



AUSTRALIAN HONEY BEE INDUSTRY COUNCIL INC.

CONSTITUTION

Amendments Accepted
Effective 13 August, 2015

AUSTRALIAN HONEY BEE INDUSTRY COUNCIL INCORPORATED

CONSTITUTION

1. Name:

The name of the Incorporated Association shall be the AUSTRALIAN HONEY BEE INDUSTRY COUNCIL INCORPORATED, hereinafter referred to as AHBIC or the Council.

2. Objects:

- 2.1 To foster, promote, enhance and protect the interests of the Australian Honey Bee Industry and the viability of its members.
- 2.2 To represent industry policy at all levels of government, private enterprise and the public.
- 2.3 To promote, support, seek amendments to, or oppose any legislation or measure that may affect the industry.
- 2.4 To assist and/or cooperate with any organisation, body, association, person or persons in the best interests of AHBIC.
- 2.5 To enhance the industry by encouraging the adoption of best practice in production, quality assurance, presentation and promotion of its products.
- 2.6 To conduct educational, promotional and public relations campaigns in the best interests of the industry and AHBIC where appropriate.
- 2.7 To gather and distribute to members, industry intelligence from local and international sources, and to function as a channel for information exchange within Australia and between Australia and other countries, leading to better understanding.
- 2.8 To enhance the development of all industry sectors through education and extension to interdependent industries within the public and agricultural communities.
- 2.9 To act in any way not defined in these objects considered advisable in the best interests of the industry.
- 2.10 To be accountable to the members of AHBIC.
- 2.11 To ensure that the assets and income of AHBIC shall be applied solely in furtherance of its mission and objects and no portion shall be distributed directly or indirectly to its officers and employees except as bona fide compensation for services rendered on behalf of AHBIC.

3. Definitions:

- 3.1 In these rules, unless the contrary intention appears:-
 - “Associations Incorporation Act” means the Associations Incorporation Act 1987 of Western Australia.
 - “Executive Director” (ED) means the employed ED who also holds the office of Secretary and Treasurer.
 - “Committee” means the Executive Committee.
 - “Special Resolution” means a resolution which has been submitted to the Secretary sixty days before a meeting and must be passed by a three quarters majority of those present and entitled to vote.
 - An “Ordinary” resolution and “General” resolution means all other resolutions and must be passed by a majority of those present and entitled to vote.
 - An “Associate member” being defined as a financial supporter of the Association who has contributed greater than \$5K in a given financial year and who is not a member of any other member organisation.
- 3.2 The Council Chairperson shall be in addition to the voting delegates of the Council sector from which the Chairperson is elected.

- 3.3 In these rules, expressions referring to writing shall, unless the contrary intention appears, be construed as including references to printing, lithography, photography, and other modes of representing or reproducing words in a visible form.

