



## **RULES for an INCORPORATED OLEOVITIS ASSOCIATION**

### **MEMBERS AND DISCIPLINARY PROCEDURES**

#### Division 1 Membership

##### **Who is eligible to be a member**

Any person who supports the purposes of the Association is eligible for membership.

- Refiner
- Crusher
- Bottler
- Retailer

##### **Application for membership**

To apply to become a member of the Association, a person must submit a written application to a committee member stating that the person:

- wishes to become a member of the Association; and
- supports the purposes of the Association; and
- agrees to comply with these Rules and
- complain with the Oleovitis standards

The application must be signed by the applicant; and may be accompanied by the joining fee.

##### **Consideration of application**

As soon as practicable after an application for membership is received, the Committee must decide by resolution whether to accept or reject the application.

The Committee must notify the applicant in writing of its decision as soon as practicable after the decision is made.

If the Committee rejects the application, it must return any money accompanying the application to the applicant.

No reason need be given for the rejection of an application.

##### **New membership**

If an application for membership is approved by the Committee—



(a) the resolution to accept the membership must be recorded in the minutes of the committee meeting; and

(b) the Secretary must, as soon as practicable, enter the name and address of the new member, and the date of becoming a member, in the register of members.

A person becomes a member of the Association and, **subject to rule\***, is entitled to exercise his or her rights of membership from the date, whichever is the later, on which—

- (a) the Committee approves the person's membership; or
- (b) the person pays the joining fee.

### Member categories

- Refiner
- Crusher
- Bottler
- Retailer

The join fee will be according this table:

MEMBER CATEGORIES	PRODUCTION (T)	NUMBER OF VOTES AT GA
CRUSHER	<i>+30.000</i>	5
	<i>20.000 – 30.000</i>	4
	<i>10.000 - 20.000</i>	3
	<i>5.000 – 10.000</i>	2
	<i>0 – 5.000</i>	1
REFINER	<i>+4.000</i>	4
	<i>2.000 – 4.000</i>	3
	<i>1.000 – 2.000</i>	2
	<i>0 -1.000</i>	1
BOTLER	-	1
RETALIER	-	1

The members established an entrance fee of 3.000 €.



In addition, depending on the budget, a variable is established according to the activity of each member distributed as follows:

- 50% of the budget is paid by the Crushers
- 35% of the budget is paid by the Refiners
- 15% of the budget is paid by the Bottlers

In case of incorporating Retailers to the association, the distribution would be as follows:

- 50% of the budget is paid by the Crushers
- 25% of the budget is paid by the Refiners
- 12.5% of the budget is paid by the Bottlers
- 12.5% of the budget is paid by the Retailers

### **Annual subscription and fee on joining**

At each annual general meeting, the Association must determine—

- (a) the amount of the annual subscription (if any) for the following financial year; and
- (b) the date for payment of the annual subscription.

The Association may determine that a lower annual subscription is payable by associate members.

The Association may determine that any new member who joins after the start of a financial year must, for that financial year, pay a fee equal to—

- (a) the full annual subscription; or
- (b) a pro rata annual subscription based on the remaining part of the financial year; or
- (c) a fixed amount determined from time to time by the Association.

The rights of a member (including the right to vote) who has not paid the annual subscription by the due date are suspended until the subscription is paid.



## **General rights of members**

A member of the Association who is entitled to vote has the right—

- (a) to receive notice of general meetings and of proposed special resolutions in the manner and time prescribed by these Rules; and
- (b) to submit items of business for consideration at a general meeting; and
- (c) to attend and be heard at general meetings; and
- (d) to vote at a general meeting; and
- (e) to have access to the minutes of general meetings and other documents of the Association as provided under rule 75; and
- (f) to inspect the register of members.

**\*(2)** A member is entitled to vote if—

- (a) the member is a member other than an associate member; and
- (b) more than 10 business days have passed since he or she became a member of the Association; and
- (c) the member's membership rights are not suspended for any reason.

### **14 Associate members**

- (1) Associate members of the Association include—
  - (a) any members under the age of 15 years; and
  - (b) any other category of member as determined by special resolution at a general meeting.

An associate member must not vote but may have other rights as determined by the Committee or by resolution at a general meeting.

## **Rights not transferable**

The rights of a member are not transferable and end when membership ceases.

## **Ceasing membership**

- (1) The membership of a person ceases on resignation, expulsion or death.
- (2) If a person ceases to be a member of the Association, the Secretary must, as soon as practicable, enter the date the person ceased to be a member in the register of members.

