

**Rules
Of the
Master Plumbers Association of
South Australia
Incorporated**

Including rule amendments approved by SAET 18/01/2019

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Rules of the Master Plumbers Association of South Australia Incorporated

1 Name of incorporated association

The name of the incorporated association is “*Master Plumbers Association of South Australia*” formerly the Plumbing Industry Association of South Australia Incorporated and formerly Master Plumbers and the Mechanical Services Association of SA Inc, herein referred to as the MPASA.

2 Interpretation

In these Rules, unless the contrary intention appears:

Act means the *Associations Incorporation Act (SA), 1985* (as amended)

MPASA means the Master Plumbers Association of South Australia Incorporated

Executive Committee means the Committee of Management of the MPASA

Full Member means a Member described in Rule 5.1 (a)(i)

General Meeting means a general meeting of the Members of the MPASA convened in accordance with these Rules, and includes an Annual General Meeting and a Special General Meeting

Member means a person who is a Member of the MPASA in accordance with these Rules in any category and whose subscription fees have been paid

Regulations means the Associations Incorporation Regulations, 1993

Rules means these Rules of MPASA

Writing includes any mode of representing or reproducing words in a tangible and visible form and includes facsimile and email transmissions and written has a corresponding meaning.

3 Objects and purposes

The objectives for which the MPASA is established are:

- (a) To support and promote the interests and activities of the trade of plumbing in South Australia and its interstate counterparts.
- (b) To represent members and to promote consideration and discussion on issues affecting the trade of Plumbing including Sanitary Plumbing and Drainage, Gas Fitting, Heating, Ventilation, Steam, Cold and Hot Water Engineering, Roof Plumbing and Sheet Metal Working (collectively called “**the industry**”), and generally to watch over and protect the interests of persons engaged in the industry.
- (c) To confer with public authorities, public bodies, the legislature and any other relevant organisations in regard to matters directly or indirectly affecting the industry.
- (d) To promote improvements and/or alterations in the law in relation to matters affecting the industry and to support or oppose alterations in respect of the same.
- (e) To investigate and report to Members on any matter affecting the industry.

- (f) To communicate with Members on issues of significance to the industry and to disseminate information among its Members on matters affecting the industry and others matters of interest to Members by any means determined at any given time to be desirable.
- (g) To provide formal activities and opportunities for the ongoing professional development of Members in respect of the industry and Work Health & Safety.
- (h) To ensure that Members maintain a professional standard of conduct in accordance with the Rules, By-Laws and any Code of Ethics issued for Members by the Executive Committee.
- (i) To encourage the settlement of disputes as between Members and Members and/or their customers and/or suppliers by informal conciliation on such terms as the Association deems appropriate.
- (j) To support Members in providing sanitary health and wellbeing to the community.
- (k) To communicate with Members and foster a spirit of co-operation among Members.
- (l) To represent Members and contribute to the activities and assist achieving the objectives of the Association.
- (m) To provide to Members such privileges and other advantages as may be secured and/or obtained from time to time.
- (n) To provide commercial services and support to Members, subject to such objective not being a principle or subsidiary objective of the MPASA.
- (o) To establish and promote similar industry associations and/or branches in suburban or country centres, and to provide for affiliation with the MPASA, and to grant Members of any such association such privileges and other advantages as the Members of the MPASA shall from time to time determine.
- (p) To support Members in the industry in ensuring compliance with any Awards applicable to employees in the industry and to provide such industrial relations support to Members on industrial relations matters as directed by the Executive Committee from time to time.
- (q) Employ such apprentices as may be determined by the Executive Committee from time to time to be hosted within the industry.

4 Powers

- (a) The MPASA will have all the powers conferred from time to time by section 25 of the Act which will include the power to:
 - (i) acquire, hold, deal with, and dispose of, any real or personal property;
 - (ii) administer any property on trust;
 - (iii) open and operate bank accounts;
 - (iv) invest its moneys:
 - i. in any security in which trust moneys may, by Act of Parliament, be vested;
 - or
 - ii. in any other manner authorised by the Rules of the MPASA;
 - (v) borrow money upon such terms and conditions as the MPASA thinks fit;
 - (vi) give such security for the discharge of liabilities incurred by the MPASA, as the MPASA thinks fit;
 - (vii) appoint agents to transact any business of the MPASA on its behalf;
 - (viii) enter into any other contract it considers necessary or desirable; and
 - (ix) to do all other things that may be incidental or conducive to attaining those objects and purposes of the MPASA outlined in these Rules.
- (b) In addition to the above powers, the MPASA shall have the power to improve, manage, develop, lease, mortgage or otherwise deal with, all or any part of the property of the

MPASA and to lend funds of the MPASA for the purposes of the MPASA as may be deemed necessary from time to time.

5 Membership

5.1 Categories of Membership

(a) Membership of the MPASA is available in the following categories:

(i) **Full Member**

Any person, partnership, firm or company whose business is primarily for the purpose of engaging in plumbing activities and who are continuously engaged in the business of any of the following areas in the industry may apply to the Executive Committee for admission as a Full Member of the MPASA:

- Plumbing Contracting;
- Roof Plumbing;
- Mechanical Services; and
- Any other persons the Executive Committee admits to this category of membership in accordance with these Rules.

(ii) **Industry Member**

Any person, partnership, firm or company may apply to the Executive Committee for admission as an Industry Member of the MPASA if they:

- work or conduct business in the industry; and
- are not otherwise eligible for membership as a Full Member under these Rules.

(iii) **Individual Member**

Any registered plumber and any other individual person in the industry may apply to the Executive Committee for admission as an Individual Member of the MPASA.

(iv) **Apprentice Member**

Any person or individual employed under a contract of training or who is engaged in post-trade training in the industry may apply to the Executive Committee for admission as an Apprentice Member of the MPASA.

(v) **Group Training Member**

Any company, group training scheme, not for profit association or organisation engaging in the business of providing training services and facilities to the construction industry may apply to the Executive Committee for admission as a Group Training Member of the MPASA.

(vi) **Life Member**

The Executive Committee may in its discretion admit a person to life membership of the MPASA in recognition of the contribution made to the profession. The criteria for selection of a Life Member is to be determined by the Executive Committee from time to time. Membership fees are waived for this category.

(vii) **Retired Member**

Any person, partnership, firm or company who has been a Member of the MPASA as a Full Member or the principle representative of the Full Member for a minimum period of (5) years and who has become ineligible to remain a Member of the MPASA as a Full Member or Individual Member, by virtue of them having ceased to be actively engaged in the industry but who are considered by the Executive Committee to retain an interest in the activities of the MPASA and the industry, may apply to the Executive Committee for affiliation with the MPASA as a Retired Member.

