

[024N-NT: Incorporates alterations of 1/2/2005] [R2004/462]  
(first set of rules)

## **Australian Hotels Association Northern Territory Branch**

I CERTIFY under section 161 of Schedule 1B of the Workplace Relations Act 1996 that the pages herein numbered 1 to 18 both inclusive contain a true and correct copy of the registered rules of the Australian Hotels Association Northern Territory Branch

DEPUTY INDUSTRIAL REGISTRAR

# Rules of the Australian Hotels Association Northern Territory Branch Contents

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CONSTITUTION OF THE  
NORTHERN TERRITORY BRANCH  
OF THE AUSTRALIAN HOTELS ASSOCIATION

**1 - NAME**

The Branch shall be known as the Australian Hotels Association Northern Territory Branch (the "Branch").

**2 - DEFINITIONS**

(1) In these Rules, unless the contrary intention appears:

"Act" means the Workplace Relations Act 1996.

"Association" means the Australian Hotels Association.

"Board" means the committee of management of the Branch.

"Board Representative" means a Divisional Representative or General Representative elected or appointed in accordance with these Rules.

"Branch" means the Australian Hotels Association, Northern Territory Branch.

"Division" means the divisions of the Branch established from time to time under the Rules.

"Dues" means the annual membership dues payable by members pursuant to the Rules.

"Executive" shall mean the President, Senior Vice President, Secretary and Treasurer meeting in between meetings of the Board.

"Fines" means any fines imposed on members pursuant to these Rules.

"Industry" means the Licensed Hotel and Retail Liquor Industry.

"Levies" means any special levies imposed on members pursuant to the Rules.

"Member" means a person, partnership or corporation admitted to membership in accordance with rule 10 of the National Rules and who in accordance with the National Rules is attached to the Branch.

"National Rules" means the rules of the Association.

"Officers" means persons elected to office in the Association consistent with these Rules.

"Rules" means the Rules of the Branch.

"Sub-Division" means the Accommodation, Clubs, Hotels or other sub-division established under these Rules.

(2) In these Rules, expressions referring to writing shall, unless the contrary intention appears, be construed as including references to print, lithography, photocopy and other modes of representing or reproducing words in any written or electronic form.

4 - BRANCH ACTIVITIES

**3 - OBJECTS**

The objects of the Branch are:

- (a) The maintenance of the status of the Industry, the furtherance of service through the avenues of accommodation, food, beverages, entertainment and hospitality, the adherence to the law, the promotion of commerce and the Industry to the advantage of both the Industry and the community, the promotion and protection of rights of persons engaged in the Industry and members of the Branch (subject to the provisions of the National Rules of the Australian Hotels Association).
- (b) To consider all political developments both Commonwealth and in the Northern Territory affecting the Branch and to take such steps as may from time to time be deemed necessary to initiate, promote, amend, modify or reject, as the case may be, all or any of such political measure.
- (c) To represent effectively the views and requirements of the Industry in all matters and questions raised in periodical conferences, deputations, meetings, petitions and otherwise.
- (d) To afford members of the Branch all such assistance, legal or otherwise, as shall appear proper or desirable to the Branch for the time being and in accordance with the Rules of the Branch.
- (e) To consider any decisions of any Court which may affect the Industry adversely and, if considered desirable or necessary by the Branch, to institute proceedings to secure a review of or appeal against such a decision. The Branch may, in the interests of the members, institute, carry on or subsidise any action at law not hereinbefore provided for.
- (f) To establish Employment Agencies, Information Bureau, Literary, Social, Educational, Sporting or Trading institutions for the benefit of members.
- (g) To take such action as may be necessary or advisable to regulate and determine the rates of pay and conditions of employment of employees of members or of employees in the Industry subject to the provisions of the Rules of the Australian Hotels Association.

**4 - BRANCH ACTIVITIES**

In addition to the basic objects of the Branch, the objects and purposes of the Branch shall be deemed to include:

- (a) the purchase, taking on lease or exchange and the hiring or otherwise acquiring of any real or personal property that may be deemed necessary or convenient for any of the objects or purposes of the Branch;
- (b) the buying, selling and supplying of, and dealing in goods of all kinds for any of the objects or purposes of the Branch;
- (c) the construction, maintenance, and alteration of buildings or works necessary or convenient for any of the objects or purposes of the Branch;
- (d) the accepting of any gift, whether subject to a special trust or not, for any one or more of the objects or purposes of the Branch;
- (e) the taking of such steps from time to time as the Branch may deem expedient for the purposes of procuring contributions to the funds of the Branch, whether by way of donation, subscriptions, or otherwise;
- (f) the printing and publishing of such newspapers, periodicals, books, leaflets, or other documents as the Branch may think desirable for the promotion of the objects and purposes of the Branch;

