



AMMA Election By-Laws

1. Purpose

These Election By-Laws establish the procedures for the nomination, election, appointment, and declaration of Elected Directors of Australasian Military Medicine Association Ltd (AMMA).

These By-Laws are made pursuant to clause 33 of the AMMA Constitution and are intended to support transparent, fair, and orderly governance processes.

2. Scope

These By-Laws apply to:

- all elections for Elected Director positions;
- all Voting Members eligible to nominate or vote;
- all candidates standing for election; and
- any person appointed to administer an election process.

3. Authority

These By-Laws are issued under clause 33 of the Constitution.

Where any inconsistency exists between these By-Laws and the Constitution, the Constitution prevails.

4. Definitions

Unless otherwise defined in these By-Laws, terms have the same meaning as in the Constitution.

AGM means the Annual General Meeting of the Company.

Ballot means the formal voting process conducted to elect Elected Directors.

Candidate means an eligible Voting Member nominated for election as an Elected Director.

Election Period means the period commencing from the call for nominations until declaration of election results.

Returning Officer means the person appointed by the Board to administer the election process.

5. Election Principles

AMMA elections must be conducted in a manner that is:

- fair;
- impartial;



- transparent;
- confidential;
- consistent with the Constitution; and
- supportive of good governance practices.

6. Election Timing

Elections for Elected Director positions must be conducted prior to the AGM in accordance with clause 27 of the Constitution.

The Board will determine:

- the election timetable;
- nomination opening and closing dates;
- voting opening and closing dates; and
- the date for declaration of election results.

Election results are to be announced at the AGM.

7. Vacancies

Prior to each AGM, the Board or delegated person must determine:

- the number of Elected Director positions becoming vacant;
- the term applicable to each vacancy; and
- whether any casual vacancy appointments exist.

Vacancies are to be communicated to Voting Members when nominations are called.

8. Eligibility to Stand for Election

To be eligible for election as an Elected Director, a candidate must:

- be a current Voting Member;
- be over eighteen (18) years of age;
- not be disqualified from managing corporations or acting as a director under law;
- hold a valid Director Identification Number (DIN);
- not be an employee of AMMA; and
- satisfy all eligibility requirements under the Constitution.

A candidate whose membership fees are overdue is not eligible to stand for election.

A candidate must remain eligible throughout the election process.



9. Call for Nominations

The Secretary or delegated person must issue a call for nominations to all Voting Members.

The call for nominations must include:

- the number of vacant positions;
- nomination opening and closing dates;
- eligibility requirements;
- nomination requirements;
- election timetable; and
- voting information.

Nominations must remain open for a period determined by the Board and specified in the election timetable.

10. Nomination Process

A Voting Member may self-nominate.

Nominations must:

- be submitted on the prescribed nomination form;
- include the nominee's signed consent to act as a Director;
- include any information reasonably requested by the Board or Returning Officer;
- be received by the nomination closing date; and
- comply with the Constitution and these By-Laws.

Late or incomplete nominations may be rejected.

The Returning Officer will review nominations and determine eligibility.

The Returning Officer may request further information from a nominee to confirm eligibility.

11. Candidate Information

Candidates may submit a candidate profile statement of up to a length determined by the Board.

Candidate statements may include:

- professional background;
- governance experience;
- military medicine experience;



- qualifications;
- skills and expertise; and
- reasons for seeking election.

Candidate statements must not:

- contain defamatory material;
- contain false or misleading statements;
- improperly criticise other candidates;
- include discriminatory or offensive content; or
- breach confidentiality obligations.

The Returning Officer may require amendment or removal of inappropriate content.

12. Returning Officer

The Board must appoint a Returning Officer to administer the election process.

The Returning Officer may be:

- the Secretary;
- an external service provider; or
- another suitably independent individual.

A Returning Officer must not be:

- a candidate in the election; or
- a person with a material conflict of interest relating to the election.

The Returning Officer is responsible for:

- validating nominations;
- administering ballots;
- ensuring voting integrity;
- counting votes;
- determining election outcomes; and
- reporting election results.

13. Election by Ballot

If the number of eligible nominations exceeds the number of vacancies, a ballot must be conducted.



Voting may occur by:

- electronic ballot;
- secure online voting platform;
- postal ballot; or
- another method approved by the Board.

Voting Members are entitled to vote for up to the number of vacancies available.

Voting instructions must be provided to Voting Members.

The ballot must remain open for a reasonable period determined by the Board.

14. Electronic Voting

The Board may approve electronic voting systems.

Electronic voting systems should:

- maintain ballot confidentiality;
- provide reasonable voting security;
- ensure only eligible Voting Members can vote;
- prevent duplicate voting; and
- provide an auditable record of results.

Technical issues affecting voting may be managed at the discretion of the Returning Officer.

15. Uncontested Elections

If the number of eligible candidates is equal to or less than the number of vacancies:

- no ballot is required; and
- the candidates are deemed elected.

The election outcome will be announced at the AGM.

16. Counting of Votes

Votes must be counted by the Returning Officer.

Candidates receiving the highest number of valid votes will be elected.

Informal, incomplete, duplicate, or invalid votes may be excluded.



The Returning Officer's determination regarding vote validity is final.

17. Tied Results

If two or more candidates receive an equal number of votes and insufficient vacancies remain for all tied candidates, the Board may determine an appropriate method for resolving the tie, including conducting a further ballot or determining the outcome by lot.

18. Declaration of Results

The Returning Officer must certify the election result.

Election results are to be declared at the AGM.

The declaration of election results by the chairperson of the AGM is final, subject to any valid complaint or dispute process under these By-Laws.

19. Casual Vacancies

Where a casual vacancy arises in the office of an Elected Director, the Board may appoint an eligible individual in accordance with the Constitution.

A person appointed to fill a casual vacancy holds office for the balance of the predecessor's term.

20. Campaign Conduct

Candidates are expected to conduct themselves professionally and ethically.

Candidates must not:

- misuse AMMA resources;
- improperly influence Voting Members;
- engage in misleading conduct;
- misuse confidential information; or
- engage in conduct likely to bring AMMA into disrepute.

The Board may take action regarding breaches of these By-Laws or the Constitution.



21. Complaints and Disputes

Any complaint regarding the conduct of an election must be submitted in writing to the Returning Officer within seven (7) days of the declaration of results.

The Returning Officer may:

- investigate the complaint;
- seek additional information;
- refer the matter to the Board; or
- recommend corrective action.

The Board's determination regarding any election dispute is final, subject to the Constitution and any applicable law.

22. Confidentiality and Privacy

Election records and voting information must be handled confidentially.

Personal information collected during the election process must be managed in accordance with AMMA policies and applicable privacy legislation.

Individual voting records must remain confidential unless disclosure is required by law.

23. Record Keeping

AMMA must maintain appropriate records relating to:

- nominations;
- ballots;
- vote counts;
- election results; and
- election disputes.

Election records may be retained in electronic format.

Election records are to be retained for a minimum period determined by the Board or applicable legislation.

24. Transitional Arrangements

These By-Laws take effect upon approval by the Board.



Any election process commenced prior to the approval of these By-Laws may continue under the arrangements previously approved by the Board.

25. Review

These By-Laws are to be reviewed periodically by the Board to ensure ongoing consistency with:

- the Constitution;
- applicable legislation;
- governance best practice; and
- organisational requirements.