(viii) **Professional Councillor Member**

An individual who is a qualified accountant, legal practitioner or financial adviser, not otherwise eligible for membership under these Rules as a Full Member may apply to the Executive Committee for admission as a Professional Councillor Member of the MPASA.

5.2 Application Process for Membership

- (a) Any person, partnership, firm or company who wishes to become a Member of the MPASA may apply for membership to the Executive Committee in Writing, in such form as the Executive Committee may from time to time determine, and such application shall be accompanied by the nomination fee and all such documentation required in support of such application as is determined to be required by the Executive Committee from time to time.
- (b) The Executive Committee must consider each application under Rule 5.3 (a) at the next Executive Committee Meeting following receipt of a completed application for membership and must at that meeting, or the next subsequent meeting, determine whether to accept or reject the application for membership.
- (c) Members shall be notified if their application is rejected or accepted by the Executive Officer of the MPASA.
- (d) Upon the Member application being approved their name shall be entered into the Register of Members.

5.3 Fees

- (a) The subscription fees for membership will be:
 - (i) for a financial year of twelve (12) calendar months commencing on 1 July in any given year;
 - (ii) such sum (if any) as the Executive Committee will determine from time to time.
- (b) A Member must pay their subscription fees to the MPASA annually on or before 31 August or at such other time as the Executive Committee may from time to time determine.
- (c) Any Member that is admitted as a Member to the MPASA during a financial year, shall pay their subscription fees at the time their application for membership is submitted to the Executive Committee, which subscription fees shall be a proportionate amount of the annual subscription fees for the unexpired portion of the financial year in respect of the category of membership that they are seeking admission to, or such other portion of the subscription fees as may be decided by the Executive Committee from time to time.
- (d) The Executive Committee shall have absolute discretion and power:
 - (i) to write off, in whole or in part, the payment of subscription fees of any Member including arrears of subscription fees of any Member; OR
 - (ii) to defer for such a period as the Executive Committee deems appropriate the subscription fees due by any Member to the MPASA.
- (e) Any Member whose subscription fees are outstanding for:
 - (i) More than one (1) month after the due date for payment:
 - i. Shall NOT be entitled to vote by themselves or their representative at any meeting of the MPASA;
 - ii. May have all services offered by the MPASA as part of membership discontinued until the subscription fees for membership have been paid in full. The power to enforce such discontinuance lies solely in the discretion and power of the Executive Committee. Any action taken by the Executive

Committee and/or the MPASA under this Rule 5.3 of the Rules shall not relieve the Member of liability for payment of subscription fees for the period during which services are suspended.

- (ii) More than three (3) months after the due date for payment:
 - i. will cease to be a member of the MPASA, provided always that the Executive Committee may reinstate such a person's membership on such terms as it thinks fit;
 - ii. may at the discretion of the Executive Committee be charged a late payment fee of 10% of the subscription fees overdue as well as all costs associated with recovering the subscription fees from the Member that are incurred by the MPASA including, but not limited to, debt recovery fees and legal costs on an indemnity basis.

5.4 Subscription and Services to Members

The Executive Committee shall determine, from time to time, the subscriptions and services appropriate to all categories of membership.

5.5 Resignation from Membership

- (a) A Member may advise the Executive Officer of the MPASA in Writing of the Member's intention to resign from membership of the MPASA, and the resignation will take effect one (1) calendar month after the month in which the resignation is received from the Member.
- (b) At the expiration of the time referred to in Rule 5.5 (a) above, the Member's name shall be deleted from the Register of Members.
- (c) Any Members resigning from membership shall remain liable to the MPASA for all unpaid subscription fees and liabilities whatsoever that are due, or become due, to the MPASA before the expiration of time referred to in Rule 5.5(a) above, and no such member shall be relieved of any such obligation by any delay, or lack of action, by the MPASA to recover such subscription fees and liabilities.
- (d) The Executive Officer must advise the Executive Committee of all membership resignations at the next Executive Committee Meeting following receipt of notice in Writing of a Member's intention to resign from membership.

5.6 Expulsion of a Member

- (a) Subject to giving a Member an opportunity to be heard or to make a written submission, the Executive Committee may resolve to expel a Member upon a charge of misconduct detrimental to the interests of the MPASA.
- (b) Particulars of the charge will be communicated to the Member at least one (1) calendar month before the meeting of the Executive Committee at which the matter will be determined.
- (c) The determination of the Executive Committee will be communicated to the Member, and in the event of an adverse determination the Member will, subject to Rule 5.6(d), cease to be a Member fourteen (14) days after the Executive Committee has communicated its determination to that Member.
- (d) A Member may appeal to the MPASA in General Meeting against the expulsion, by notice in Writing given to the President or the Public Officer of the MPASA within fourteen (14) days after notification of the determination of the Executive Committee has been sent to the Member.
- (e) In the event of an appeal under Rule 5.6(d) the appellant's membership of the MPASA must not be terminated unless the determination of the Executive Committee to expel the

member is upheld by the Members of the MPASA in General Meeting after the appellant has been heard, and in such event membership will be terminated at the date of the General Meeting at which the determination of the Executive Committee is upheld.

- (f) Upon all conditions of this Rule being complied with the name of the expelled Member shall be removed from the Register of Members, which shall occur either at the expiry of the timeframe outlined in Rule 5.6(c) or in the event of an appeal of the decision at the time of termination outlined in Rule 5.6(e).
- (g) Upon expulsion as a Member of the MPASA, that person, partnership, firm or company that was a Member of the MPASA shall forfeit all claims they may have upon the funds or property of the MPASA but shall remain liable to the MPASA for all subscription fees or other monies due by them to the MPASA before the date of their expulsion.