## 6 - ANNUAL GENERAL MEETING

- (g) subject to the provisions of the Act, the investment of any moneys of the Branch not immediately required for any of its objects or purposes in such manner as the Branch may from time to time determine;
- (h) the establishment and support, or aiding in the establishment and support of associations, institutions, funds, trusts and schemes calculated to benefit employees and/or officers or past employees and/or officers of the Branch and their dependants, and the granting of pensions, allowances, or other benefits to employees and/or officers or past employees and/or officers of the Branch and their dependants, and the making of payments towards insurance in relation to any of those purposes;
- (i) the establishment and support or aiding in the establishment or support, of any other association formed for any of the basic objects of the Branch;
- (j) the doing of all such other lawful things as are incidental or conducive to the attainment of the basic objects of the Association or of any of the objects and purposes specified in the foregoing provisions of this Rule.

### **5 - APPLICATION FOR MEMBERSHIP**

A person, partnership or corporation eligible for membership shall apply for membership through the Branch in accordance with National Rule 10.

### **6 - ANNUAL GENERAL MEETING**

- (1) The Branch shall, in each year, hold an Annual General Meeting.
- (2) The Annual General Meeting shall be open to all financial members of Branch.
- (3) The Annual General Meeting shall be held on such day (being not more than three months after the close of the financial year of the Branch) as the Board or Executive may determine. However, an Annual General Meeting shall be held not more than 12 months after the preceding Annual General Meeting.
- (4) The Annual General Meeting shall be in addition to any other general meetings that may be held in the same year.
- (5) The Secretary of the Branch shall, unless special circumstances exist, at least fourteen (14) days before the date fixed for holding the Annual General Meeting of the Branch, notify each financial member of the Branch of the:
  - (a) place, day and time for the holding of the meeting;
  - (b) nature and time for the holding of the meeting; and
  - (c) nature of the business to be transactedin the notice convening the Annual General Meeting.
- (6) The ordinary business of the Annual General Meeting shall be:
  - (a) to confirm the minutes of the last preceding Annual General Meeting and of any general meeting held since that meeting;
  - (b) to receive from the Branch, auditor and employees of the Branch, reports upon the transactions (including balance sheet, statement of receipts and expenditure) of the Branch during the preceding financial year;

8 - BUSINESS AT GENERAL MEETINGS AND ANNUAL GENERAL MEETINGS

- (d) to appoint the auditor and determine his/her remuneration;
  - (e) to determine the remuneration of employees of the Branch.
- (7) All financial members of the Branch are entitled to vote at Annual General Meeting.
- (8) Any resolution made at an Annual General Meeting is binding on all members and the Branch.

**7 - GENERAL MEETING**

- (1) The Branch may, whenever it thinks fit, convene a general meeting of the Branch.
- (2) The President or the Secretary shall, on the requisition in writing of financial members representing not less than 10% of the membership of the Branch, convene a general meeting of the Branch.
- (3) A requisition for a general meeting shall state the objects of the meeting and shall be signed by the members requesting the meeting.
- (4) The requisition shall be deposited with the President or the Secretary at the office of the Branch and may consist of several documents in like form, each signed by one or more of the members requesting the meeting.
- (5) If the President or Secretary does not cause a general meeting to be held within twenty-one (21) days from the date on which a requisition is deposited at the office of the Branch, the members requesting the meeting may convene the meeting, but any meeting so convened shall not be held after three months from the date of the deposit of the requisition.
- (6) A general meeting convened by requisition in accordance with this Rule shall be convened, as nearly as possible, in the same manner as meetings are convened by the Branch.
- (7) The Secretary of the Branch unless special circumstances exist, or in the case of sub-Rule (4), the members shall, at least fourteen (14) days before the date fixed for holding the general meeting of the Branch, notify each financial member of the Branch of the:
- (a) place, day and time for the holding of the meeting;
  - (b) nature and time for the holding of the meeting; and
  - (c) nature of the business to be transacted;

in the notice convening the general meeting. All reasonable expenses incurred in convening the meeting shall be refunded by the Branch to the persons incurring them.

**8 - BUSINESS AT GENERAL MEETINGS AND ANNUAL GENERAL MEETINGS**

- (1) All business that is transacted at general meetings and all business that is transacted at the Annual General Meeting, with the exception of that specially referred to in these Rules as being the ordinary business of the Annual General Meeting, shall be deemed to be special business.
- (2) No business shall be transacted at a general meeting or an Annual General Meeting unless a quorum of members entitled under these Rules to vote is present during the time when the meeting is considering that business.
- (3) Ten (10) or 10% of the financial membership of the Branch, whichever is the greater, present in person or by proxy (being members entitled to vote under the Rules) shall constitute a quorum for the transaction of the business of a general meeting or an Annual General Meeting.

