



CALL FOR NOMINATIONS

For the Election of Members of the Council of The Australian Association of Consultant Physicians

In accordance with Clause 6 of the Memorandum and Articles of Association the Australian Association of Consultant Physicians (AACP) is calling for nominations to the AACP Council.

Financial Members of the AACP are eligible to nominate for election as a member of Council of The Australian Association of Consultant Physicians for three years, commencing at the end of the 2022 Annual General Meeting.

Following for your information is an extract of the Memorandum and Articles of the Association relating to Council elections.

6 COUNCIL

For members' information, the relevant clauses of the Memorandum and Articles of the Association appear below:

- 6.1.1 Until otherwise determined by a special resolution passed by two-thirds of the Members the number of Councillors shall be not less than six nor more than ten and shall be elected by the Members ("Elected Councillors").
- 6.1.2 No person shall be eligible to be appointed or to remain as a Councillor unless he/she is a Member.
- 6.1.3 All Councillors shall be appointed and shall hold office as provided by the Articles.
- 6.1.4 Notwithstanding anything in these Articles herein contained the first Council shall be the subscribers whose appointment shall expire at the close of the first Annual General Meeting.

Meeting of the Association

- 6.1.5 The Elected Councillors shall hold office for a term of three years (save as is hereinafter provided) and shall take office immediately following the Annual General Meeting at which they are declared elected and shall go out of office at the end of the third Annual General Meeting after the Annual General Meeting at which they were declared elected.
- 6.1.6 No Member shall be elected to the Council until he/she has indicated that he/she is desirous of becoming a Member of the Council. This desire shall be expressed in writing.
- 6.1.7 If the number of nominations for membership of the Council shall be less than the number of vacancies upon the Council then a casual vacancy or casual vacancies as the case may be shall be deemed to have arisen in relation thereto. If the number of Members nominated for election to the Council exceeds the number of vacancies on the Council to be filled, an election shall be conducted
- 6.1.8 Any casual vacancy among Elected Members of the Council shall be filled by the Council from among the Members provided always that any member of the Council so appointed shall hold office only until the next Annual General Meeting but shall be eligible for re-election at such meeting.

- 6.1.9 Candidates for election as Elected Councillors shall first be nominated in accordance with the following procedure. The Council not later than two months prior to the holding of an Annual General Meeting at which an Elected Councillor is to be elected shall by a notice to Members invite Members to nominate for consideration as potential candidates for election as an Elected Councillor. Any nomination must be made in accordance with Article 6.2.2.
- 6.1.10 (a) The number of Elected Councillors resident in any one state or territory of Australia must not exceed four.
(b) There shall be at least one Elected Councillor who is an Adult Medicine Consultant Physician, one who is a Consultant Paediatrician and one who is a Fellow of a Faculty or Chapter or Specialty Society of the Royal Australasian College of Physicians.
- 6.1.11 In addition to the circumstances in which the office of a Councillor becomes vacant by virtue of the Code, the office of a Councillor shall be vacated:
- (a) if he/she becomes of unsound mind or a person whose person or estate is liable to be dealt with in any way under the law relating to mental health;
(b) if he/she absents himself/herself from three consecutive Council meeting without special leave of absence from the Council and the Council resolves that his/her office be vacated;
(c) if his/her office be declared vacant by an ordinary resolution of two-thirds of the Members;
(d) if he/she ceases to be a Member; or
(e) if he/she resigns his/her office by notice in writing to the Association.
- 6.1.12 (a) Subject to the Articles and the Code, Councillors appointed at an Annual General Meeting shall hold office for three years.
(b) A Councillor whose period in office is to expire at the close of an Annual General Meeting is eligible for re-appointment at that meeting.

Appointment of Councillors by Members

- 6.2.1 The appointment of Elected Councillors by the Members shall be by election as provided in the Articles. For the purposes of conducting all elections of Elected Councillors the Secretary shall be the Returning Officer unless another Member is appointed to undertake this task by the Council.
- 6.2.2 No person (including a retiring Councillor) shall be eligible for election as a Councillor by the Members unless notice of his/her nomination has been given to the Secretary:
- (a) in the case of the election to be held at each Annual General Meeting, on or before 1 September in any year or such later time as the Council may permit in its absolute discretion; or
(b) in any other case, at least 21 days prior to the meeting at which the election is to be held or such shorter period as the meeting otherwise permits.

A nomination notice shall be signed by the nominator, the seconder and the nominee who shall all be financial Members. The nomination notice shall be substantially in the following form:

- 6.2.3 If the number of Members nominated for election to the Council does not exceed the number of vacancies on the Council to be filled, the Members so nominated shall, at the meeting concerned, be declared elected as Elected Councillors.