5.7 Termination of Membership

- (a) If any person, partnership, firm or company which is so qualified to become a Member of the MPASA and being a Member shall:
 - (i) cease to become engaged in business primarily for the purpose of engaging in plumbing activities and/or in respect of any of the areas outlined in Rule 5.1(a)(i), or
 - (ii) have a sequestration order made against them; or
 - (iii) go into liquidation (whether voluntary or otherwise), except for the purpose of reconstruction; or
 - (iv) in any manner cease to hold qualifications as a Memberthen membership of such Member shall be terminated. Such termination shall be undertaken by the Executive Committee and notified to the Member by the Executive Officer in Writing. Upon termination the Members name shall be removed from the Register of Members.
- (b) Any Life Member may have their Life Membership terminated. The MPASA may terminate any Life Member at a General Meeting called for that purpose. For such a termination to be valid:
 - (i) The General Meeting is to be called upon requisition in writing addressed to the President of the MPASA from not less than six (6) Members, all of whom must attend the General Meeting;
 - (ii) A notice of the meeting called for this purpose shall be served on all the Members of the MPASA;
 - (iii) Such notice shall specify that it is called for the purpose of considering the revocation of the Life Membership but shall not include the name of the Member;
 - (iv) The Member whose Life Membership it is proposed to revoke is given at least ten (10) days notice of the meeting and the reason for the proposed termination;
 - (v) The Member whose Life Membership it is proposed to terminate is, if they so desire, to be heard at the General Meeting and given a full opportunity to explain their conduct at that meeting; and
 - (vi) Two-thirds of the Members present and voting at the meeting must vote in favour of the termination.

Upon all conditions of this Rule 5.7(b) being complied with the name of the Member shall immediately be removed from the Register of Life Members and they shall cease to be a Life Member of the MPASA.

5.8 Register of Members

The MPASA shall maintain a Register of its Members containing the following particulars:

- (a) Name, membership ID and category and address of each Member;
- (b) The date upon which the name of each Member was entered in the Register;
- (c) The date upon which any person, partnership, firm or company ceased to be a Member;
- (d) the MPASAs financial status of the Member.

6 The Executive Committee

6.1 Executive Committee Powers

- (a) The Executive Committee, subject to the Act, the Regulations, these Rules and to any resolution passed by the MPASA at General Meeting:
 - (i) Will control and manage the affairs of the MPASA;
 - (ii) Shall have the management of the MPASA vested in it;
 - (iii) May exercise all such functions as may be exercised by the MPASA other than those functions that are required by these Rules and to be exercised by the MPASA in General Meetings;
 - (iv) Will have the power to perform all such acts and do such things as appear to the Executive Committee as necessary or desirable for the proper management of the affairs of the MPASA;
 - (v) Will have the power to appoint such officers and employees as required to carry out the objectives of the MPASA, including a public officer required by the Act, and may delegate any of its powers to such officers and employees;
 - (vi) Generally to take any action necessary in accordance with the objects of the MPASA to liaise with any associated Interstate counterparts;
 - (vii) Will have the power to control the property and direct the investment of the funds of the MPASA, including any investment in a commercial entity, whether it be a proprietary limited company, registrable Australian body or otherwise;
 - (viii) May select one or more of its Members (including the Executive Officer if deemed necessary by the Executive Committee) or a Member of the MPASA and the MPASA's representative or representatives as required to serve on various Boards and Committees;
 - (ix) To form and own commercial entities, subject to the other provisions set out in these Rules.
- (b) The Executive Committee may instruct any Member or Members of the MPASA to appear before the Executive Committee or a committee approved by the Executive Committee to give explanation or clarification of any conduct, act, work or deed which may affect the well being of the MPASA or any Member of the MPASA or any member of the public. Any Member or Members who fail after reasonable notice to attend when instructed to do so may be suspended by resolution of the Executive Committee until such time as the Member or Members attend before the Executive Committee or the committee appointed by the Executive Committee and give such explanation or clarification as may be required. Having attended such enquiry and given such explanation or clarification the Member or Members shall be restored to full benefits and privileges unless the Executive Committee has directed otherwise.

6.2 Executive Committee - Composition

- (a) The Executive Committee will consist of a total of eight (8) persons of the MPASA, which are to be comprised of:
 - (i) Six (6) Full Members of the MPASA:

- i. A minimum of four (4) of which MUST be plumbing contractors; and
 - ii. The remainder may come from any plumbing industry sector; and
- (ii) Two (2) Professional Councillor Members of the MPASA.
- (b) The office holders of the MPASA will be:
 - (i) The Independent Chairperson;
 - (ii) The President;
 - (iii) The Deputy President; and
 - (iv) The Treasurer.
- (c) All six (6) Full Members of the MPASA will be appointed to the Executive Committee by ballot from members of the MPASA at each Annual General Meeting of the MPASA.
- (d) The two (2) Professional Councillor Members of the MPASA will be appointed to the Executive Committee at the first Executive Committee Meeting following the MPASA Annual General Meeting in any given year and their appointment will be determined by the Executive Committee in office at that time.
- (e) Any Full Member of the MPASA may be nominated for the office of President, Deputy President or Treasurer.
- (f) The President, Deputy President and Treasurer shall hold office for one (1) year and shall retire at the Annual General Meeting following their election.
- (g) The President and Deputy President MUST NOT hold office for more than six (6) consecutive years in any one of these positions.
- (h) Each Full Member of the Executive Committee will, subject to these Rules, hold office until the conclusion of the Annual General Meeting following the date of the Member's election but shall be eligible for re-election.
- (i) All Members of the Executive Committee may choose to renominate for the Executive Committee.
- (j) The position of Independent Chairperson MUST be held by a Professional Councillor Member of the MPASA.
- (k) In the event of a vacancy on the Executive Committee by death, forfeit of office or resignation from office, the remaining Executive Committee members may, subject to this Rule appoint a Member of the MPASA to fill the vacancy at the next Executive Committee meeting after the vacancy is reported to the Executive Committee, and the Member so appointed will hold office, subject to these Rules, until the conclusion of the Annual General Meeting following the date of appointment. Any Member appointed under this Rule shall be entitled to receive notices of meetings of the Executive Committee and shall enjoy the same privilege of office as the Member who is being replaced. The elected Member, where possible, shall be from the same sector of the industry as the Member who is being replaced. Proceedings of the Executive Committee shall not be invalidated by any such vacancy.
- (l) An Executive Committee Member may appoint a person to be an alternative or substitute member in their place for such period as is necessary, provided that person is a Member of the MPASA. Any person so appointed shall have the same voting rights as the Member they are representing at the Executive Committee Meeting. An alternate committee member shall vacate the position if the appointer vacates the position. Any appointment or removal shall be effected by notice in Writing by the Executive Committee Member.
- (m) Any Member of the Executive Committee who is unable to attend a meeting of the Executive Committee may appoint another Member to act as a proxy for that meeting. The Member must notify the Executive Officer in Writing prior to the commencement of the meeting that

they are unable to attend the meeting, and the name of the Member nominated to act as their proxy. The Proxy will have full voting rights but shall be proxy for that meeting only.

6.3 Executive Committee - President

The President will assist in the general active management of the business of the MPASA and will ensure that all orders and resolutions of the Executive Committee are carried into effect. Further, the President shall perform and discharge such other duties as are imposed by these Rules or by the Executive Committee from time to time.