4. Membership:

- 4.1 The membership of AHBIC may consist of the following industry organisations:
 NSW Apiarists' Association Inc. (NSWAA)
 Victorian Apiarists' Association Inc. (VAA)
 South Australian Apiarists' Association Inc. (SAAA)
 Queensland Beekeepers' Association Inc. (QBA)
 Tasmanian Beekeepers' Association Inc. (TBA)
 Western Australian Farmers Federation Inc. (WAFF) – Beekeepers Section
(Those above which represent the honey production sector)
 Honey Packers' and Marketers Association of Australia Inc. (HPMAA)
 Australian Queen Bee Breeders' Association Inc. (AQBBA)
 National Council of Pollination Associations Inc. (NCPA)
 A representative of the non-commercial beekeeping sector
 A representative of Associate Members
 Membership is reliant on any Incorporated member supplying a copy of their Constitution or Rules to AHBIC and supplying a report to AHBIC, prior to the Annual General Meeting, that they have followed the Incorporation Rules. Failure to do this will make the Incorporated member not eligible to sit at the table or vote.
- 4.2 Voting Entitlements for members shall be:
- | | |
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| NSW Apiarists' Association Inc. (NSWAA) | 1 |
| Victorian Apiarists' Association Inc. (VAA) | 1 |
| South Australian Apiarists' Association Inc. (SAAA) | 1 |
| Queensland Beekeepers' Association Inc. (QBA) | 1 |
| Tasmanian Beekeepers' Association Inc. (TBA) | 1 |
| Western Australian Farmers Federation Inc. (WAFF) – Beekeepers Section | 1 |
| <i>(Those above which represent the honey production sector)</i> | |
| Honey Packers & Marketers Association Inc. (HPMAA) | 1 |
| Australian Queen Bee Breeders Association Inc. (AQBBA) | 1 |
| National Crop Pollination Association Inc. (NCPA) | 1 |
| A representative of the non-commercial beekeeping sector | 1 |
| A representative of Associate Members | 1 |
- 4.3 The following numbers of delegates may be appointed by respective member organisations to attend meetings and represent them:
- | | |
|--|---|
| NSW Apiarists' Association Inc. (NSWAA) | 2 |
| Victorian Apiarists' Association Inc. (VAA) | 2 |
| South Australian Apiarists' Association Inc. (SAAA) | 2 |
| Queensland Beekeepers' Association Inc. (QBA) | 2 |
| Tasmanian Beekeepers' Association Inc. (TBA) | 2 |
| Western Australian Farmers Federation Inc. (WAFF) – Beekeepers Section | 2 |
| <i>(Those above which represent the honey production sector)</i> | |
| Honey Packers & Marketers Association Inc. (HPMAA) | 2 |
| Australian Queen Bee Breeders Association Inc. (AQBBA) | 2 |
| National Crop Pollination Association Inc. (NCPA) | 2 |
| A representative of the non-commercial beekeeping sector | 2 |
| A representative of Associate Members | 2 |
- Excluding the Chairperson and Deputy Chairperson, a member of the Executive, who is not a delegate from one of the member organisation, has the right to sit at the Council table with the rights of delegates save the right to vote.

- 4.4 Member organisations shall notify in writing of the appointment and or withdrawal of a delegate(s) appointed at the Annual General Meeting. The notification is to include the address and contact details of any such appointment(s) and whether they are voting or nonvoting delegate(s).
Such notifications to be sent to the Secretary within 14 days of such appointment or as soon as is practical.
- 4.5 The Secretary shall maintain a register of member organisations and the name and addresses of their nominated delegates.
- 4.6 The register shall be available from the office of AHBIC during business hours.
- 4.7 A member organisation may, prior to any meeting, appoint a deputy for a delegate unable to attend that meeting.
- 4.8 A voting delegate unable to continue or attend a meeting may assign their vote to another delegate. Only one (1) proxy per person is allowed. Proxies are allowable at Council but not Executive Meetings.
- 4.9 A representative of the non-commercial beekeeping sector shall be a member of a recognised amateur group and the decision to fill this position shall be determined annually by the AHBIC Executive. If more than one nomination is received than a ballot will be held between recognised groups to determine the AHBIC representative referred to in Clause 4.1, 4.2 & 4.3.
- 4.10 Associate members shall be entitled to have one representative on the Council. Associate members shall nominate a representative/s 30 days prior to the Annual General Meeting. If more than one nomination is received then a ballot will be held between recognised groups to determine the AHBIC representative referred to in Clause 4.1, 4.2 & 4.3.