## 10 - AFFAIRS OF THE BRANCH

- (4) If within one 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 it shall stand adjourned to the same day in the next week, at the same time (unless another place is specified by the President at the time of the adjournment or by written notice to members given before the day to which the meeting is adjourned), at the same place, and if at the adjourned meeting a quorum is not present within one hour after the time appointed for the commencement of the meeting, the meeting shall be dissolved.
- (5) Questions or resolutions arising at meetings of the Branch shall be determined on a show of hands or, if demanded by a member, by a poll taken in such manner as the person presiding at the meeting may determine. This will be recorded in the Minutes which will record whether a question or resolution has been carried, carried unanimously, carried by a particular majority or lost.
- (6) If at a properly constituted meeting under these Rules, an office holder of the Branch is not present, a poll may be conducted for the election of a Chairperson or on a question of adjournment, shall be taken forthwith, and a poll that is demanded on any other question shall be taken at such time before the close of the meeting as the Chairperson may direct.
- (7) Each member present at a meeting of the Branch (including the person presiding at the meeting) is entitled to one vote, unless that member is exercising proxy votes, and, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.

## **9 - ADJOURNMENT OF MEETINGS**

- (1) The Chairperson of a general meeting at which a quorum is present may, with the consent of the meeting, adjourn the meeting from time to time and place to place, but no business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (2) In the event that a meeting is adjourned for a period of fourteen (14) days or more, then a notice specifying the following shall be sent to members:
  - (a) place, day and time for the holding of the meeting;
  - (b) nature and time for the holding of the meeting; and
  - (c) nature of the business to be transacted thereat.
- (3) Except as provided in the foregoing provisions of this Rule, it is not necessary to give any notice of an adjourned meeting.

## **10 - AFFAIRS OF THE BRANCH**

- (1) The affairs of the Branch shall be managed by the Board constituted in accordance with the Rules.
- (2) The Branch shall be divided into the following Divisions:
  - (a) Darwin;
  - (b) Alice Springs & Ayers Rock;
  - (c) Regional Towns (Katherine, Tennant Creek, Jabiru and Gove);
  - (d) Wayside Inns; and
  - (e) Accommodation Hotels Division.

12 - EXECUTIVE

- (3) Subject to these Rules, the Board:
  - (a) shall control and manage the business and affairs of the Branch;
  - (b) may, subject to these Rules, exercise all such powers and functions as may be exercised by the Branch, and
  - (c) subject to the Act and these Rules, has power to perform all such acts and things:
    - (i) as appear necessary to the Branch; or
    - (ii) which are at the direction of the National Executiveincluding carrying out all the necessary industrial activities as required, the notification of disputes essential for the proper management of the business and affairs of the Branch.
  
- (4) Rule 8 shall apply to meetings of the Board, however a quorum will be constituted by at least seven (7) Divisional Representatives from at least:
  - (a) two (2) Divisions; and
  - (b) two (2) sub-Divisions.present in person or by proxy.

**11 - CONSTITUTION OF THE BOARD**

The Board shall consist of Divisional Representatives and General Representatives as set out below:

- (1) Darwin
  - (a) Hotels - 3 Divisional Representatives;
  - (b) Accommodation - 2 Divisional Representatives; and
  - (c) Clubs - 1 Divisional Representative;
  
- (2) Alice Springs & Ayers Rock
  - (a) Hotels - 1 Divisional Representative;
  - (b) Accommodation - 1 Divisional Representative;
  - (c) Clubs - 1 Divisional Representative;
  
- (3) Regional Towns (Katherine, Tennant Creek, Jabiru and Gove):
  - (a) Hotels - 1 Divisional Representative;
  - (b) Accommodation – 1 Divisional Representative
  - (c) Clubs - 1 Divisional Representative;
  
- (4) Wayside Inns – 2 Divisional Representatives.
- (5) Three General Representatives.



13 - DUTIES OF THE EXECUTIVE

**12 - EXECUTIVE**

- (1) The Executive shall be elected by and from the Board.
- (2) The Executive consists of:
  - (a) President;
  - (b) Senior Vice-President;
  - (c) Vice-President;
  - (d) Secretary; and
  - (e) Treasurer.
- (3) The Executive may issue instructions to the Secretary and the employees of the Branch in matters of urgency connected with the management of the affairs of the Branch. Where any such instructions are issued, the Secretary shall report thereon to the next meeting of the Branch.
- (4) The Executive may exercise all powers of the Branch and the Board between meetings of the Branch or the Board.
- (5) The Executive may be summoned by the President or the Vice-President of the Branch.
- (6) Rule 8 shall apply to meetings of the Board, however a quorum will be constituted by three (3) members of the Executive.
- (7) The Executive shall take office immediately following the declaration of the result of election and shall hold until the next annual declaration of result of election.

