalf of the member appointing such proxy and the proxy shall mark and deposit the ballot paper in the manner described in sub-clause (d).

F. Scrutineers

- (a) Any candidate in any ballot may nominate in writing to the returning officer at the time of their nomination one scrutineer to represent them. The candidate may at any time, by notice in writing given to the returning officer, change the scrutineer representing him. The scrutineer shall not be eligible to act for two or more candidates who are standing for the same position in any ballot. The scrutineer shall be entitled to represent the candidate at all stages of the ballot. The duties of the scrutineer shall be to represent the interest of the candidate who nominated them, to attend at any stage of the ballot as requested by the candidate and to report to the returning officer any irregularity in or in connection with the conduct of the ballot which has come to their notice.
- (b) The returning officer shall give every facility to the scrutineers to examine the count and to attend and represent at every stage of the ballot the interests of the candidates who nominated them.

G. The Conduct of the Ballot

- (a) In the case of equality of vote for any two or more candidates, a second ballot shall be conducted between the equally voted candidates and if the second ballot produces equal votes the result shall be determined by the toss of a coin by the returning officer.
- (b) In the event of any protest being entered against a candidate or in respect of any matter or thing done or omitted to be done in connection with the ballot, the voting and/or the counting of the votes shall continue and the protest shall be made the subject of an enquiry by the State Council after the count has concluded and before the returning officer has announced the result of the ballot.

- (c) State Council shall have power to uphold or dismiss the protest, and in the event of the protest being upheld, to order a new ballot to be taken and thereupon a new ballot shall be taken in accordance with the provisions of this Constitution.

H. Declaration of the Result

- (a) The result of the secret postal ballot shall be declared by the returning officer declaring the result of the election at both the June State Council Meeting and the Annual General Meeting upon the result being ascertained by:-
 - (i) handing or sending the same in writing to the President;
 - and
 - (ii) posting the same at the registered office of the Association in a prominent place at the June Meeting.
- (b) The result of the secret ballot shall be declared by the returning officer declaring the result of the election as soon as it is ascertained at the appropriate meeting of members by:-
 - (i) declaring the same at the appropriate meeting of members;
 - and
 - (ii) posting the same at the registered office of the Association in a prominent place as soon as it is practicable to do so.

I. General

- (a) Except in so far as any Act from time to time provides otherwise, whenever any member has been declared elected to any office, the member declared to be elected to such office shall hold office notwithstanding anything else in this Constitution and notwithstanding any defect or irregularity or protest which may have occurred in or in connection with the calling for and dealing with nominations or the conduct of the ballot and every member of the Association shall be bound to recognize the member as validly holding such office.
- (b) No member shall be eligible to nominate for an office unless at the time of nomination, they have been continuously financial during the twelve (12) months immediately preceding their nomination. Where a Division is formed, the requirement of this clause in respect of representatives to the Executive shall not take effect until three (3) years after the formation of the Division.
- (c) No member shall be eligible to nominate for, or be elected to, or hold any office if they or it has been guilty of larceny, embezzlement or any other form of dishonesty in relation to the property or funds of any Association or similar body.
- (d) No member shall be eligible to hold more than one office on the State Council and/or the Executive.

19 - EXECUTIVE DIRECTOR

- (a) There shall be an Executive Director to the Association, who shall be appointed by the State Council on such terms and conditions as to salary and otherwise as it shall think proper.
- (b) The Executive Director shall conduct the business of the Association in accordance with the instructions of the State Council and in the event of their neglect of duty or misconduct the President and a majority of the State Council shall have power to suspend them and shall call a Special Meeting of the Council which shall be empowered to dismiss or otherwise deal with them as may be thought fit.
- (c) The Executive Director shall:-
 - (i) receive all moneys on behalf of the Association and shall give receipts for the same on printed forms provided for the purpose, entering into the books of the Association full particulars thereof.
 - (ii) pay all moneys so received into the credit of the Association's banking account forthwith.
 - (iii) produce the Association's bank statements made up to date and all other of the Association's books if so required at each ordinary meeting of the Association, of State Council, or of the Executive.
 - (iv) keep the Association's books in such a manner as shall fully and correctly show the position of the Association's affairs and keep the minute book in which they shall record the proceedings of all meetings of the Association, of the State Council, and of the Executive and keep the register, in which shall be set forth in a clear and intelligible manner the names and addresses for service of the every member and member's proxy members.
 - (v) conduct the correspondence of the Association and in general do all such acts and things as may be required to promote and safeguard the interests of the Association and its members.
 - (vi) (if required) be guaranteed by some recognised Guarantee Society in such amount as the State Council shall from time to time determine and in such case the Association shall pay the premium for such guarantee.