5. Governance and Management:

- 5.1 The Council may make regulations to conduct the orderly management of the Council's affairs. Such regulations may be passed by ordinary resolutions. The Council may from time to time suspend such standing orders to allow members of industry to move, second and debate resolutions.
- 5.1.2 All member organisations through their nominated representative shall receive the Executive Committee Agendas and shall be entitled to nominate a representative person to attend meetings at their own expense by providing seven days notice or as soon as practical and be able to participate at the invitation of the Chair.
- 5.2 A Chairperson of AHBIC to be elected for two (2) years at each bi-annual Annual General Meeting
- 5.2.1 Nominations of candidates for election as Chairperson of AHBIC:-
- (a) shall be made in writing, signed by one voting delegate and accompanied by the written consent of the candidate.
 - (b) each nominee may submit a two hundred (200) word statement.
 - (c) the nomination shall be delivered to the Secretary of AHBIC not less than twenty eight days prior to the date fixed for the holding of the Annual General Meeting. All delegates are to be notified of all nominations at least fourteen days prior to the holding of the Annual General Meeting.
 - (d) If no nominations are received as required under 5.2.1 (a) and 5.2.1 (c), nominations shall be taken from the floor at the next Annual General Meeting.
- 5.2 If more than one nomination is received, a ballot shall be held.
- (a) If more than two (2) nominations are received a series of elimination ballots shall be held until one nominee has more than 50% of the votes of those present and voting. In each elimination ballot, the nominee with the least number of votes shall be eliminated.

If each of the two last candidates should have equal numbers of votes after two ballots, then the Chair of that particular session shall have a casting vote.

- (b) The ballot papers are to be destroyed by the scrutineers after the declaration of the ballot. The number of votes per nominee shall only be made public on the agreement of all nominees.
- 5.2.3 All voting delegates shall be eligible to vote.
- 5.2.4 (a) Any financial member (of two consecutive years standing immediately prior to nomination.) of a member association as named in the Constitution shall be eligible for nomination and election to the AHBIC Executive Committee of Management, including the offices of Chairperson and Vice Chairperson.
- (b) That no individual can sit on either the Council or the Executive of the Peak Industry body unless they are a full contributor to AHBIC. Full is defined as paying contributions in direct relationship to the volume/size of their enterprise.
- 5.2.5 Unless the Chairperson resigns or becomes ineligible for office, the Chairperson shall hold office until the election of a Chairperson at the next Annual General Meeting.
- 5.2.6 The Chairperson shall be ineligible to hold the position of Chairperson if he or she:-
- (a) Becomes insolvent/bankrupt.
 - (b) Resigns from office.
 - (c) Is convicted of an offence under the Associations Incorporation Act.
 - (d) Is permanently incapacitated.
 - (e) Is subject to a resolution of no confidence carried by three quarters majority of the voting delegates.
- 5.2.7 If, for any reason, the position of Chairperson should become vacant the Executive shall be empowered to either appoint a person to fill this position for the rest of the term or to call for nominations for an election to fill this position. Any such elections shall be conducted either by postal vote or a meeting of the voting delegates to be held at the direction of the Executive.
- 5.3 A Deputy Chairperson of AHBIC shall be elected at each alternate Annual General Meeting as follows:
- 5.3.1 Nominations of candidates for election as Deputy Chairperson of AHBIC:-
- (a) Nominations shall be taken from the floor at the Annual General Meeting and voted on by eligible Delegates.
 - (b) The Deputy Chairperson shall be elected for two (2) years the re-election to occur in the alternate year of the election of Chairperson.
- 5.3.2 If more than one nomination is received, a secret ballot shall be held.
- (a) If more than two (2) nominations are received a series of elimination ballots shall be held until one nominee has more than 50% of the votes of those present and voting. In each elimination ballot, the nominee with the least number of votes shall be eliminated.
- If each of the two last candidates should have equal numbers of votes after two ballots, then the Chair of that particular session shall have a casting vote
- (a) The ballot papers are to be destroyed by the scrutineers after the declaration of the ballot. The number of votes per nominee shall only be made public on the agreement of all nominees
- 5.3.3 All voting delegates shall be eligible to vote.
- 5.3.4 Unless the Deputy Chairperson resigns or becomes ineligible for office, the Deputy Chairperson shall hold office until the election of a Deputy Chairperson at the next Annual General Meeting.