**13 - DUTIES OF THE EXECUTIVE**

- (1) Duties of the President:
  - (a) Attend and chair all Annual General Meetings, general meetings, the Board, Executive and Sub-Committee meetings of the Branch.
  - (b) He/she shall instruct the Secretary to call such Board and Sub-Committee meetings.
  - (c) On confirmation of the Branch minutes, sign them in the presence of the members of the Executive present at the meeting.
  - (d) Sign all documents requiring his/her signature as President.
  - (e) Attend National Executive and National Board meetings of the Australian Hotels Association when required under the Rules of the Association.
- (2) Duties of Vice Presidents:
  - (a) The Senior Vice-President or, if he/she is absent, the Vice-President shall in the absence of the President preside at all meetings at which the President would normally preside were he/she present and while so presiding shall have all the powers and duties of the President.
  - (b) Should neither the President nor either Vice-President not be present at any meeting, the meeting shall appoint a member to act as Chairperson of the meeting, and while so acting, such member shall have all the powers and duties of the President.

### 13 - DUTIES OF THE EXECUTIVE

- (c) Should there occur a vacancy in the office of President or Senior Vice-President between elections for either office, the Senior Vice-President shall assume the office of the President until the declaration of the next election for that office, and in the same way for the same period the Vice-President shall become the Senior Vice-President.
  - (d) Attend National Executive and National Board meetings of the Australian Hotels Association when required under the Rules of the Association.
- (3) Duties of the Treasurer:
- (a) Keep or cause to be kept in appropriate books a proper and correct account of all monies received and expended by the Branch.
  - (b) Have the custody of financial records and produce them and all other returns, accounts, dockets, books and papers as and when requested by the President or the auditors.
  - (c) Submit to the Branch all accounts for payment and make all authorised payments from the funds of the Branch.
  - (d) Prepare and submit to the Branch at each of its meetings, as and when required by the Board or Executive, an up-to-date statement of the financial affairs of the Branch.
  - (e) Assist in drawing up an annual balance sheet and statements of accounts for the financial year of the Branch and sign and submit it to the auditors.
  - (f) Give to the auditors such information and assistance as they may require in auditing the books of the Branch and such balance sheets and statement of accounts.
  - (g) All disbursements exceeding \$100.00 shall be paid by cheque drawn on the Bankers of the Branch signed by the Secretary or, in his/her absence, by such other member, or members, of the Branch as the Branch may nominate for that purpose.
  - (h) Payment of all accounts shall be authorised by a resolution of the Executive.
- (4) Duties of the Secretary:
- (a) Unless excused, attend all Branch and general meetings.
  - (b) Arrange for the keeping of accurate Minutes of all meetings attended by him/her, and arrange for accurate Minutes to be kept of all meetings he/she does not attend.
  - (c) Attend to all correspondence and, as appropriate, file it and any responses.
  - (d) Submit to the President, or in his/her absence a Vice-President, all appropriate correspondence and information he/she may secure in connection with the affairs of the Branch or of interest to its members.
  - (e) Take and act on the advice of the President, or in his/her absence a Vice-President, as to any action to be taken in any matter pending the next general meeting or meeting of the Branch.
  - (f) Summon general meetings, Annual General Meetings, and meetings of the Board, Executive or Sub-Committees thereof as directed by the President.
  - (g) Keep the records not already provided for in the Rules which are required to be kept by an organisation or branch pursuant to the provisions of the Act and the Regulations there under and furnish to the Industrial Registry all returns and information thereby required.

14 - ELECTIONS

- (h) Be the officer to sue and be sued on behalf of the Branch.
- (i) Edit and publish a journal and distribute it to members.
- (j) Arrange the receipt of all monies payable to the Branch on its behalf, give receipts for the monies and pay the monies into the Branch's bank account within six (6) days from the receipt thereof.
- (k) With the assistance of the Board, draw up and submit to Annual General Meeting a report and balance sheet of the affairs of the Branch, which report shall have been duly audited by the auditors of the Branch.
- (l) Carry out such further duties as the Branch may from time to time require of him/her.

