

## BY-LAW PROCESS FOR ELECTION OF DIRECTORS

(By-law Made Pursuant to Clauses 38 and 58 of the [Constitution](#))

### 1. Ballot

The elections shall be held by electronic ballot.

### 2. Returning Officer

2.1 The Board shall appoint a Returning Officer to conduct the election of Directors.

2.2 The Returning Officer has the authority of the Board to make decisions in relation to the conduct of the election.

### 3. Mailing List

3.1 The membership mailing list shall not be made available to candidates.

### 4. Timetable for Call of Nominations and Ballot

4.1 The candidate shall consent to, and counter sign the Nomination Form.

4.2 Procedures shall conform to the following timetable:

Action	Weeks before annual general meeting
a. Nominations Open: Nomination Forms to be available for members on website.	10 weeks
b. Nominations Close	14 days after Notice
c. Nominations Committee Decision	5 Days after Nominations Close.
d. Ballot Opens - Notify members of ballot open on website.	7 days after Notice
e. Ballot Closes: Close poll and continuing.	21 days after Ballot Opening
f. Notification of Members	AGM

### 5. Exclusion from Nomination

5.1 Member will not be eligible to be a Director on the Board of the DA if they:

5.2 are currently being investigation under the Complaints and Disciplinary Procedures By-law and that investigation has progressed to a hearing; or

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**A** PO Box 2087 Woden ACT 2606 | **T** 02 6189 1200

**E** [info@dietitiansaustralia.org.au](mailto:info@dietitiansaustralia.org.au) | **W** dietitiansaustralia.org.au

Dietitians Association of Australia | **ABN** 34 008 521 480

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- 5.3 if they have ever had a finding of professional misconduct made against them under the Complaints and Disciplinary Procedures By-law.
- 5.4 If a member who is ineligible for appointment as a director and under clause 5.1 consents and signs the Nomination Form, the Returning Officer will reject the nomination and must notify the Chief Executive Officer.
- 5.5 If there is a finding of professional misconduct made against a Director of the Board of the DA during the Course of them holding that office, then that director will be ineligible to continue to hold that office and must resign.

## **6. Nomination Process**

- 6.1 All Nominations will be considered by the Nominations Committee of the Board to determine the candidates with the most suitable skills to be a director, to ensure a suitable mix of capabilities, skills and representatives to ensure good governance.
- 6.2 Nominees should ensure that their nomination includes supporting statements to provide evidence of their capabilities, skills and ability to represent members.
- 6.3 Nomination Applications shall be on the prescribed form and shall:
  - 6.4 Provide a profile of the candidate, relevant attributes, reasons for nomination and should also include a summarised CV and declarations against selection criteria.
  - 6.5 Be no more than two A4 page of single-spaced typing addressing specific questions. A recent photograph of the candidate shall be supplied electronically.
  - 6.6 Supporting Statements on the prescribed form, of no more 250 words for each statement.
  - 6.7 Nomination Applications and Supporting Statements should be appropriate to the role of Director and must be ethical, be able to be substantiated, and not defamatory, and shall be approved and may be edited at the discretion of the Returning Officer.
  - 6.8 The Nominations committee we make a decision within the prescribed time and make a recommendation to the members of nominees that have the requisite skills. The recommended nominees will be included on the Ballot.
  - 6.9 The Nominations committee will provide a report to the Board on the process applied and justification for recommendations made.
  - 6.10 All Nominees will be contacted and advised of the result.

## **7. Ballot**

- 7.1 The Ballot will open on the website and notification sent to all financial Members with Australian Recognised Dietetic Qualifications and Honorary Life Members:
  - (a) all completed Election Statements which have been authorised by the Returning Officer.
  - (b) a Ballot Paper listing candidates' names in random order as determined by a blind draw, and
  - (c) names of continuing directors and links to their profiles will also be noted.For those who do not have internet access:
  - (d) a hard copy of (a) and (b) will be provide upon request. These ballots must be retuned prior to the ballot closing to the Returning Officer and recorded on the online system by a DA staff, who is not a voting member of DA.

## **8. Counting of Votes**

- 8.1 Votes shall be counted on the electronic system and will be valid as the system is set up to recognise:
- (a) a financial Member with Australian Recognised Dietetic Qualifications or Honorary Life Member
  - (c) one vote per member – further attempts will be locked out.
  - (d) correctly completed ballot.
- 8.2 Counting shall be by semi-preferential system i.e. elimination of lowest weighted total vote until the required number of elected candidates achieve the highest totals. These persons then become the successful candidates. If there is a tie for the last available position, the number of first preference votes will be taken into account.
- 8.3 When there is one position available counting shall be by the first past the post system whereby the candidate who polls more votes than any other candidate is elected. In line with the Australian Electoral Commission model rules guide. (Amended 10-23)
- 8.4 All Ballot Papers/spreadsheets shall be held at the National Office for two months after the declaration of the ballot at the AGM.
- 8.5 The Returning office shall have discretion to issue paper ballots.
- 8.6 Counting shall be by semi-preferential system i.e. elimination of lowest weighted total vote until the required number of elected candidates achieve the highest totals. These persons then become the successful candidates. If there is a tie for the last available position, the number of first preference votes will be taken into account.
- 8.7 When there is one position available counting shall be by the first past the post system whereby the candidate who polls more votes than any other candidate is elected. In line with the Australian Electoral Commission model rules guide. (Amended 10-23)
- 8.8 All Ballot Papers/spreadsheets shall be held at the National Office for two months after the declaration of the ballot at the AGM.

## **9. Notification of Ballot Results by the Returning Officer**

- 9.1 Immediately after the conclusion of the ballot the Returning Officer shall notify the candidates of the ballot results.
- 9.2 Results shall be given to the chairperson of the annual general meeting for presentation to members at the annual general meeting. Declaration of Ballot at Annual General Meeting

## **10. Declaration of Ballot at Annual General Meeting**

The candidates who have received the highest numbers of valid votes shall be declared Directors by resolution of the Annual General Meeting.

## **11. Election at Annual General Meeting**

- 11.1 Where there are insufficient directors elected to fill vacancies, the Board shall appoint directors to fill the vacancies for a term expiring at the next AGM.

## **12. Terms of Appointment**

12.1 The Constitution requires that the board endeavour to have stagger terms of appointment directors to ensure continuity of knowledge (Clause 40), with at least one-third of the elected directors retiring each year.

12.2 Ongoing Rotational Process:

- a) Directors shall serve standard terms (3 years) as defined by the Constitution, with at least one-third of the directors retiring each year at the Annual General Meeting (AGM).
- b) Directors retiring by rotation shall be those who have served the longest since their last election or re-election. If multiple directors were elected on the same day, they may agree among themselves or, failing agreement, draw lots to determine who will retire.