20 - AUDIT

- (a) The accounts of the Association shall be audited by a person registered as an Auditor pursuant to Section 18 of the Companies (Western Australia) Code within six (6) calendar months after the end of each financial year of the Association.
- (b) Such Auditor shall hold office until the next Annual General Meeting and unless they otherwise intimate to the State Council shall be available and be deemed to be nominated for re-election and in the event of there being no other nomination shall be re-elected.
- (c) In the event of there being any casual vacancy in the office of the Auditor such vacancy shall be filled by the State Council and such Auditor shall hold office until the next Annual General Meeting of the Association.

- (d) The Auditor of the Association shall after 30th June and before the Annual General Meeting in each year, examine the Balance Sheet and Statement of the liabilities and assets and compare the same with the Association's books for receipts and vouchers for payment and bank accounts, and if found correct shall sign the same. They shall also make a quarterly audit of the cash accounts.

21 - FINANCES AND BANKING

- (a) The finances of the Association shall be under the absolute control of the State council and shall be operated upon in such manner as it may from time to time appoint.
- (b) Cheques shall be signed by any two of the following jointly:-

The President, the Senior Vice-President, the Treasurer, the Executive Director and a senior administrative officer of the Association who shall be nominated by the State Council except that the Executive Director and the senior administrative officer may not sign cheques conjointly except when so directed and authorised by the State Council.

22 - LEGAL ASSISTANCE

- (a) A Consulting solicitor may, if the Council so determines, be engaged. The President, Senior Vice-President or the Executive Director shall have power to consult the solicitor at their discretion in cases of emergency.
- (b) Should any member of the Association be summoned in respect of any offence or alleged offence the State Council may if the facts and circumstances justify it defend the case, as a test case at the expense of the Association and in that event such member shall be indemnified against all legal costs incurred by such defence. The determination of the State Council as to whether the facts and circumstances justify a defence by the Association shall be final.

23 - EXPULSION OF MEMBERS

- (a) The State Council after hearing any member in their defence, by a majority of two-thirds of the members present, shall have power to fine, suspend or expel, any member of the Association proved to its satisfaction to have been guilty of conduct on the Association's premises or elsewhere derogatory to the character required of a member or detrimental in the opinion of the State Council to the interests of the Association or to the industry.
- (b) A member fined, suspended or expelled by the State Council may apply to the State Council to call a Special General Meeting of the Association to deal with their appeal against the decision of the State Council by lodging an application with the Executive Director within seven days from the date of the State Council's decision being communicated to them. The State Council shall thereupon call a Special General Meeting of the members of the Association to deal with such appeal and the decision of a two-thirds majority of the members present and voting at such meeting shall be final.

24 - COMMON SEAL

The Association shall have a Common Seal which shall only be affixed to any document on the authority of the State Council and in the presence of two members of the Executive.

25 - DISPUTES, OFFENCES AND PENALTIES

- A. Any member may charge any member with:-
- (i) Failing to observe the provisions of this Constitution.
 - (ii) Knowingly failing to observe any resolution of the State Council Executive or division to which they belong.
 - (iii) Giving false or misleading information to the State Council Executive or any member on a matter which is a concern of the Association.
 - (iv) Obstructing the State Council Executive or any division, or any other lawful committee or body of the Association in any way in the performance of any of its objects and powers.
 - (v) Obstructing, insulting or behaving in an offensive manner towards any member.
 - (vi) After having been reasonably requested to assist, failing to assist the State Council Executive or division to which they or it belongs or any other lawful committee or body of the Association in any way in the performance of any of its objects and powers.
 - (vii) A member wrongfully holding themselves or its proxy out as occupying any office or position in the Association or as being entitled to represent the Association in any capacity (to which charge it shall be a defence that the member believed bona fide and on reasonable grounds that they or it was entitled so to act).
 - (viii) Behaving in a drunken, disorderly or offensive manner at any meeting held under this Constitution or in the office of the Association.
 - (ix) Lending or selling their or its identification as a member of this Association.
 - (x) Aiding or encouraging any other member in any offence under this Constitution.
 - (xi) Misappropriation of the funds of the Association.
 - (xii) Gross misbehaviour or gross neglect of duty under this Constitution.
- B. Any Charge shall be made in writing addressed to the President of the State Council who may if they think fit, and shall if directed by the State Council, summons the member charged before the Executive.
- C. The State Council and Executive shall have power to hear and determine charges under this rule.
- D. At the appointed time and place (or any time and place to which the meeting is adjourned or postponed and of which the person charged is notified) the charge may be investigated, whether or not the person charged is present, unless a satisfactory explanation of their absence has been received.
- E. If the member charged attends they or it shall be informed of the substance and source of any information adverse to them or it on which the tribunal relies. The member shall be given a reasonable opportunity to defend themselves or itself and may, if they or it wishes, tender written submissions.