6.4 Executive Committee – Deputy President

The Deputy President will give support and assistance to the President in respect of all general active management of the business of the MPASA and will ensure that all orders and resolutions of the Executive Committee are carried into effect in the event that the President is unable to do so. Further, the Deputy President shall perform and discharge such other duties as are imposed by these Rules or by the Executive Committee from time to time.

6.5 Executive Committee - Treasurer

The Treasurer must:

- (a) Advise and assist the President and Executive Committee on all financial matters including but not limited to the following:
 - (i) Preparation of budgets, balance sheets, profit and loss sheets and estimated expenditure and receipts;
 - (ii) Whenever directed to do so by the President or the Executive Officer of the MPASA, submit to the Executive Committee a report, balance sheet or financial statement in accordance with that direction; and
 - (iii) Work closely with the President and the Executive Officer to confirm that their knowledge and understanding of finances is sufficient to maintain the MPASA accounts.
- (b) Perform and discharge such other duties as are imposed by these Rules or by the Executive Committee from time to time.

6.6 Executive Committee – Independent Chairperson

The Independent Chairperson must:

- (a) Chair and keep good order at all Executive Committee Meetings and all General Meetings of the MPASA held under these Rules;
- (b) Record full and correct minutes of the proceedings of the Executive Committee and of the General Meetings of the MPASA and provide the same to the Executive Officer of the MPASA;
- (c) Perform and discharge such other duties as are imposed by these Rules or by the Executive Committee from time to time.

6.7 Executive Committee – Executive Officer

(a) The Executive Officer must:

- (i) Coordinate the correspondence of the MPASA;
- (ii) Maintain a Register of the financial position of all Members;
- (iii) Maintain a Register of the MPASA's officeholders and councillors in keeping with the requirements of these Rules;

- (iv) Maintain a record containing full and correct minutes of the proceedings of the Executive Committee and of the General Meetings of the MPASA;
 - (v) Ensure that the MPASA complies with section 24 of the Act, in respect to the Rules of the MPASA;
 - (vi) Be responsible for the receipt of all money paid to or received by the MPASA, or by the Treasurer on behalf of the MPASA, and issue receipts for that money in the name of the MPASA;
 - (vii) Pay all money referred to in Rule 6.7(a)(vi) into a bank account or bank accounts in the name of the MPASA as the Executive Committee may direct from time to time.
 - (viii) Receive and keep true accounts of all monies received and expended on behalf of, and by, the MPASA;
 - (ix) Make payments from the funds of the MPASA with the authority of a General Meeting or Executive Committee Meeting and in so doing ensure that all cheques are signed by the Executive Officer and/or the President and any third party that is employed by the MPASA from time to time who is authorised by the Executive Committee Meeting under this clause to undertake such signing;
 - (x) Ensure that the MPASA complies with section 39C of the Act in respect of the accounting records of the MPASA.
 - (xi) Have custody of all securities, books, papers, records and documents of a financial nature and accounting records of the MPASA, including those referred to in Rules 6.7(a) (vi) and (viii) of the Executive Committee.
 - (xii) Have custody of all books, documents, records and registers of the MPASA, other than those required by Rule 6.5 to be held and maintained by, or be kept in the custody of, the Treasurer ;
 - (xiii) Undertake the following in respect of membership of the MPASA:
 - i. keep and maintain the Register of Members;
 - ii. update the records when new contact information is received from Members; and
 - iii. distribute notices as directed by the other members to all financial Members.
 - (xiv) Advise the Executive Committee at each Executive Committee meeting of those persons who have ceased to be members due to death, resignation, expulsion or failure to pay their subscription fees since the preceding Executive Committee Meeting.
 - (xv) Perform and discharge such other duties as are imposed by these Rules or by the Executive Committee from time to time.
 - (xvi) Inform the State Training Authority (STA) in writing if there is a change in the circumstances that may affect the ongoing employment status of all apprentices and trainees of the group training division of the MPASA, as soon as that Executive Officer becomes aware of the situation and before any date that the group training division of the MPASA ceases to operate.
- (b) The Executive Officer shall be the Public Officer of the MPASA.
- (c) The Independent Chairperson, President and Treasurer shall appoint the Executive Officer and fix the terms and conditions of such appointment as they deem fit. Should any of these three (3) office holders not be available then the Executive Committee shall appoint a different Executive Committee Member to undertake this in the place of the person that is unavailable.

6.8 Executive Committee – Councillors

The Councillors of the Executive Committee must:

- (a) Assist the Executive Committee provide effective leadership and direction to the MPASA;
- (b) Assist in establishing and implementing policy and procedures for the MPASA;
- (c) Assist establish strategic direction and vision for the MPASA;
- (d) Observe the highest level of business and professional ethics;
- (e) Use due care and diligence in fulfilling the functions of their office as Executive Committee Members and in exercising the powers attached to that position;
- (f) Be independent in both their judgement and actions;
- (g) Avoid any conflict of interests and ensure strict confidentiality of MPASA matters.

6.9 Election of Executive Committee Members

- (a) At least 14 days prior to the Annual General Meeting the Executive Officer shall distribute to all current financial Full Members a nomination form, in such a manner as may be directed by the Executive Committee from time to time, requesting nominations for office holders and councillors of the Executive Committee.
- (b) Nomination for election to the Executive Committee must be in writing and will be signed by the proposer and the seconder and by the person nominated. All such nominations will be sent to the Executive Officer, no later than twenty four (24) hours prior to the date fixed for the Annual General Meeting.
- (c) If the nominations received are insufficient to fill the vacancies, those candidates nominated will be deemed by the Chairperson of the Annual General Meeting to be elected and further nominations may be considered at the Annual General Meeting to fill the remaining positions.
- (d) If after the Annual General Meeting there remain some positions on the Executive Committee which are still vacant then these may be filled as casual vacancies by a resolution of the Executive Committee at their next following Executive Committee Meeting.
- (e) If the number of nominations is equal to the number of vacancies to be filled, the persons will be taken as elected and declared by the Chairperson to be elected.
- (f) If the number of nominations exceeds the maximum number of positions available, an election of the Members present at the Annual General Meeting will be conducted. Where an election is necessary under this Rule the Executive Officer or the Acting Executive Officer shall be the returning officer and shall:
 - (i) Prepare such number of ballot papers as are necessary for all Members present at the Annual General Meeting to vote;
 - (ii) Prepare the ballot papers with the names of the candidates in alphabetical order;
 - (iii) Distribute one ballot paper to each Member present;
 - (iv) Notify Members that voting is to be conducted by striking out the name of each candidate for whom the Member does not desire to vote;
 - (v) After Members have completed their ballot papers, collect them, check them to ensure that no votes are cast except by eligible Members, and count the votes indicated thereon;
 - (vi) Immediately following the conclusion of the count advise the Chairperson of the person or persons receiving the highest number of votes and such person or persons shall be declared by the Chairperson elected;
 - (vii) No member shall mark a ballot paper in such a manner as to disclose their identity otherwise their vote shall not be counted;

