

# **ELECTION AND APPOINTMENT BY- LAWS**

**Community Broadcasting Association Of  
Australia Limited**

**(ACN 003 108 030)**

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## 1 Definitions and Interpretation

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### 1.1 Definitions

In these By-Laws, unless the context otherwise requires:

- (a) A term that is defined in the Constitution has the same meaning in these By-Laws;
- (b) **By-Laws** means these election and appointment by-laws;
- (c) **Company** means Community Broadcasting Association Of Australia Limited (ACN 003 108 030);
- (d) **Constitution** means the constitution of the Company;
- (e) **Women and Gender Non-Conforming People's Representative** means the person elected, pursuant to these By-Laws, to that position under clause 26.2(e) of the Constitution; and
- (f) **Youth Representative** means the person elected, pursuant to these By-Laws, to that position under clause 26.2(e) of the Constitution.

### 1.2 Interpretation

The interpretation provisions of the Constitution apply to these By-Laws, except with all references to the Constitution being references to these By-Laws.

## 2 Method of Ballot

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### 2.1 Constitution

Clause 18.4(b) of the Constitution provides that if a ballot is held for the election of Directors, it shall be held in such usual and proper manner as the Board may direct from time to time. In this **clause 2**, the Board sets out the usual and proper manner of the ballot.

### 2.2 Method of Ballot

- (a) The ballot shall be held using the gender equity voting method, which is described in this **clause 2.2**.
- (b) Under the gender equity voting method, where at least two (2) Ordinary Board Member positions are to be elected, and at least one (1) nominee identifies as male and at least one (1) nominee identifies as female, then:
  - (i) the male-identifying candidate who receives the most votes using the first-past-the-post method shall be elected; and
  - (ii) the female-identifying candidate who receives the most votes using the first-past the post method shall be elected.
- (c) If there are more than two (2) Ordinary Board Member positions to be elected in a ballot, then once the process in **clause 2.2(b)** has occurred, the remaining nominees who received the most votes (regardless of gender identity) using the first-past-the-post method shall be elected, up to the number of positions to be filled.

**2.3 Addressing a Meeting**

If an election is held at an annual general meeting, then each nominee shall have the opportunity to address the Members for up to two (2) minutes, before the ballot is held.

**3 Notices of Meeting**

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**3.1 Biographies**

- (a) If an election is to be held or announced at an annual general meeting, then each nominee shall have the opportunity to submit a candidate statement, up to 150 words in length.
- (b) That candidate statement shall be included in the notice of meeting for that annual general meeting.

**3.2 Attributes and Competencies**

In the notice of meeting for an annual general meeting at which an election is to be held, the Board may include a list of attributes and competencies which it is desirable for Directors to possess.

**4 People's Representatives**

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**4.1 Constitution**

Under clause 26.2(e) of the Constitution, the Board is permitted to invite any person to attend Board meetings for the purpose of observing or advising.

**4.2 People's Representatives**

- (a) Using its power in clause 26.2(e) of the Constitution, the Board appoints:
  - (i) in each even year, a Youth Representative; and
  - (ii) in each odd year, a Women and Gender Non-Conforming People's Representative,as an observer to Board meetings.
- (b) For the avoidance of doubt, neither the Youth Representative nor the Women and Gender Non-Conforming People's Representative has the ability to command or instruct the Board, nor to vote on any Board resolutions.

**4.3 Eligibility and Nomination Requirements**

- (a) Before its annual conference (or similar online event, which may be online) in each even year, the Company will publish on its website:
  - (i) the eligibility requirements for the Youth Representative position; and
  - (ii) the details of how to nominate for that position.
- (b) Before its annual conference in each odd year (or similar online event, which may be online), the Company will publish on its website:
  - (i) the eligibility requirements for the Women and Gender Non-Conforming People's Representative position; and
  - (ii) the details of how to nominate for that position.

**4.4 Election and Appointment of People's Representatives**

- (a) The election and appointment of the Youth Representative and a Women and Gender Non-Conforming People's Representative occurs as set out in this **clause 4.4**.
- (b) At the Company's annual conference (or a similar annual event, which can be online):
  - (i) in each even year, during the youth forum, attendees elect a Youth Representative by secret ballot; and
  - (ii) in each odd year, during the women and gender non-conforming people's forum, attendees elect a Women and Gender Non-Conforming People's Representative by secret ballot.
- (c) Following the elections in **clause 4.4(b)**, the Board, at its next meeting, shall determine whether to confirm or reject the elected person.
- (d) If the Board confirms the elected person, then the person elected shall hold the position for a term of two (2) years.
- (e) If the Board rejects the elected person, then the Board can appoint another person, who satisfies the eligibility requirements for that year under **clause 4.3(a)(i)**, to the position for a term of two (2) years.