**14 - ELECTIONS**

- (1) A Returning Officer shall be appointed by the Branch to conduct the elections for office holders in the Branch. The Returning Officer shall not be the holder of any other office, nor an employee of the Association or of a Branch, Section or Division of the Association.
- (2) Elections for Divisional Representatives to the Board shall be conducted in accordance with National Rule 11 mutatis mutandis. However:
  - (a) Nominations shall close no later than 1 April in the year of the election.
  - (b) (i) The Divisional Representatives shall be elected by and from the financial members of each Division.  
(ii) The General Representatives shall be elected by and from the financial members of the Branch.
  - (c) If a Division is entitled to:
    - (i) one representative, the elected representative shall also be known as the President of that Division.
    - (ii) two or more representatives and:
      - (A) there is a ballot, the representative with the most votes shall be known as the Divisional President and the representative with the second largest number of votes shall be known as the Divisional Senior Vice-President; or
      - (B) the number of representatives do not exceed the number of representatives to be elected, the first nominated Divisional Representative shall be known as the Divisional President and the second nominated representative shall be known as the Divisional Senior Vice-President.
  - (d) Each Board Representative shall, subject to these Rules, take office immediately following the declaration of the result of the election and shall hold office until the declaration of the result of the next annual election.
  - (e) A Board Representative is eligible for re-election.
- (3) Elections for the Executive shall be conducted in accordance with National Rules 15, 16 and 17 with the necessary changes.

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14A - TRANSITIONAL RULE

- (4) Elections for the Northern Territory representative to the National Accommodation Hotels Division shall be conducted in accordance with National Rule 42. This representative shall be known as the Northern Territory Accommodation Division President.

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## 16 - VACATION OF AND REMOVAL FROM OFFICE

### 14A - TRANSITIONAL RULE

- (1) The first elections for Branch officers under these Rules shall take place in accordance with Rule 14 with the necessary changes as soon as practicable after the certification of these Rules.
- (2) The successful candidates in the said elections shall notwithstanding these Rules hold office:
  - (a) until the first scheduled election subsequent to the certification of these Rules, for so long as it takes to notify and conduct an election and for the successful candidates to assume office, or
  - (b) until they resign from that office, or
  - (c) are removed in accordance with these Rules.

### 15 - CASUAL VACANCIES

- (1) In the event of a casual vacancy occurring in a position on the Executive of the Branch, the Board may appoint a Board Representative of the Branch to fill the vacancy, and the member so appointed shall hold office, subject to these Rules until the Branch meeting immediately following the annual election.
- (2) In the event of a casual vacancy occurring in the office of a Divisional Representative the Board may appoint a financial member of the Branch from the relevant Division to fill the vacancy, and the member so appointed shall hold office, subject to these Rules until the Branch meeting immediately following the annual election.
- (3) In the event of a casual vacancy occurring in the office of a General Representative the Board may appoint a financial member of the Branch to fill the vacancy, and the member so appointed shall hold office, subject to these Rules until the Branch meeting immediately following the annual election

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## 16 - VACATION OF AND REMOVAL FROM OFFICE

- (1) An office becomes vacant if the office holder:
  - (a) dies;
  - (b) becomes bankrupt or applies to take or takes advantage of any law relating to bankrupt or insolvent debtors or compounds with his/her creditors;
  - (c) ceases to reside in the Northern Territory
  - (d) becomes incapable of fulfilling the duties of office, including a medical condition;
  - (e) resigns his/her office by writing under his/her hand, addressed to the Board or Executive;
  - (f) ceases to be eligible to be a member of the Association; or
  - (g) is removed from office under sub-Rule 16(3).
- (2) An office holder is removed from office if the office holder:
  - (a) is found guilty of:
    - (i) misappropriation of Branch funds;

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## 17 - MEETINGS OF THE BOARD AND THE EXECUTIVE

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- (ii) a substantial breach of the Rules of the Branch; or
  - (iii) gross misbehaviour or neglect of duty;
  - (b) fails, without leave granted by the Board or Executive, to attend three consecutive meetings of the Board or Executive; or
  - (c) ceases to be a financial member of the Branch; or
  - (d) otherwise becomes ineligible to hold office.
- (3) An office holder will only be removed from office if he/she is notified in writing by the Branch. The notice shall be signed by the Secretary. The notice shall state:
- (a) the ground or grounds for removal from office under sub-Rule 16(2);
  - (b) if the grounds for removal include paragraphs 16(2)(c) or (d), give the office holder (7) days after he/she has received written notice to take any remedial action; and
  - (c) if within fourteen (14) days the office holder does not:
    - (i) provide a response in writing to the Secretary addressing each of the grounds for removal appearing in the notice; or
    - (ii) provide a response in writing to the Secretary addressing each of the grounds for removal appearing in the notice satisfactory to the Executive; and
    - (iii) in the case of sub-Rule 16(3)(b) does not take the remedial action necessary;
- the office holder will be removed from office on the day after the fourteenth day and the office will be deemed to be vacated as of that date.