- (viii) The meeting at which an election is held may appoint scrutineers to observe the conduct of the destruction and collection of ballot papers and the counting and reporting of votes.
- (g) In the case of a tied vote for any Executive Committee officeholder or councillor position a new ballot will be conducted for that position. Should there still be a tied vote then the candidates' names will be put into a ballot box and one drawn out by the returning officer. That person will then be determined to be elected to the position by the Chairperson.
- (h) Notwithstanding the above requirements in relation to the election of officeholders to the Executive Committee, in the case of the election of a Professional Councillor Member to the Executive Committee, it is the Executive Committee who shall have the power and the discretion to appoint such persons to the Executive Committee and to the position of Treasurer and/or Independent Chairperson and not the Members of the MPASA. The form, manner, time and duration of such Professional Councillor appointments shall be determined by the Executive Committee from time to time.

6.10 Disqualification of Executive Committee members

- (a) The office of an Executive Committee Member will become vacant if a Executive Committee Member:
 - (i) is disqualified by the Act;
 - (ii) is expelled from membership of the MPASA under these Rules;
 - (iii) is permanently incapacitated by ill health;
 - (iv) ceases to be a Full Member of the MPASA;
 - (v) is absent without apology or leave of absence for more than two (2) consecutive Executive Committee Meetings, or more than three (3) Executive Committee Meetings in a financial year; or
 - (vi) resigns his or her office.
- (b) The MPASA in a General Meeting may by resolution, remove any member of the Executive Committee from office before the expiration of that member's term of office, provided the General Meeting was convened for that purpose and provided always that such resolution shall not be put to the vote until after the Member concerned has a reasonable opportunity to address the General Meeting and put before the Members any facts or explanation that they may consider relevant. The Member whom is proposed to be removed from the Executive Committee must be given at least ten (10) days notice of the General Meeting and of the reason for the proposed removal from office.

6.11 Executive Committee Meetings and Quorum

- (a) The Executive Committee shall meet a minimum of eight (8) times in each calendar year at such place and time as it may determine.
- (b) The Executive Officer must give written notice of a meeting of the Executive Committee to each Member of the Executive Committee at least 48 hours (or such other period as may be unanimously agreed upon by the Executive Committee Members or in the event of a Special Meeting) before the time appointed for holding the meeting. Service of such Notice may, at the discretion of the Executive Officer, be effected either personally or by delivering or sending the Notice through facsimile, email or the post in prepaid envelope addressed to each Member of the Executive Committee. Any Notice served by post shall be deemed to have been served at the time when in the ordinary course of post it would have been delivered. The non-receipt of any such Notice by any Member of the Executive Committee shall not invalidate the proceedings at any Executive Committee Meeting. The President, or

in the Presidents absence or refusal, the Deputy President, may direct the Executive Officer in the case of emergency to call a Special Meeting of the Executive Committee at the earliest convenience.

- (c) Any four (4) members of the Executive Committee constitute a quorum for the transaction of business at the meetings of the Executive Committee.
- (d) Questions arising at any meeting will be decided by a majority of votes, and in the event of equality of votes the Chairperson will have a casting vote in addition to a deliberative vote.
- (e) A member of the Executive Committee having a pecuniary interest in a contract with the MPASA must disclose that interest to the Executive Committee as required by the Act and must not vote with respect to that contract.
- (f) Each Member of the Executive Committee shall be entitled to one (1) vote in respect of any motion put at any Executive Committee meeting. Each Professional Councillor Member shall only be entitled to one (1) vote at any Executive Committee Meeting.
- (g) A resolution in writing signed by all the Executive Committee Members will be as valid and effectual as if it had been passed at a meeting of the committee duly called and constituted and may be comprised by one or more like documents.
- (h) The Chairperson of the Executive Committee or if they are not available then the President in their absence, or on their declining to take, a Member of the Executive Committee appointed by the majority of the Executive Committee present at that meeting will preside as Chairperson at every Executive Committee Meeting of the MPASA.

6.12 Sub-Committees

- (a) The Executive Committee may by resolution authorise the creation of one or more sub-committees from time to time consisting of such Full Members and/or persons sitting on the Executive Committee, staff employed by the MPASA and other Members of the MPASA as the Executive Committee thinks fit to investigate, advise and report on any matters referred to them. Each sub-committee must have a minimum of one (1) Executive Committee Member elected to it.
- (b) The resolution of the Executive Committee must be in writing and must specify which functions of the Executive Committee the sub-committee is authorised to exercise.
- (c) A sub-committee cannot delegate any of its powers or functions.
- (d) The Executive Committee may not authorise a sub-committee to exercise a function imposed on the Executive Committee by the Act, by any other law or by resolution of the MPASA in a General Meeting.
- (e) A resolution under this Rule may be made by the Executive Committee subject to such conditions or limitations as to exercise of any function, or as to timing or other circumstances, as are specified in the resolution.
- (f) A sub-committee created under this Rule may, while the resolution remains unrevoked by the Executive Committee, exercise the functions which it has been authorised to exercise from time to time by the sub-committee in accordance with the resolution.
- (g) Regardless of any resolution under this Rule, the Executive Committee may continue to exercise any of its functions.
- (h) Any act or thing done or suffered by a sub-committee acting in the exercise of a resolution under this Rule has the same force and effect as if it was done or suffered by the Executive Committee.
- (i) A sub-committee formed under this Rule may meet and adjourn as it thinks proper.
- (j) The Executive Committee may, by instrument in writing, revoke wholly or in part any resolution under this Rule.

- (k) Any such sub committees shall report back to the Executive Committee at an appropriate time.

6.13 Register of Office Holders and Councillors

- (a) The MPASA shall maintain a register of its officeholders and councillors containing the following particulars:
 - (i) Name, membership category and address of the officeholder/councillor;
 - (ii) Position occupied by the officeholder/councillor;
 - (iii) The date upon which the member was appointed as an officeholder/councillor;
 - (iv) The date upon which the Member ceased to be an officeholder/councillor.