- 5.3.5 A person shall be ineligible to hold the position of Deputy Chairperson if the person:
- (a) Becomes insolvent/bankrupt.
 - (b) Resigns from office by written notice.
 - (c) Is convicted of an offence under the Associations Incorporation Act.
 - (d) Is permanently incapacitated.
 - (e) Is subject to a resolution of no confidence carried by three quarters majority of the voting delegates.
- 5.3.6 If, for any reason, the position of Deputy Chairperson should become vacant the Executive shall be empowered to either appoint a person to fill this position for the rest of the term or to call for nominations for an election to fill this position. Any such elections shall be conducted either by postal vote or a meeting of the voting delegates to be held at the direction of the Executive.
- 5.4 That the affairs of AHBIC shall be directed by an Executive Committee of six (6) persons comprising the Chairperson, Deputy Chairperson and four (4) committee members) elected at the Annual General Meeting. All retiring members are eligible for re-election.5.5
The Chairperson and Deputy Chairperson shall be elected for a term of two (2) years running alternatively. The first year being the election of Chairperson and the next two Executive Members being determined by the highest recorded votes being for a bi-annual term.
- 5.6 The candidates for the election of position on the AHBIC Executive Committee, including Chairperson and Deputy Chairperson are elected from the floor of the Annual General Meeting.
- 5.7 Members may only be elected to the Executive Committee for a maximum of six (6) consecutive years. This does not preclude a member being elected to the Executive Committee for longer than six years providing it is not a consecutive period.

6. Accountability:

- 6.1 AHBIC will be accountable to its members and to combined industry contributors jointly for the achievement of its mission and the efficient use of combined industry resources and funds.
- 6.2 The following functions will facilitate industry assessment of AHBIC performance:
- (a) Publication to industry of a regular review of the directions highlighted in the Strategic Plan.
 - (b) Preparation and publication to industry of Annual Operational Objectives and plans.
 - (c) Detailed Annual Operating Budgets and cash flow projections.
 - (d) Publication of an Annual Report including details of outcomes achieved in all areas of activity.
- 6.3 The Chairperson, the Deputy Chairperson and the ED as appropriate shall be available for consultation and dialogue with member organisations and shall also attend, and where appropriate, address industry meetings and workshops.

7. Funding:

AHBIC shall raise operating funds in the following manner:

- 7.1 From contributions on sales of honey, queen bees, queen bee cells and pollination services. The rate of funding contributions shall be determined by full Council meetings or by other means determined by the AHBIC Council.
- 7.2 Member organisations shall pay a membership fee for each voting delegate on AHBIC determined by the Council at each Annual General Meeting. Any proposed alteration to this fee to be notified to the Secretary not less than twenty eight days prior to the date fixed for the holding of the Annual General Meeting. All delegates are to be notified of such proposal at least fourteen days prior to the holding of the Annual General Meeting

- 7.3 AHBIC shall pursue other avenues for additional funding as approved by the Council.
- 7.4 AHBIC may make provisions for Contingency funds.
- 7.5 AHBIC may make provisions for Operating reserves.

8. Vacancies in The Executive Committee:

- 8.1 For the purpose of these rules a delegate shall cease to be a Committee Member of AHBIC Executive Committee if that person:
 - (a) Becomes insolvent/bankrupt.
 - (b) Resigns from office by written notice to the Council.
 - (c) Is removed from office by written notice from the member organisation.
 - (d) Is convicted of an offence under the Associations' Incorporation Act.
 - (e) Is permanently incapacitated by ill health.
- 8.2 Vacancies between Annual General Meetings may be filled by postal vote or by teleconference.

