



## Constitution – 27 March 2017

### The Gemmological Association of Australian (NSW Division)

### Direct Voting - Clause

#### 20.2 Direct Votes

- (a) A Member who is entitled to vote at a General Meeting is entitled to vote by a Direct Vote, using the form prescribed by the Committee from time to time, which may include electronic means.
- (b) If sent by post or fax, the Direct Vote must be signed by the Member or by a Representative.
- (c) If sent by electronic transmission, the Direct Vote is to be taken to have been signed if it has been signed or authorised by the Member in the manner approved by the Committee.
- (d) The Direct Vote must be received by the Association at least forty-eight (48) hours before the time of the relevant General Meeting in order to be valid.
- (e) A Direct Vote is valid if it contains the following information:
  - (i) the Member's name and address, or any applicable identifying notations such as the Member's identification number or similar approved by the Committee or specified in the notice of meeting; and
  - (ii) the Member's voting intention on any or all of the resolutions to be put before the meeting.
- (f) A Direct Vote is valid unless the Association receives written notification changing the voting intention at least forty-eight (48) hours before the time of the relevant General Meeting.
- (g) The Chairperson's decision as to whether a Direct Vote is valid is conclusive.
- (h) A Member who has cast a Direct Vote is entitled to attend the meeting. The Member's attendance cancels the Direct Vote, unless the Member instructs the Association otherwise.
- (i) If a vote is taken at a meeting on a resolution on which a Direct Vote was cast, the Chairperson of the meeting must:
  - (i) on a vote by show of hands, count each Member who has submitted a Direct Vote for or against the resolution in accordance with their Direct Vote; and
  - (ii) on a Poll, count the votes cast by each Member who has submitted a Direct Vote directly for or against the resolution.