7 General Meetings

7.1 Calling General Meetings

- (a) The Executive Officer upon direction from the Executive Committee may call a General Meeting of the MPASA at any time, and MUST call an Annual General Meeting in accordance with the Act. All Members of the Executive Committee are expected to attend all meetings of the MPASA.
- (b) The first Annual General Meeting will be held within eighteen months after the incorporation of the MPASA, and thereafter within four (4) months after the end of its financial year.
- (c) Upon a requisition in writing of not less than fifteen (15) of the total number of Full Members of the MPASA, the Executive Committee must within one (1) month of the receipt of the requisition, convene a General Meeting for the purpose specified in the requisition.
- (d) Every requisition for a General Meeting called under Rule 7.1 (c) will be signed by the Members making the same and will state the purpose and objectives of the meeting.
- (e) If a General Meeting is not convened within one (1) month as required by Rule 7.1 (c) the Full Members may convene a General Meeting. Such a meeting will be convened in the same manner as a meeting convened by the Executive Committee, and for this purpose the Executive Committee will ensure that the Full Members are supplied free of charge with particulars of the Members entitled to receive a notice of meeting. The reasonable expenses of convening and conducting such a meeting will be borne by the MPASA.
- (f) Subject to Rule 7.1(g) at least fourteen (14) days' written notice of any General Meeting will be given to every Member provided that such Meeting may in the case of urgency be called by the President or Deputy President with twenty four (24) hours notice in Writing. The notice will set out the time, date and place of the meeting. In the case of an Annual General Meeting, the order of the business at the meeting will be:
 - (i) the consideration of the accounts and reports of the Executive Committee and the auditors (if any),
 - (ii) the appointment of auditors,
 - (iii) election of Executive Committee members (if required), and
 - (iv) any other business requiring consideration by the MPASA in General Meeting.
- (g) Notice of a meeting at which a Special Resolution is to be proposed will be given at least twenty one (21) days prior to the date of the meeting.
- (h) A notice may be given by the MPASA to any Member by serving the Member with the notice personally, or by sending it by post to the address appearing in the Register of Members or by email, either to an internet mailing list maintained by the MPASA and used for

distribution of messages to the membership or, if so requested by the Member, directly to an email address provided by the Member to the MPASA.

- (i) Where a notice is sent by post, service of the notice will be deemed to be effected if it is properly addressed and posted to the Member by ordinary mail.
- (j) Where a notice is sent by email, service of the notice will be deemed to be effected:
 - (i) where emailed directly, if it is properly addressed to the Member, or
 - (ii) where emailed to a mailing list, the Member is included in the list of recipients of the mailing list.

7.2 Proceedings at General Meetings

- (a) 80% of the total number of Members present personally or by proxy must be Full Members to constitute a quorum at any General Meeting.
- (b) If within 30 minutes after the time appointed for the meeting a quorum of Full Members is not present, a meeting convened upon the requisition of Members will lapse. In any other case, the meeting will stand adjourned to the same day in the next week, at the same time and place and if at such adjourned meeting a quorum is not present within 30 minutes of the time appointed for the meeting the Members present will form a quorum.
- (c) The Chairperson of the Executive Committee or if they are not available then the President in their absence, or on their declining to take, a Member of the Executive Committee appointed by the majority of the Executive Committee present at that meeting will preside as Chairperson at every General Meeting of the MPASA.
- (d) The Chairperson may with the consent of any meeting at which a quorum is present, and will if so directed by the meeting, adjourn the meeting from time to time and from place to place, but no business may be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.
- (e) When a meeting is adjourned for 30 days or more, notice of the adjourned meeting must be given as if that meeting were an original meeting of members.
- (f) At any General Meeting, a resolution put to a vote will be decided on a show of hands, and a declaration by the Chairperson of the meeting that a resolution has been carried or lost will, unless a poll is demanded, be conclusive evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, the resolution.
- (g) At any General Meeting or Special Meeting of the MPASA a declaration by the Chairperson of the Meeting that a resolution has been carried or rejected by a majority of those voting and an entry to that effect in the book of proceedings of the MPASA shall be conclusive evidence of the fact provided that any Member may at the Meeting at which such a declaration is made object to the correctness of that Chairpersons declaration in which case the resolution shall be put again to the Meeting of the MPASA.
- (h) If a poll is demanded by the Chairperson of the meeting or by two (2) or more Full Members present personally or by proxy, it will be taken in such manner as the Chairperson directs. The result of such poll will be the resolution of the meeting, except that in the case of a Special Resolution a majority of not less than three quarters of the Full Members present in person or by proxy who being entitled to do so vote at the Meeting, is required.
- (i) A poll demanded on the election of a Chairperson of a meeting or on any question of an adjournment, will be taken at the meeting and without adjournment.

7.3 General Meetings - Voting rights

- (a) Subject to these Rules each financial Full Member present in person or by proxy is entitled to one (1) vote in respect of any motion.

- (b) Each Professional Councillor present or by proxy is entitled to one (1) vote in respect of any motion.
- (c) A Life Member who is no longer a representative of a Member shall continue to be entitled to the right to vote at General Meetings.

7.4 General Meetings - Proxies

- (a) A Full Member is entitled to appoint in writing a natural person who is also a Full Member of the MPASA to be his or her proxy, and attend and vote at any meeting of the MPASA.
- (b) The proxy form will be in the format that the Executive Committee will determine from time to time.
- (c) Proxies will be registered by sending them to the Executive Officer not less than twenty four (24) hours prior to the time of the General Meeting.

8 Minutes

- (a) Proper minutes of all proceedings of General Meetings of the MPASA and of meetings of the Executive Committee, must be entered within one (1) month after the relevant meeting in minute books kept for the purpose.
- (b) The minutes kept under this Rule will be signed by the Chairperson of the meeting at which the proceedings took place or by the Chairperson of the next succeeding meeting.
- (c) Where minutes are entered and signed they will until the contrary is proved be evidence that the meeting was convened and duly held, that all proceedings held at the meeting were deemed to have been duly held, and that all appointments made at a meeting were deemed to be valid.

9 Accounts

- (a) The MPASA must keep such accounting records as are necessary to correctly record and explain the financial transactions and financial position of the MPASA.
- (b) Accounts showing the financial transactions of the MPASA shall be prepared and made up annually to 30 June in each year and, after audit by the Auditor, shall be submitted to the next succeeding Annual General Meeting of the MPASA.