- F. If the tribunal finds the member guilty it may do one or more of the following:-
- (i) Impose no penalty.
 - (ii) Fine the member any sum not exceeding ONE THOUSAND DOLLARS (\$1,000.00).
 - (iii) Suspend the member from a membership or deprive them or it of any right or benefit of membership for any specified period or until the happening of any specified event or until the performance of any specified act. Suspension from membership shall deprive a member of benefits of membership, but shall not relieve the member of the obligation of membership and shall not exceed six (6) months from any one offence. If the specified event has not occurred or the specified act has not been done at the expiration of six (6) months from the date of suspension, the suspension shall then lapse.
 - (iv) Dismiss the member from any office or position: provided that it shall not dismiss them or it from an office to which they or it has been elected in the Association unless they have been found guilty in accordance with this Constitution or misappropriation of the funds of the Association, a substantial breach of this Constitution or gross misbehaviour or gross neglect of duty.
 - (v) Expel the member from the Association.
- G. If upon the investigation the charge is found to be frivolous, the tribunal dealing with the matter may order the person or corporation who made the charge to forfeit a sum being not more than FIVE HUNDRED DOLLARS (\$500.00) by way of fine which shall be paid into the funds of the Association.
- H. For the guidance of the Executive and State Council, and without it being in any way mandatory the following is suggested as a way in which an investigation (not an appeal) may be carried out namely:-
- (i) Inform the member charged that a charge has been laid against them or it under Clause ... of the Constitution by a member (naming the member) and that the Constitution is available to the member if they or it requires it. Read the charge.
 - (ii) Ask whether the member charged pleads guilty or not guilty.
 - (iii) Ask the person or corporation laying the charge to state their or its case.
 - (iv) Give member charged and then members of the Tribunal opportunity to question person or corporation laying the charge.
 - (v) Ask person or corporation making the charge to call witnesses if any or other evidence.
 - (vi) Hear evidence of witnesses.
 - (vii) Give member charged and then members of the tribunal opportunity to question each witness.
 - (viii) Ask member charged to answer case.
 - (ix) Give person or corporation laying charge and then members of the tribunal opportunity to question member charged.
 - (x) Ask member charged for witnesses if any or other evidence.

- (xi) Hear evidence of each witness.
- (xii) Give opportunity to person or corporation laying charge and then members of tribunal to question witnesses.
- (xiii) Give person or corporation laying charge and then member charged opportunity to address members of the tribunal on the whole case.
- (xiv) Ask member charged and person or corporation laying charge to withdraw while the matter is discussed by the members of the tribunal. Inform them, if possible, how long it is expected before the decision will be given e.g. telling them whether to wait or that the decision will be notified in writing.
- (xv) Discuss evidence and decide whether guilty or not. If guilty decide on penalty if any.

26 - APPEALS

- A. An appeal shall lie at the instance of the member charged from the Executive to the State Council. Notice of appeal shall be given in writing within two (2) weeks of any decision being communicated to the member and shall set forth in full all matters that the appellant desires to be considered. The appeal may be dealt with in meeting or by postal vote. The notice of appeal shall be given to the President.
- B. It shall be the duty of a member found guilty who claims that any tribunal which dealt with him or it or purported to deal with him or it acted in bad faith or was constituted in any way acted otherwise than in accordance with the Constitution, to appeal as provided in this Constitution.

APPENDIX 1

APPLICATION FOR MEMBERSHIP

WESTERN AUSTRALIAN HOTELS & HOSPITALITY ASSOCIATION INC. (UNION OF EMPLOYERS)
AUSTRALIAN HOTELS ASSOCIATION INC (WA BRANCH)

To: The State Council, Western Australian Hotels & Hospitality Association Inc (U of E)
& The Branch Committee of Management of the Australian Hotels Association Inc. (WA Branch)
PO Box 660, WEST PERTH WA 6872

I/We
(BLOCK LETTERS)

being the person, partnership or corporation who employs, or usually employs Labour* at the (Name of Business)

of
(FULL PHYSICAL ADDRESS)

hereby apply for membership of the above associations.

POSTAL ADDRESS IN FULL

Telephone No (08) Fax No (08)

Email Address Mobile No

NAME OF EMPLOYER OF LABOUR

TYPE OF LICENCE.....

NAME OF FREEHOLD OWNER

NAME OF APPROVED MANAGER

NAME OF VOTING RIGHTS HOLDER OR REPRESENTATIVE PROXY

Company Director must authorise in accordance with both company law and the Rules of the Association.

Name of person to whom mail is to be addressed

I/We undertake to comply with the Constitution and Rules of the Associations and to accept the decisions of the governing Council of the Associations.

SIGNATURE OF APPLICANT

FOR COMPANYDATE.....

* NOTE: The employer of Labour is a person, partnership, company etc. shown on the PAYG Payment Summary issued to your employees under the Payer's Name.

To Be Completed By State Council

P R O P O S E R S E C O N D E R

To Be Completed At AHA Office

D A T E R E C E I V E D : D A T A B A S E U P D A T E D