9. Meetings:

- 9.1 Meetings of AHBIC shall be as follows:
 - (a) Annual General Meeting held within 90 days of the end of the financial year.
 - (b) Special Meetings.
 - (c) Executive Committee Meetings.
 - (d) Deemed Meetings
- 9.2 Meetings may be conducted by electronic means.
- 9.3 Written notice of at least twenty eight days shall be given for an Annual General Meeting. Unless otherwise agreed, fourteen days notice shall be required for Executive Committee and Special Meetings, and seven days notice shall be required for adjourned meetings.
- 9.4 The ordinary business of all meetings shall be to:
 - (a) Receive and confirm minutes of the last preceding meeting of the Annual, General, Special or Executive Committee Meetings.
 - (b) Receive the reports of the Chairperson, the ED, Executive Committee and Sub-Committees.
 - (c) Receive and consider the financial report.
 - (d) Consider policy recommendations upon such matters as may be appropriate to the function of AHBIC.
- 9.5 Annual Meetings shall deal with items of agenda including business on notice, and any other items the Chairperson agrees to admit. Delegates bringing late business before a meeting must give notice to the Chairperson for circulation prior to the meeting.
- 9.6 Special Meetings of AHBIC may be called on the requisition of a quorum of delegates in writing to the Executive Committee who shall convene a meeting within fourteen days of receipt of such requisition signed by the delegates making the requisition, and stating the cause and agenda of such a meeting. All reasonable expenses incurred at Special requisitioned meetings shall be met by AHBIC.
- 9.7 Meeting of the Executive Committee shall be held at the discretion of the Executive Committee but not less than four meetings per year (including Deemed Meetings) shall take place.
- 9.8 Deemed Meetings of the Executive Committee:
If all members of the Committee have signed a document containing a statement that they are in favour of a prescribed resolution in terms set out in the document, a resolution in those terms shall be deemed to have been passed at a Committee Meeting of the Council held on the day on which the document was signed and at the time at which the document was last signed by a Committee member or, if the Committee members signed the document on different days, on the day on which and at the time at which the document was last signed by a Committee member, and where a document is so signed -

- (a) the Executive Committee shall be deemed to have held a Committee Meeting at that time of that day; and
- (b) the document shall be deemed to constitute a minute of that meeting.

This rule does not apply in relation to a document unless the document has been signed by each person who was a member of the Committee at the time when the document was last signed.

- 9.9 The Chairperson or the Deputy Chairperson shall preside at each meeting of AHBIC. If the Chairperson or Deputy is not present within fifteen minutes of the appointed time to conduct the meeting, the delegates present shall elect one of their number to preside at the meeting.
- 9.10 The Secretary shall cause proper minutes of all proceedings at General Meetings, Executive Meetings and Special Meetings to be taken and entered into a Minute Book and distributed to members within thirty days of holding such meetings.
- 9.11 The Chairperson has the right to invite appropriate persons as presenters or observers at a meeting.

10. Quorum:

A quorum for a meeting of AHBIC shall be nine voting members and an Executive Committee Meeting shall be four voting members.

11. Adjournment of Meetings:

- 11.1 No business shall be transacted unless a quorum is present at the meeting. If within one hour after the appointed time of commencement of a meeting convened upon a requisition of delegates, a quorum is not present, the meeting shall be dissolved, and in any other case shall stand adjourned to the same place and time in the next week, unless another place is specified by the presiding Chairperson. If a quorum is not present within one hour of the commencement of the adjourned meeting, the meeting shall be cancelled.
- 11.2 A meeting may be adjourned by the Chairperson upon the resolution of a quorum present, but no business other than the unfinished business at the meeting where the adjournment took place may be transacted. Notice of an adjourned meeting shall be announced at the time of adjournment.

12. Voting at Meetings:

- 12.1 The Chairperson shall have a deliberate and casting vote at Council meetings and shall have a deliberate vote at Executive Meetings.
- 12.2 The Deputy Chairperson shall have a deliberate vote at Council Meetings and Executive Meetings.
- 12.3 A simple majority is required at Council Meetings and Executive Meetings to pass general resolutions
- 12.4 A decision at a meeting of Council shall be determined by a majority of votes on a show of hands, or in the case of a Teleconference, the given word, or if demanded by three or more delegates, a poll shall be taken at a time directed by the presiding Chairperson during the meeting and the resolution of a poll shall be deemed to be the resolution of the question.
- 12.5 Voting on a poll shall be conducted on the basis of voting entitlements determined under Rules 4.2, 4.3, 12.1 and 12.2 of this Constitution.
- 12.6 A poll that is taken on a question of adjournment shall be taken forthwith.
- 12.7 Upon any question arising at a meeting of the Executive Committee the elected member shall have one vote. The Chairperson of the Executive Committee may exercise a deliberate vote but not a casting vote.