10 Auditors and Other Officers

- (a) The Executive Committee shall appoint an Auditor who shall be a Registered Companies Auditor and such other officers as it may think necessary on the terms that it deems appropriate.
- (b) Any Auditor or other officer may retire from their position by giving to the MPASA notice in Writing of their intention so to do. Such notice shall be delivered to the Executive Officer of the MPASA at least one (1) calendar month before the date specified for their retirement.
- (c) When a vacancy in the office of Auditor or other appointed officers occurs, the Executive Committee shall appoint other persons to fill such vacancies.
- (d) The Auditor or Auditors shall audit the accounts of the MPASA up to the 30th day of June in every year, and a statement of the accounts so audited shall be submitted to Members at the Annual General Meeting.

11 Funds and Accounts of the MPASA

- (a) The financial affairs of the MPASA shall be administered by the Executive Committee and shall be submitted for ratification at the subsequent Annual General Meeting.

- (b) All monies received by the MPASA shall be paid to the credit of an account or accounts as the Executive Committee may specify from time to time with the branch of a Bank nominated by the Executive Committee for that purpose.
- (c) Such portion of the funds not required immediately for expenditure may be invested for the benefit of the MPASA in a trustee security or investment as determined by the Executive Committee.
- (d) With the authority of the Executive Committee of Members, the real property of the MPASA may be sold, mortgaged, leased or in any other way dealt with in accordance with these Rules.

12 Cheques

- (a) Subject to clause 6.7 (a) (ix), all cheques drawn on the MPASA's bank trading and investment accounts and all withdrawals of investment shall be signed and countersigned by a minimum of two (2) signatories of those signatories authorised by the Executive Committee in keeping with these Rules.
- (b) The MPASA may, if the Executive Committee so decides, have an imprest account with a float of up to \$15,000 that will require only one of the four (4) signatories to sign.

13 Borrowing powers

- (a) Subject to this Rule the MPASA may borrow money from banks or other financial institutions upon such terms and conditions as the Executive Committee sees fit, any may secure the repayment thereof by charging the property of the MPASA.
- (b) Subject to section 53 of the Act the MPASA may invite and accept deposition of money from any person on such terms and conditions as may be determined by the Executive Committee from time to time.

14 Jurisdiction

The MPASA's home jurisdiction shall be the State of South Australia. The MPASA shall be permitted to carry on business in its home jurisdiction and such other Australian jurisdictions as the Executive Committee may reasonably determine from time to time in furtherance of the MPASA's objectives.

15 Application of Funds of the MPASA

The income and property of the MPASA shall be applied solely towards the promotion of its objectives and no portion shall be paid directly or indirectly to Members of the MPASA provided that nothing contained in these Rules shall prevent:

- (a) Payment in good faith of remuneration of any officers or servants of the MPASA or to any Members thereof or other persons in return for any services actually rendered to the MPASA;
- (b) Payment of interest on money, including any money borrowed from any Member of the MPASA;
- (c) The MPASA from investing (whether as sole owner or not) in a commercial entity which has been set up to undertake commercial profit making venture, so long as any profits received from such investments are not provided to Members and are instead used to further the MPASA's objectives in the normal course. For the avoidance of doubt, any distribution of income or capital to any Member is expressly prohibited.

16 Branches of the MPASA

The Executive Committee shall investigate requests to establish Branches in centres throughout South Australia. The registered Rules of the MPASA shall be the Rules of any Branch of the MPASA. A Branch shall have the power to conduct its own meetings. In particular, the following shall apply to branches:

- (a) A branch shall not be formed without written approval of the Executive Committee, and the MPASA shall have the right to dissolve any Branch upon giving two (2) months notice in writing of its intention to do so. A resolution for the dissolution of any Branch must be passed by two-thirds majority of Members present and voting at the General Meeting of the MPASA at which the resolution for dissolution is dealt with.
- (b) Every Branch shall adopt the complete name of the MPASA with the addition of the name of the Branch and shall use the name on all stationary, together with the emblem of the MPASA.
- (c) With the exception of forming rules for procedure at its own meetings the Branches shall be governed by the Rules of the MPASA. Boundaries within which a Branch shall have jurisdiction shall be defined by the MPASA.
- (d) Branches shall keep correct minutes of all Meetings and shall forward a copy of minutes of all Meetings to the Head Office of the MPASA not later than fourteen (14) days after the meeting is held. A copy of the Business Notice calling each Branch meeting shall also be forwarded to the Executive Officer at the Head Office of the MPASA at least seven (7) days prior to any Branch meeting.
- (e) A person, partnership, firm or company whose business is primarily for the purpose of engaging in plumbing activities and who are continuously engaged in the business of Plumbing Contracting, Roof Plumbing or Mechanical Services shall not join a Branch without first having become a Member of the MPASA. Branches shall have the right to impose an additional subscription (not exceeding \$5.00 per annum or such amount as may from time to time be decided by the Executive Committee) that may be retained by the Branch. Branch financial records shall be audited by the Executive Officer of the MPASA at the end of each financial year. The MPASA shall reimburse Branches at a rate to be determined from time to time for postage, stationary, and such other expenses as the MPASA Executive Committee determine from time to time.
- (f) The President and/or the Deputy President and/or the Treasurer and/or the Independent Chairperson of the MPASA shall be entitled to attend any meeting of the Branch. Any financial Member of the MPASA may attend any Branch General Meeting but shall not be entitled to vote unless they are a Member of the Branch.
- (g) Branches of Individual Members cannot purport to represent the MPASA without the written permission of the Executive Committee. With the exception of local bodies, Branches shall not without written consent of the MPASA, communicate with any government, semi-government or other body connected with the industry.
- (h) Each Branch may request that up to two (2) delegates attend an Executive Committee Meeting of the MPASA to bring forward and discuss business appertaining to the branch that may be of sufficient importance to warrant personal representation. Such delegates shall not be entitled to vote unless they are a Member of the Executive Committee.
- (i) Each Branch shall elect one (1) Member as their representative to the Executive Committee to enable the Executive Committee to have advice on all relevant matters affecting the Branch.

17 Execution of Industrial Agreement or Documents

- (a) No Industrial Agreement or other document shall be executed by, or on behalf of, the MPASA unless such execution shall have been first approved by the Executive Committee.
- (b) Every Industrial Agreement or other document shall be executed by the Executive Officer of the MPASA at the time of the execution and any other person the Executive Committee requires from time to time in such manner that is determined by the Executive Committee from time to time or as is required under these Rules.

