

## BY-LAWS – BOARD ELECTIONS

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### 1. National Quality Standards

Area	Concept	Descriptor
7	Governance and Leadership	Clear Board Elections process for current and potential Association members.
7.1.2	Management Systems	Systems are in place to manage risk and enable the effective management and operation of a quality service.

### 2. Background

- 2.1 Under the Constitution, the minimum number of elected directors is three (3) and the maximum is ten (10) directors (clause 11.1(a)).
- 2.2 The Board is able to fix any process for nominations, determine the eligibility criteria for candidates for election and establish and supervise processes and procedures for nominations for each election (clause 11.7(a) of the Constitution), that is consistent with the requirements of the Constitution (clause 11.5(b)).
- 2.3 The Constitution says that voting will take place by any means other than voting physically, in-person, such as for example completing a postal or electronic vote (clause 9.9 of the Constitution). This is called ‘Direct Voting.’
- 2.4 The Board may establish and supervise processes and procedures for Direct Voting at any particular and/or at all general meetings on such terms as the Board may in its discretion deem appropriate from time to time including as to: the treatment of Direct Votes; dealing with multiple votes; and counting Direct Votes for the purposes of quorum (clause 9.9(b) of the Constitution).
- 2.5 Generally, all vacant Board positions are filled on a ‘first-past-the-post’ basis (clause 11.8(a)).
- 2.6 One important exception is that, where the number of nominations for election to the position of Director is equal to or less than the number of vacant positions, then those persons so nominated shall be deemed to be elected to the office of Director (clause 11.8(i) of the Constitution).

### 3. Vacancies

For the 2018 AGM Board Elections, all ten (10) Board positions will become vacant.

The term of appointment of each Director elected will be until the third (3rd) Annual General Meeting after his/her appointment (unless he/she retires early).

### 4. Procedure

#### Returning Officer

- 4.1 The Board has delegated the role for the 2018 AGM Board Elections "Returning Officer" to the Executive Officer (PJ Aguilar).
- 4.2 The Returning Officer is responsible for:
  - administering, advertising and addressing enquiries related to nominations for Board Elections;
  - assessing the eligibility of nominating candidates in accordance to the Constitution, prior to commencing the Voting Process;
  - any other task assigned to him/her in these By-Laws or required by the Constitution in relation to elections.

#### Nominations

- 4.3 Nominations must be open for a period of at least 7 days.
- 4.4 In 2018, nominations for positions opened on Wednesday, 7 November 2018 and closed on Tuesday, 20 November 2018 at 12.01am.

#### Eligibility to Vote

- 4.5 Family Members may only submit one 'Voting Form' form per 'Family Unit' (Schedule 2 to the Constitution).
- 4.6 Staff Members are not eligible to serve on the Board but are entitled to vote (Schedule 2 to the Constitution).

#### Voting Process

- 4.7 Members with voting rights will cast their vote via an online Voting Form.
  - (a) One Voting Form per eligible association member will be accepted.
  - (b) If an association member submits more than one Voting Form, the first Voting Form received will be deemed as the only Voting Form submitted (and subsequent Voting Forms will be disregarded).
  - (c) In the case of a Member that is not a natural person (Service or Organisation Member), the Member's vote must be cast by the duly appointed Representative, pursuant to section 10 of the Constitution.
- 4.8 The online Voting Form will include instructions on how to vote and the following information:
  - (a) Terms and Conditions of the voting process.
  - (b) How to vote using the 'check box' voting mechanism. The maximum number of candidates a member may vote for, depend on the number of vacant Board positions.
  - (c) The Association Member casting the vote will be required to disclose their name and email on the Voting Form to satisfy section 3.2, however content of the Voting Form will be held in strict confidence and not disclosed beyond the Returning Officer.
  - (d) The candidates will appear on the Voting Form in alphabetical order based on surname.

- (e) The candidate statements will be made available on the Baringa website and linked from the Voting Form. Each candidate's election material will appear on Baringa's website in the same order as they appear on the Voting Form.

### **Counting the Votes**

- 4.9 The Voting Form must be open and available to Association Members for at least 24 hours. Voting will automatically close on the specified due date/time. Late votes will not be accepted.
  - (a) The voting Association Member's name and email on the Voting Form will be used by the Returning Officer to cross check against the Members' Register to ensure eligibility.
  - (b) As soon as practicable after voting closes and no later than 48 business hours after the voting closes, the Returning Officer shall, deal with valid votes, then invalid votes.
  - (c) The valid votes cast will be counted and collated under each of the candidate's names.
- 4.10 The candidate/s who have received the highest numbers of valid votes in descending order shall be declared elected until all available positions are filled.
  - (a) In the event of a tie which results in an inability to determine the candidate who has won the last remaining position, the Returning Officer, in the presence of the scrutineer, shall draw by lot the winning candidate/s from the candidates with equal votes.
- 4.11 The Returning Officer will prepare a statement noting:
  - (a) The list of elected candidates and number of valid votes cast for each candidate
  - (b) The list of non-elected candidates and number of valid votes cast for each candidate
  - (c) The total number of valid votes cast
  - (d) The total number of votes deemed invalid
- 4.12 The statement shall be signed by the Returning Officer and witnessed by the scrutineer, if required. The statement shall be forwarded to the Board Chair and a copy retained by the Returning Officer.
- 4.13 In the event of an elected candidate withdrawing for any reason after the voting process, the available place would be filled by the candidate with the next highest number of votes.

### **Notification of Elected Directors**

- 4.14 After the conclusion of the vote, the Returning Officer shall notify all candidates by email as to the outcome of their candidacy.
- 4.15 A copy of the Returning Officer's declaration shall be provided to the Chair of the Annual General Meeting for declaration to Association Members at the Annual General Meeting.
- 4.16 Submitted voting forms shall be retained for two months after the declaration of the results at the Annual General Meeting after which time they may in the discretion of the Board be destroyed.

## **5. Related Legislation and Documents**

[Board Handbook](#)

[Baringa Constitution](#)

[Board Member Induction Policy](#)

## **6. Feedback**

Baringa is committed to the continuous improvement of policies and procedures. Association Members and other stakeholders may provide feedback about this document to [admin@baringachildcare.com](mailto:admin@baringachildcare.com).

## 7. Approval and Review Details

Approval and Review	Details
Approval Authority	Board
Advisory Subcommittee to Approval Authority	Legal Director
Administrator	Executive Officer
Next Review Date	30 June 2022

Approval and Amendment History	Details
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