13. The Powers, Duties & Procedures of the AHBIC Executive Committee:

- 13.1 The policies of AHBIC shall be administered by the Executive Committee.
- 13.2 The Executive Committee shall be accountable to AHBIC and shall direct management of executive functions carried out by an appointed Executive Director hereinafter known as the ED.
- 13.3 AHBIC Executive Committee, subject to these rules and the Associations' Incorporation Act shall exercise all such powers as may be required to manage the business of AHBIC.

14. Executive Director:

- 14.1 The ED under the direction of the Executive Committee shall manage on behalf of the industry the affairs of AHBIC, including the following:
 - (a) Any offices deemed appropriate by the Executive Committee.
 - (b) Resource protection and maintenance.
 - (c) Trade facilitation and concessions.
 - (d) Disease and quarantine strategies.
 - (e) National representation to government.
 - (f) Strategic planning.
 - (g) International market intelligence.
 - (h) Provide assistance to member organisations.
 - (i) Compliance with the Associations' Incorporation Act and other relevant Acts.
- 14.2 The ED shall act as the Secretary and Treasurer of the Council and shall collect and receive all monies due to AHBIC, and make payments authorised by the Executive Committee, and shall keep correct accounts and books showing full details of receipts and expenditure connected with the financial affairs of AHBIC.
- 14.3 The ED shall have custody of all books, documents, records, registers of the Council referred to in Rules 4.5, 9.10 and 14.2. These will be available for perusal by members at the office of AHBIC during business hours.

15. Bank

- 15.1 The Council shall open Account/s in the name of the Australian Honey Bee Industry Council Inc.
- 15.2 The Account/s shall be operated upon by any two of the Treasurer, Chairperson or Deputy Chairperson.

16. Financial Year

The financial year of the Council is the period beginning on 1st May in each year and ending on the 30th April next following.

17. Sub-Committees

- 17.1 The Council and/or Executive Committee may at any time appoint a Sub-Committee as it thinks fit and shall prescribe the powers and functions thereof.
- 17.2 The Council and/or Executive Committee may co-opt as members of a Sub-Committee such persons as it thinks fit, whether or not those persons are members of the Council.
- 17.3 Each Sub-Committee shall present a written report to the next Annual General Meeting.

18. The Common Seal:

- 18.1 The Common Seal shall be affixed to instruments approved and duly carried by resolution of the Annual or any Special Meeting, and shall be held in the custody of the Executive Director.

18.2 The affixing of the Common Seal shall be attested to by two signatures of either the ED, Chairperson or Deputy Chairperson of the Association or such other persons as the Executive may appoint for that purpose.

19. Alterations to the Constitution:

The Constitution may only be altered at an Annual General Meeting by a Special Resolution passed by three quarters of voting delegates. Member organisations and trade journals are to be advised at least 30 days before the Annual General Meeting of such resolutions.

20. Winding Up and Disposal of Assets:

If, on the winding up of the Council, any property of the Council remains after satisfaction of the debts and liabilities of the Council and the costs, charges and expenses of that winding up, that property shall be distributed:-

- (a) to another association incorporated under the Act; or
- (b) for charitable purposes

which incorporated association or purposes, as the case requires shall be determined by resolution of the members when authorising and directing the Committee under section 33 (3) of the Act to prepare a distribution plan for the distribution of the surplus property of the Council.

21. Interpretation:

In the event that the interpretation of these rules comes into question, the Executive Committee shall determine the interpretation.

22. Non Profit:

The assets and income of AHBIC shall be applied solely in furtherance of its mission and objects and no portion shall be distributed directly or indirectly to its officers and employees except as bona fide compensation for services rendered on behalf of AHBIC.