18 Rules

- (a) Subject to approval by resolution of the Members of the MPASA, these Rules may be altered (including an alteration to name), or be rescinded and replaced by substituted rules. Such an alteration will be registered as required by the Act.
- (b) The registered Rules will bind the MPASA and every Member to the same extent as if they had respectively signed and sealed them, and agreed to be bound by all of the provisions thereof.
- (c) Provided that notice is given to the Office of Consumer and Business Services any of these Rules may be altered, added to or rescinded in the following manner:
 - (i) It shall be competent at any General Meeting for any Member to give notice of their intention to move a resolution affecting any of these Rules, stating clearly in writing the suggested alteration;
 - (ii) The resolution shall appear on the business paper of an Extraordinary General Meeting called for the purpose of considering whether the Rules should be so varied;
 - (iii) A quorum at any Meeting called for the purpose of altering, adding to or rescinding any of the Rules of the MPASA shall be as provided for in these Rules;
 - (iv) A resolution to alter, add to or rescind any of the Rules of the MPASA must be carried by a two-thirds majority of the Members present and voting at such Meeting. A vote by post or facsimile shall be accepted provided it is received prior to the meeting and on the approved form and appropriately witnessed;
 - (v) Provided further that not less than five per cent of the total membership of the MPASA shall be entitled within fourteen (14) days of the date of such Meeting to require that a ballot be held of all Members to determine whether or not the Rules should be altered, added to or rescinded.
 - (vi) In the case of a ballot being taken of all Members the majority decision of those voting shall determine whether the Rules shall be so altered, added to or rescinded.

19 The Seal

- (a) The MPASA will have a common seal upon which its corporate name will appear in legible character.
- (b) The seal will not be used without the express authorisation of the Executive Committee or of a General Meeting of Members, and every use of the seal will be recorded in a register.
- (c) The affixing of the seal will be witnessed or approved before the seal is used by either the President, Deputy President or the Treasurer of the MPASA.
- (d) The affixing of the seal must be undertaken by the Executive Officer or a person for the time being acting in their stead or any other member of the Executive Committee that may be nominated by the Executive Committee from time to time.

- (e) The seal will be kept in the custody of the Executive Officer of the MPASA or such other person as the Executive Committee may from time to time decide.

20 Winding Up

- (a) The motion for the winding up or dissolution of the MPASA or the merging with any Association shall be dealt with only by a Special Meeting of which at least twenty one (21) days notice has been given to Members. The motion shall not be declared carried unless it is passed by a three –quarters majority of the Members of the MPASA voting personally or by proxy at such Meeting.
- (b) Subject to this Rule the MPASA will be wound up in the manner provided for in the Act.

21 Application of surplus assets

- (a) If after the winding up or dissolution of the MPASA there remains ‘surplus assets’ as defined in the Act (after satisfaction of all debts, property and liabilities) , such surplus assets will be appropriated in accordance with this Rule.
- (b) Any such surplus assets will not be distributed to any member of the MPASA but will be distributed to another organization which has similar objects and has Rules which prohibit the distribution of profit and assets to its members.

22 Levy on Members

- (a) The MPASA may from time to time in any year (in addition to the annual subscription) make a levy or levies on Members to meet exceptional expenditure. Every levy shall be ratified by a majority of the Members present at any General Meeting.
- (b) The Executive Officer of the MPASA shall notify in writing every Member of the MPASA of the imposition of every levy and of the amount thereof and every Member shall pay the amount of the levy to the MPASA within thirty (30) days after receipt of a tax invoice.

23 Indemnity

The Members of the MPASA shall not be deemed or taken to be partners nor shall Members be liable for the acts or defaults of one another.

24 Non-liability of Members

No member will be liable to contribute towards the payment of the debts and liabilities of the MPASA or the costs, charges and expenses of a winding up of the MPASA.

25 By-Laws

- (a) The Executive Committee will prepare and maintain and have custody of the By-Laws of the MPASA. The By-Laws will assist the members, the Executive Committee and the MPASA’ subcommittees, if any, to fairly deal with questions and procedures not fully dealt within these Rules.
- (b) The By-Laws may be reviewed from time to time by the Executive Committee and may be altered, rescinded and replaced by substitution by resolution of the Executive Committee at any time.
- (c) Once prepared or altered as the case may be, a copy of the By-Laws will be made available to every member of the MPASA on request.

- (d) The By-Laws will bind the MPASA and every member to the same extent as if they had respectively signed and sealed them, and agreed to be bound by all of the provisions in the By-Laws.

26 Registered Office

- (a) The registered office of the MPASA shall be 1 South Road, Thebarton in the state of South Australia 5031, or such other place as the Executive Committee may from time to time appoint.
- (b) The registered office of the MPASA shall be open to the public between 8.30 am and 5.00pm during each day that is not a Saturday, Sunday, public holiday or a bank holiday in South Australia, or at such other times as the Executive Committee may determine from time to time.

27 Trade Publication

- (a) The MPASA shall publish a trade publication to be issued to all Members and others at the frequency and manner as shall be determined by the Executive Committee from time to time.
- (b) The cost of the trade publication shall be included in the annual subscription fees paid by members. The cost of the trade publication sold to non-members shall be at the discretion of the Executive Committee.

28 Evidence for Employment Conditions

The MPASA may appoint a representative to confer with, or give evidence to, any Industrial Court, or any other Authority or Organisation that is concerned with setting wages, terms or conditions of employment. Such a representative shall be appointed by the Executive Committee.

29 Dispute Resolution

- (a) The grievance procedure set out in this Rule applies to disputes under the Rules between a Member and the Association.
- (b) The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within fourteen (14) days after the dispute comes to the attention of all the parties.
- (c) If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties must, within ten (10) days, hold a meeting in the presence of a mediator.
- (d) The mediator must be:
 - (i) A person chosen by the agreement between the parties; OR
 - (ii) In the absence of agreement a person appointed by the Chairperson of the Institute of Mediators and Arbitrators Australia, SA Chapter;
 - (iii) A member of the Association can be a mediator;
 - (iv) The mediator cannot be a member who is a party to the dispute;
- (e) The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- (f) The mediator, in conducting the mediation, must:
 - (i) give the parties to the mediation process every opportunity to be heard; and
 - (ii) Allow due consideration by all parties of any written statement submitted by any party; and

- (iii) Ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.
- (g) The mediator must NOT determine the dispute.
- (h) If the mediation process does not result in the dispute being resolved, the parties may agree to seek to resolve the dispute in accordance with another Alternative Dispute Resolution Process agreed between the parties or otherwise at law.

30 Construction of Rules

The Executive Committee shall decide, in its sole discretion, any questions or dispute as to the construction or application to these Rules.