### **17 - MEETINGS OF THE BOARD AND THE EXECUTIVE**

- (1) The Executive shall meet at least once every (3) months and the Board once every year at such place and at such time as the Executive or Board respectively, determines.
- (2) Seven days notice shall be given to members of the Board or Executive of any meeting, specifying the general nature of the business to be transacted. No other business shall be transacted at such a meeting.
- (3) No business shall be transacted 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 at the same hour of the same day in the following week unless the meeting was a special meeting, in which case it lapses.
- (4) At meetings of the Board or Executive:
  - (a) the President, or in his/her absence, the Senior Vice-President or Vice-President shall preside; or
  - (b) if the President, the Senior Vice-President or Vice-President are absent, one of the remaining members of the Board as determined by members of the Board or Executive, as the case may be, preside.
- (5) Questions arising at meetings of the Board and the Executive shall be determined on a show of hands or, if demanded by a member, by a poll taken in such manner as the person presiding at the meeting may determine.

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## 20 - ANNUAL DUES AND LEVIES

- (6) Each office holder present at a meeting of the Board or Executive (including the person presiding at the meeting) is entitled to one vote, unless that member is exercising proxy votes, and, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.

### **18 - DISCLOSURE OF INTEREST IN CONTRACT OR ARRANGEMENT**

- (1) A member of the Branch, who has an interest in any contract or arrangement made or proposed to be made with the Branch, shall disclose his/her interest at the first meeting of the Branch at which the contract or arrangement is first taken into consideration, if his/her interest then exists, or, in any other case, at the first meeting of the Board or Executive after the acquisition of his/her interest.
- (2) If a member of the Branch becomes interested in a contract or arrangement after it is made or entered into, he/she shall disclose his/her interest at the first meeting of the Board or Executive after he/she becomes interested.
- (3) No member of the Branch shall vote as a member of the Board or Executive in any matter with which he/she has an interest.
- (4) Sub-Rule 18(3) does not affect quorum requirements.

### **19 - SUB-COMMITTEES**

- (1) The Board or Executive may at any time appoint a Sub-Committee from the Board or Executive as it thinks fit and shall prescribe the powers and functions thereof.
- (2) The Board or Executive may co-opt Branch members as members of a Sub-Committee, or non-members, but the Sub-Committee can only make recommendations to the Board or Executive.
- (3) Three appointed members of a Sub-Committee constitute a quorum at a meeting of the Sub-Committee.
- (4) The Secretary of the Branch is responsible for calling meetings of a Sub-Committee.
- (5) Written notice of each Sub-Committee meeting shall be provided to each member of the Sub-Committee by delivery by post, facsimile or electronic communication a reasonable time before the date of the meeting.

### **20 - ANNUAL DUES AND LEVIES**

- (1) Until otherwise fixed pursuant to sub-Rule (2) of this Rule, the annual dues payable by members shall be prescribed by the Board or Executive.
- (2) The amount of the annual dues may be altered from time to time by the members of the Board or Executive by resolution.
- (3) The annual dues of a member are due and payable on or before the first day of the financial year of the Branch.
- (4) A levy may be imposed on members for any purpose by a resolution of a general meeting or Annual General Meeting of the Branch or by a resolution of the Branch carried by a majority of members attending and voting thereon.

## 25 - BRANCH DIVISIONS

### 21 - FINANCIAL YEAR

The financial year of the Branch is the period beginning on 1 July in each year and ending 30 June in the following year.

### 22 - NOTICES

A notice or written notice may be served by or on behalf of the Branch upon any member either personally or by sending it through the post in a pre-paid envelope addressed to the member at his/her usual or last-known residential or postal address or by facsimile or by any other form of electronic communication.

### 23 - ALTERATION OF THE CONSTITUTION

- (1) The Rules may be amended by resolution passed by a two-thirds majority of financial members voting at a general meeting or an annual general meeting.
- (2) Notice of the proposed amendment shall be included in the notice calling the special general meeting.
- (3) An amendment to the Rules shall not be effective unless made in accordance with the provisions of these Rules and the Act.

### 24 - BRANCH REPRESENTATIVE TO THE NATIONAL BOARD AND THE NATIONAL ACCOMMODATION DIVISION

Representatives to the National Board and the National Accommodation Division shall be elected in accordance with the National Rules.

### 25 - BRANCH DIVISIONS

- (1) The Branch Divisions are those Divisions appearing in Rule 10.
- (2) All members of the Branch shall belong to one of the Divisions.
- (3) A member of the Branch shall belong to the:
  - (a) Accommodation Sector of a Division if the member has an establishment with not less than 20 accommodation rooms (but excludes Wayside Inns);
  - (b) Clubs Sector of a Division if the member is a registered club licensed under the *Liquor Act* (NT);
  - (c) Wayside Inn Division if the member sells accommodation, food, alcohol and petrol;
  - (d) Hotels Sector if the member's primary purpose is the sale of alcohol for consumption within the establishment.
- (4) Each Division may set up an advisory body to deal with matters concerning their Division which may make recommendations to the Branch.
- (5) If members of the advisory body are to be elected, subject to any necessary modification they are to be elected in accordance with sub-Rule 15(2).
- (6) Each Division may make from time to time Standing Orders for the conduct of its business, the number and description of its officers and committees, payments made to it by its members and such other matters as it determines but such Standing Orders shall be subject to and shall not conflict with these Rules and shall be subject to approval by the Branch.



