



Policies and Procedures
Election Policy: Board

Version: Final May 2015

1. BACKGROUND

The ALLG adopted a new Constitution on the 14 November 2013, in keeping with the Constitution this document outlines the processes required for appointment to the Board.

The role of the Board, as specified in clause 12.1 Subject to the exercise by the Board of the powers contained in this Constitution, the Board manages the Company and directs the affairs of the Company.

2. PURPOSE

The purpose of this document is to outline how the Company will achieve the requirements as set out in Clause 10 Appointment and retirement of directors.

3. SCOPE

This policy applies to all elections held by the ALLG and conducted by the ALLG's returning officer or delegate.

This policy applies to the Members, Board of Directors, Committee Members and staff members employed by the ALLG.

This policy provides suggested timelines as guidance to ensure due diligence.

4. REFERENCES

This policy should be enacted according to the Constitution, and read in association with the named policies in clause 8 Proceedings of the Company, clause 9 Proxies and representatives and clause 10 Appointment and retirement of directors.

5. AUTHORISATION

The ALLG Chairman of the Board.

6. POLICY

The Constitution states in the following clauses:

- 10.3 The Board consist of not less than 5 nor more than 9 Directors, and must be compromised of a majority of non-Member Directors.
- 10.5 and 10.6 Directors may also appoint Directors to fill a casual vacancy or as an additional Director
- 10.8 at each annual meeting one third of the Directors must retire from office
- 10.9 and 10.10 Directors to retire are those who have been longest in office since their last election, and may be eligible for re-election.

To enable an election of a person, Member or non-Member to the Board the following applies:

a. Returning officer

The returning officer is determined by the Board is responsible for -

- the conduct of an election;
- the counting of votes; and
- the determination and declaration of the results of an election to the Chair of the General Meeting to which the announcement will be made.

The returning officer may not delegate any of his or her powers and duties to another, unless agreed by the Board.

The returning officer will determine all questions of eligibility for nomination and qualification for voting. The returning officer will sign a declaration and submit to the Chair of the AGM with the outcome of the election, **Appendix A Declaration Sample**

The Board may assign a monitor to examine the processes and verify the counting of votes by the Returning Officer. The Monitor may not disclose the details of any individual vote, and on request by the Returning Officer, the Monitor must sign a confidentiality undertaking prior to the counting of the vote.

Neither the Returning Officer or a Monitor is to be a Member of the Company.

b. Eligibility for nomination

To be eligible for nomination to the Board a person must meet any eligibility criteria set out in governing policy 'Committee Representation' and comply with the rules of the Constitution.

c. Register of Members

The Register of Members for ALLG elections is maintained by the ALLG Administration and Event Officer.

For the purposes of a particular election, the Register of Members is the relevant roll on the day that notice of the call for nominations is published.

d. Voting

Where the returning officer so determines, an election will be conducted in accordance with Constitution clause 8 and clause 9.1, and may be conducted by or may include:

- Voting by ballot in paper form or electronic form
- Voting by show of hands at a General Meeting
- Voting by Direct vote
- Voting by Proxy

The voting means must be approved by the Chairman of the Board prior to the call for nominations.

e. Call for nominations

Members may nominate Members to Member Director Vacancy.

Members may nominate non-Members to non-Member Director Vacancy.

A call for nominations must:

- be provided to all eligible Members;
- be in a form approved by the returning officer;
- include the date of the election;
- allow reasonable time for nominations to be returned;
- allow reasonable time for the notice and conduct of a ballot, if necessary; and
- if applicable, be in the form prescribed in the Election Procedure.

Each candidate may provide for publication an electoral statement of not more than 200 words. The returning officer may edit a candidate's electoral statement prior to its publication, if the word limit is exceeded or to correct spelling and grammar.

f. Withdrawal of nomination

A candidate may withdraw his or her nomination by writing to the returning officer, no later than three days before the start of the voting period.

g. Number of nominations

Where the number of nominations is the same as the number of vacancies, the Chair of the General Meeting must declare the candidates elected.

Where the number of candidates exceeds the number of vacancies, the returning officer must give notice of and conduct a ballot.

The notice of ballot must:

- be provided to all eligible voters in a form determined by the returning officer;
- allow reasonable time for all votes to be returned; and
- if applicable, be in the form prescribed in the Election Procedure.

h. Voting papers

A person who is qualified to vote but who is unable to access an electronic voting system may postal vote.

The returning officer must send to the applicant voting papers comprising:

- a ballot paper;
- a voter's declaration;
- specify due date (Due date to be two weeks prior to AGM);
- define the return process and address to the returning officer.