## **Resigning as a member**



- (1) A member may resign by notice in writing given to the Association.
- (2) A member is taken to have resigned if—
  - (a) the member's annual subscription is more than 12 months in arrears; or
  - (b) where no annual subscription is payable—
    - (i) the Secretary has made a written request to the member to confirm that he or she wishes to remain a member; and
    - (ii) the member has not, within 3 months after receiving that request, confirmed in writing that he or she wishes to remain a member.

### **Register of members**

- (1) The Secretary must keep and maintain a register of members that includes—
  - (a) for each current member—
    - (i) the member's name;
    - (ii) the address for notice last given by the member;
    - (iii) the date of becoming a member;
    - (iv) if the member is an associate member, a note to that effect;
    - (v) any other information determined by the Committee; and
  - (b) for each former member, the date of ceasing to be a member.
- (2) Any member may, at a reasonable time and free of charge, inspect the register of members.

### Division 2—Disciplinary action

#### **Grounds for taking disciplinary action**

The Association may take disciplinary action against a member in accordance with this Division if it is determined that the member—

- (a) has failed to comply with these Rules; or
- (b) refuses to support the purposes of the Association; or
- (c) has engaged in conduct prejudicial to the Association.

#### **Disciplinary subcommittee**

- (1) If the Committee is satisfied that there are sufficient grounds for taking disciplinary action against a member, the Committee must appoint a disciplinary



subcommittee to hear the matter and determine what action, if any, to take against the member.

- (2) The members of the disciplinary subcommittee—
  - (a) may be Committee members, members of the Association or anyone else; but
  - (b) must not be biased against, or in favour of, the member concerned.

#### **Notice to member**

(1) Before disciplinary action is taken against a member, the Secretary must give written notice to the member—

(a) stating that the Association proposes to take disciplinary action against the member; and

(b) stating the grounds for the proposed disciplinary action; and

(c) specifying the date, place and time of the meeting at which the disciplinary subcommittee intends to consider the disciplinary action (the disciplinary meeting); and

(d) advising the member that he or she may do one or both of the following —

(i) attend the disciplinary meeting and address the disciplinary subcommittee at that meeting;

(ii) give a written statement to the disciplinary subcommittee at any time before the disciplinary meeting; and

(e) setting out the member's appeal rights under rule 23.

(2) The notice must be given no earlier than 28 days, and no later than 14 days, before the disciplinary meeting is held.

#### **Decision of subcommittee**

(1) At the disciplinary meeting, the disciplinary subcommittee must—

(a) give the member an opportunity to be heard; and

(b) consider any written statement submitted by the member.

(2) After complying with subrule (1), the disciplinary subcommittee may—

(a) take no further action against the member; or

(b) subject to subrule (3)—



- (i) reprimand the member; or
  - (ii) suspend the membership rights of the member for a specified period; or
  - (iii) expel the member from the Association.
- (3) The disciplinary subcommittee may not fine the member.
- (4) The suspension of membership rights or the expulsion of a member by the disciplinary subcommittee under this rule takes effect immediately after the vote is passed.

### **Appeal rights**

(1) A person whose membership rights have been suspended or who has been expelled from the Association under rule 22 may give notice to the effect that he or she wishes to appeal against the suspension or expulsion.

(2) The notice must be in writing and given—

(a) to the disciplinary subcommittee immediately after the vote to suspend or expel the person is taken; or

(b) to the Secretary not later than 48 hours after the vote.

(3) If a person has given notice under subrule (2), a disciplinary appeal meeting must be convened by the Committee as soon as practicable, but in any event not later than 21 days, after the notice is received.

(4) Notice of the disciplinary appeal meeting must be given to each member of the Association who is entitled to vote as soon as practicable and must—

(a) specify the date, time and place of the meeting; and

(b) state—

(i) the name of the person against whom the disciplinary action has been taken; and

(ii) the grounds for taking that action; and

(iii) that at the disciplinary appeal meeting the members present must vote on whether the decision to suspend or expel the person should be upheld or revoked.

### **Conduct of disciplinary appeal meeting**

(1) At a disciplinary appeal meeting—

(a) no business other than the question of the appeal may be conducted;  
and



(b) the Committee must state the grounds for suspending or expelling the member and the reasons for taking that action; and

(c) the person whose membership has been suspended or who has been expelled must be given an opportunity to be heard.

(2) After complying with subrule (1), the members present and entitled to vote at the meeting must vote by secret ballot on the question of whether the decision to suspend or expel the person should be upheld or revoked.

(3) A member may not vote by proxy at the meeting.

(4) The decision is upheld if not less than three quarters of the members voting at the meeting vote in favour of the decision.