## 27 - BRANCH MEMBERS IN ARREARS

- (7) The Branch shall have power to intervene in the affairs of any Division if in the opinion of the Branch such intervention is warranted or necessary for the good of the Branch and its objectives. In case of such intervention all books, papers and records of any such body shall be forthwith delivered by the person having the custody of the same to the President of the Branch or its authorised representative.
- (8) The Branch shall have the power either by itself or by its nominee to require at any time and on twenty-four (24) hours notice being given in writing to the President of any Division for production of books, records and papers of that Division to the Branch or its nominee for inspection.

## 26 - PROXIES

- (1)
  - (a) A member of the Branch which is a corporation shall from time to time nominate, in respect of each licence held by it, some person as its proxy to represent it, in respect of each such licence, at all such meetings as it would be entitled to attend if it were an individual member and such person or persons, as the case may be, shall be entitled to be heard and vote at such meetings and to vote at elections and ballots as such proxy.
  - (b) An individual member of the Branch who does not intend or is not capable of taking an active personal part in the conduct of the affairs of the Branch may in writing delivered to the Secretary appoint some other person to be his/her proxy to represent him/her at all such meetings at which he/she 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.

For the purpose of exercising a vote at a first stage election, the appointment of a proxy shall be restricted to another financial member of the Branch/Division from which the election is to be conducted.

For the purpose of exercising a vote at a second stage election, the appointment of a proxy shall be restricted to another elected member of the Board or Executive from which the election is to be conducted.
  - (c) Any of such proxies as aforesaid shall be entitled as such proxy to nomination for and to be elected to and hold any office in the Branch. Should such proxy while the holder of any such office be changed, he/she shall be deemed to have and shall vacate such office, and his/her successor as such proxy shall not be entitled ipso facto to hold the office to which his/her predecessor was elected.
  - (d) No such proxy shall be valid or effective unless and until the person appointed by proxy as aforesaid has been approved as such by a resolution of the Board or Executive.
  - (e) Members of a partnership or corporation shall between them have one vote for each licence held by them or on their behalf for each financial member.
- (2) A right, privilege, or obligation of a member by virtue of his/her membership of the Branch is not capable of being transferred or transmitted to another person.

## 27 - BRANCH MEMBERS IN ARREARS

- (1) Subject to the recovery of arrears provisions in the Act, the Secretary may in the name of and on behalf of the Branch sue any member whose fines, levies or dues are more than three (3) months unpaid.

### 31 - BANKING AND FINANCE

- (2) The member whose fines, levies or dues are owing for a period determined by the Board or Executive, may by resolution be struck off the register of members and shall not be readmitted to membership unless and until all such arrears are paid.
- (3) A member will only be struck off the register if he/she is notified in writing by the Branch. The notice shall be signed by the Secretary. The notice shall state:
  - (a) the fines, levies or dues owing;
  - (b) if within seven (7) days of receiving the notice, the member does not pay the fines, levies or dues owing

the member will be struck off the register on the day after the fourteenth day of the posting or other transmission of the notice.

### **28 - LIFE MEMBERSHIP**

The Branch shall have power in accordance with the National Rule 7 to appoint as an Honorary Life Member a former member of the Branch who, in the opinion of the Branch has rendered distinguished service to the Branch during his/her period of membership.

### **29 - ASSOCIATE MEMBERS**

The Board or Executive may enable persons to join as Associate Members of the Branch. The Board or Executive may establish qualifications for the admission of Associate Members who shall be persons, corporations or organisations associated with the licensed hotel, retail liquor and hospitality industry. An Associate Member does not have any voting rights and is unable to nominate for office in the Branch.

### **30 - INCOME AND PROPERTY OF THE BRANCH**

- (1) The income and property of the Branch, however derived, shall be applied solely towards the promotion of the objects and purposes of the Branch and no proportion thereof shall be paid or transferred, directly or indirectly, by dividend, bonus, or otherwise to any member of the Branch or any Divisional Representative or office holder in the Branch.
- (2) The Branch shall not pay to any member of the Branch any remuneration, salary, fees, allowances or other benefit in money or money's worth (other than the repayment of out-of-pocket expenses).
- (3) Nothing in the foregoing provisions of this Rule prevents the payment in good faith to an employee or member of the Branch or a Divisional Representative or office holder of the Branch of:
  - (a) remuneration in return for services rendered to the Branch by the employee or member or for goods supplied to the Branch by the employee or member in the ordinary course of business;
  - (b) interest at current bank overdraft rate on money lent; or
  - (c) a reasonable and proper sum by way of rent for premises let to the Branch by the employee or member.