A sample is included as **Appendix B Ballot Sample**

An email reminder is to be emailed to all Members one week, and again at one day, prior to the closure of voting deadline. The email subject line should read 'ALLG ELECTIONS CLOSE *day/month/year*'.

i. Voting

By show of hands at a General Meeting must follow procedure defined in Constitution clause 8.26 and 8.27

Voting by ballot, ballot papers must be:

- completed according to any voting instructions provided; returned by the time and date provided;
- the Returning Officer will collate and conduct count
- candidate who receives the most votes will be declared elected
- the Returning Officer will notify the Board Chair of the results, the Chair will notify candidates of the outcome; and
- the Board Chair will announce at the AGM only the successful candidates.

Ballot papers that do not comply with the requirements of **section h** (above) must not be included in the counting of votes.

j. Casting Vote

In the event that the votes are equal between two or more candidates, the Chair of the Board has the casting vote.

7. PROCESS

The Board should attempt, using its network of contacts within and without the organisation's membership, to identify appropriate individuals with needed skills and interests as potential Board members. When vacancies arise among the elected Board positions, such individuals

should be encouraged to nominate for election. Such individuals may also be appointed by the Board, where and as the Constitution provides, to vacant Board positions.

The company secretary will keep an accurate record of who is due for rotation on the Board. The company secretary will ascertain the intentions of those due for rotation by June of each year to allow sufficient time for the election process, a sample is given in **Appendix C Sample Timeline**.

The mechanism for the resolution of complaints, grievances or problems raised by this and other Election policies should be directed to the Chairman of the Board.

The following procedure will apply:

- Matter referred to Board Chair.
- Board Chair requests a written submission of the complaint, giving the complainant seven working days to submit the written document.
- In order to ensure transparency and independence the Board Chair appoints two others to assist in the review of the written complaint and make a determination. This forms the Review Committee.
- A Review Committee must consist of at least one non-Clinician Director and one Clinician Director.
- The determination of the review committee will be delivered in writing to the complainant.

Appendix D: ALLG Dispute Resolution.

8. Responsibility

The CEO is responsible for the implementation and compliance with this policy.

The Chairman of the Board is responsible for the review of this policy.

All Board members, committee members, and staff are responsible for adhering to this policy.

9. Related Policies and Documents

ALLG Company Constitution


Strategic Plan

ALLG Policy and Procedure Manual

ALLG Human Resource Manual

Committee Representation Policy

Election Procedure:Board

Version	Date	Approved by	Approval signature	Next review date
Final May 2015	10 May 2015	Chairman of the Board Mr Peter T Kempen		With Constitution amendments

APPENDIX A: DECLARATION SAMPLE

Declaration:

I, First Name Surname , as Returning Officer and with the Boards authority to act as the returning officer for the election of the Board representatives 20XX, declare that I have performed the role confidentially and have accurately recorded the outcome of the members votes received.

Sign and date



20XX

Board

The XXX elected candidates are:

1. Candidate Name
2. Candidate Name
3. Candidate Name

All ballots counted were received by the deadline of **COB Day Date Month 20XX**

APPENDIX B: Ballot Sample

Declaration:
I,(insert name), in keeping with the ALLG Constitution,
am a Full Member or Life Member and have the right to vote.
I have not submitted a vote to the 20XX election other than this.

Sign and date



20XX Ballot Paper

Board

There are XX (higher number) nominations for XX (lower number) positions

Tick the box **XX ONLY** to indicate your vote.