### **31 - BANKING AND FINANCE**

- (1) The Secretary of the Branch shall, on behalf of the Branch, receive all monies paid to the Branch and immediately following receipt thereof issue official receipts.

### 33 - EXECUTION OF DOCUMENTS

- (2) The Branch shall cause to be opened with such bank as the Branch selects, a banking account in the name of the Branch into which all monies received shall be paid by the Secretary as soon as possible after receipt thereof.
- (3) A loan, grant or donation of an amount exceeding \$1,000 shall not be made by the Branch unless the Branch:
  - (a) has satisfied itself:
    - (i) that the making of the loan, grant or donation would be in accordance with the other Rules of the Branch; and
    - (ii) in the case of a loan - that, in the circumstances, the security proposed to be given for the repayment of the loan is adequate and the proposed arrangements for the repayment of the loan are satisfactory; and
  - (b) has approved the making of the loan, grant or donation.
- (4) All cheques drawn on the Branch's bank account for the payment of expenditure must be authorised by the Executive and may be approved retrospectively.
- (5) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by the Secretary or, in his/her absence, another person as the Branch may nominate for that purpose.

### **32 - AUDITOR**

- (1) At each annual general meeting of the Branch, the members present shall appoint a person who is not a member of the Branch as the auditor of the Branch.
- (2) The appointment shall be until the annual general meeting next after that at which he/she is appointed, and is eligible for reappointment.
- (3) The first auditor of the Branch may be appointed by the Branch before the first annual general meeting and, if so appointed, shall hold office until the first annual general meeting, unless previously removed by a resolution of the members at a general meeting, in which case the members at that meeting may appoint an auditor to act until the first annual general meeting.
- (4) If an appointment is not made at an annual general meeting, the Branch shall appoint an auditor of the Branch for the then current financial year of the Branch.
- (5) The auditor:
  - (a) has a rights of access to the accounts, books, records, vouchers and documents of the Branch;
  - (b) may require from the employees of the Branch such information and explanations as may be necessary for the performance of his/her duties as auditor;
  - (c) may employ persons to assist him/her in investigating the accounts of the Branch; and
  - (d) may, in relation to the accounts of the Branch, examine any member of the Branch or any employee of the Branch.
- (6) The auditor shall exercise such powers and duties as required under the Act.

### 33 - EXECUTION OF DOCUMENTS

Documents may be executed on behalf of the Branch by any two officers of the Branch.

### 34 - PLEBISCITE

- (1) On the requisition of at least 20 members of the Branch, specifying the issue or issues to be determined, the Branch shall have the power to take a plebiscite.
- (2) The plebiscite shall be conducted by a Returning Officer by postal ballot of all financial members of the Branch and the decision of the Plebiscite shall be binding on the Branch.

### 35 - TRANSITIONAL BOARD AND EXECUTIVE

- (1) The following members of the Branch shall constitute the transitional Board and Executive, who shall constitute the Board and Executive respectively until the first election as provided in Rule 14A:

(a) Board:

(i) Darwin

- |     |          |                |
|-----|----------|----------------|
| (A) | Hotels - | Michael Burns  |
|     |          | Justin Coleman |
|     |          | Vacant         |

- |     |                 |              |
|-----|-----------------|--------------|
| (B) | Accommodation - | Susan Noonan |
|     |                 | Vacant       |

- |     |         |            |
|-----|---------|------------|
| (C) | Clubs - | Andrew Hay |
|-----|---------|------------|

(ii) Alice Springs & Ayers Rock

- |     |          |             |
|-----|----------|-------------|
| (A) | Hotels - | Ray Loechel |
|-----|----------|-------------|

- |     |                 |             |
|-----|-----------------|-------------|
| (B) | Accommodation - | Bill Coffey |
|-----|-----------------|-------------|

- |     |         |            |
|-----|---------|------------|
| (C) | Clubs - | David Hunt |
|-----|---------|------------|

(iii) Regional Towns (Katherine, Tennant Creek, Jabiru and Gove):

- |     |          |        |
|-----|----------|--------|
| (A) | Hotels - | Vacant |
|-----|----------|--------|

- |     |                 |             |
|-----|-----------------|-------------|
| (B) | Accommodation - | Brian Kelly |
|-----|-----------------|-------------|

- |     |         |             |
|-----|---------|-------------|
| (C) | Clubs - | Kevin Johns |
|-----|---------|-------------|

(iv) Wayside Inns - Bruce Caterer

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35 - TRANSITIONAL BOARD AND EXECUTIVE

- (b) Executive:
- (i) President - Michael Burns
  - (ii) Senior Vice President Brian Kelly
  - (iii) Vice President - Ray Loechal
  - (iv) Secretary - Vacant
  - (v) Treasurer - Justin Coleman

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

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