Candidate A

Candidate B

Candidate C

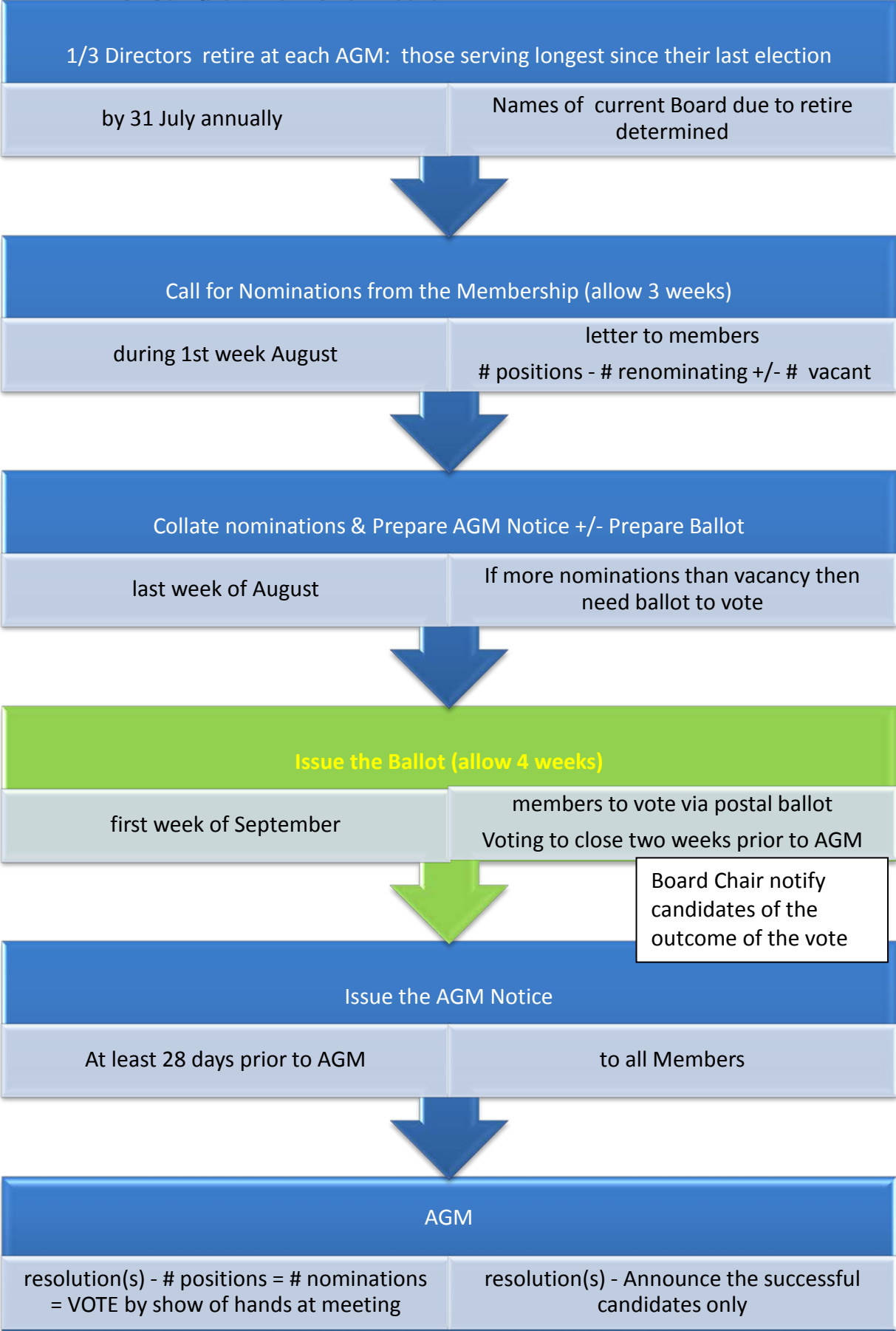
Candidate D

Return this form to the returning officer:
First Name Surname
Email: [XXXX](#)
Fax: XXXX
Post: Ground Floor, 35 Elizabeth Street, Richmond 3121 Victoria

Ballot must be received by COB Day Date Month 20XX

The Member vote will remain confidential, and the results of the election will be announced at the AGM.

APPENDIX C: Sample timeline for Board



APPENDIX D: ALLG DISPUTE RESOLUTION

APPLICATION FOR REVIEW

ALLG OFFICE USE: DATE RECEIVED: __/__/____

Your Application for Review must be in writing, preferably on this form. Submit this form to the ALLG Returning Officer.

Contact Details

Name:
Address:
Telephone number:

Date:
Provide details of complaint:
Explain what you would like to see happen as a result of your complaint:

Please sign this form prior to submission

Signature:
Date:

General Information

What should be included with the Application for Review?

Please include all relevant information and documents available. This may include:

- Copy of Emails or other correspondences
- Statutory declarations from witnesses

What happens next and how long does it take?

The Board Chair and review committee will consider the Application for Review and may:

- Request further information or make further inquiries
- Confirm an outcome.

Important Note

ALLG reserves the right to not investigate a complaint that is abusive or offensive. To ensure your Application for Review results in a fair and speedy resolution, you are asked to show a genuine willingness to resolve your complaint by dealing with ALLG in a reasonable and co-operative manner.

You will be notified in writing of the decision of the Board Chair.

Most Applications for Review are finalised within 14 days, although some may take longer, particularly where further information is required.

As part of the ALLG complaint handling procedure, you may be asked to submit personal information about your complaint. This information may be required to enable assessment and investigation and to enable ALLG to make a decision. Supply of this information by you is voluntary. However, failure to provide the information in whole or part, may mean that ALLG is unable to thoroughly assess your application.