



Bylaws

Australasian Corrosion Association Inc.

ARBN 670 733 089

Version 2.0, approved by Board 24 Feb 2024

30A Jessie Street
Preston VIC 3072



ACA Bylaws

Table of Contents

1. Preamble	5
2. Vision / Mission of the Association	5
3. Values of the Association	5
4. Colours/Logos/Emblem of the Association	5
4.1. <i>Colours/Logo/Emblem of the Association</i>	5
4.2. <i>Implementation</i>	5
5. Definitions	6
6. Membership	6
6.1. <i>General</i>	6
6.2. <i>Membership Fees</i>	6
6.3. <i>Assignment to Branch</i>	6
6.4. <i>Individual Membership</i>	7
6.5. <i>Retired Membership</i>	7
6.6. <i>Corporate Membership</i>	7
6.7. <i>Student Membership</i>	7
6.8. <i>Honorary Membership</i>	8
6.9. <i>Life Membership</i>	8
6.9.1. <i>Election of Life Members</i>	8
6.9.2. <i>Criteria for Life Membership</i>	8
6.9.3. <i>Rights of Life Members</i>	8
6.10. <i>Resignation of Members</i>	8
6.11. <i>Discipline Procedure</i>	9
7. Branches and Divisions	9
7.1. <i>Purpose of ACA Branches</i>	9
7.2. <i>Operation of Branches</i>	9
7.2.1. <i>Branch Committees</i>	9
7.2.2. <i>Board Management of Branch Committees</i>	10
7.3. <i>Branch Responsibilities</i>	10
7.4. <i>Formation of Branches</i>	10
7.5. <i>Approved ACA Branches</i>	11



7.6.	<i>Branch Structure</i>	11
7.7.	<i>Dissolution of Branches</i>	11
8.	New Zealand Branch	11
8.1.	<i>Establishment of the New Zealand Branch</i>	11
8.2.	<i>Operation of the New Zealand Branch</i>	11
8.3.	<i>New Zealand Branch Finances</i>	12
9.	Technical Groups	12
9.1.	<i>Purpose of Technical Groups</i>	12
9.2.	<i>Operation of Technical Groups</i>	12
9.2.1.	Technical Group Membership	12
9.2.2.	Technical Group Committees	12
9.3.	<i>Technical Group Responsibilities</i>	13
9.4.	<i>Formation of Technical Groups</i>	13
9.4.1.	Executive Officer Management of Technical Group Committees	13
9.5.	<i>List of Technical Groups</i>	14
9.6.	<i>Dissolution of Technical Groups</i>	14
10.	Working Groups	14
10.1.	<i>Purpose of Working Groups</i>	14
10.2.	<i>Operation of Working Groups</i>	14
10.2.1.	Working Group Membership	14
10.3.	<i>Working Group Responsibilities</i>	14
10.4.	<i>Formation of Working Groups</i>	15
10.5.	<i>Dissolution of Working Groups</i>	15
11.	Young Corrosion Group	15
11.1.	<i>Purpose of the YCG</i>	15
11.2.	<i>Operation of the YCG</i>	15
11.2.1.	YCG Membership	15
11.2.2.	YCG National Steering Committee	15
11.3.	<i>YCG Responsibilities</i>	16
12.	Certification	16
12.1.	<i>ACA Corrosion Technician / Technologist Certification</i>	16
12.2.	<i>Changes to the Certification Scheme</i>	16
13.	Council	16
13.1.	<i>Purpose of the Council</i>	16
13.1.1.	Electoral College Role	16



13.1.2.	Information Conduit Role	16
13.2.	<i>Operation of the Council</i>	17
13.2.1.	Council Membership	17
13.2.2.	Council Meetings	17
14.	Council President and Vice Presidents	18
14.1.	<i>Role</i>	18
14.2.	<i>Appointment</i>	18
14.3.	<i>Eligibility</i>	18
15.	Public Officer	19
15.1.	<i>Appointment of Public Officer</i>	19
15.2.	<i>Role of the Public Officer</i>	19
16.	Nominations Committee	19
16.1.	<i>Purpose</i>	19
16.2.	<i>Responsibilities</i>	19
16.3.	<i>Composition and Operation</i>	20
16.4.	<i>Relationship to other ACA Governance Bodies</i>	20
17.	Election to the Board	20
17.1.	<i>Call for Nominations</i>	20
17.2.	<i>Nomination Process</i>	20
17.3.	<i>Criteria for Persons Nominating for the Board</i>	20
17.4.	<i>Assessment of Candidates</i>	21
17.5.	<i>Election</i>	21
17.5.1.	Councillors Eligibility to Vote	21
17.5.2.	Election Process	21
17.5.3.	Failure to Elect Directors	22
17.6.	<i>Skills Matrix</i>	22
17.7.	<i>Dates and Terms</i>	22
17.8.	<i>Timeline for Director Elections</i>	23
17.9.	<i>Appointment of Independent Directors</i>	23
17.10.	<i>Appointment of Casual Vacancies</i>	23
18.	Board Chair	24
18.1.	<i>Role</i>	24
18.2.	<i>Responsibilities</i>	24
18.3.	<i>Election of Board Chair</i>	24



18.4. <i>Removal of Board Chair</i>	25
18.5. <i>Term Limit</i>	25
18.6. <i>Board Vice Chair</i>	25
19. Proceedings / Responsibilities of the Board	25
19.1. <i>Purpose of the Board</i>	25
19.2. <i>Operation of the Board</i>	25
19.2.1. <i>Decision Making</i>	26
19.3. <i>Board Committees</i>	26
19.3.1. <i>Approved Board Committees</i>	26
19.4. <i>AGM/Annual report</i>	26
20. Executive Officer	26
20.1. <i>Executive Officer Appointment and Role</i>	26
20.2. <i>Delegations of Authority</i>	27
21. Awards of the Association	27
21.1. <i>Corrosion Medal</i>	27
21.1.1. <i>Award Criteria</i>	27
21.1.2. <i>Award Committee</i>	27
21.1.3. <i>Procedure</i>	27
21.2. <i>YCG Award</i>	27
21.2.1. <i>Award Criteria</i>	28
21.2.2. <i>Award Committee</i>	28
21.2.3. <i>Procedure</i>	28
21.3. <i>Technical Publication Awards</i>	28
21.3.1. <i>The David Whitby Best Review Paper Award</i>	28
21.3.2. <i>The Marshall Fordham Research Paper Award</i>	29
21.3.3. <i>The Arthur C Kennett Award</i>	29
21.3.4. <i>The Les Boulton Case Study Award</i>	29
21.4. <i>Other Awards</i>	29
22. Attendance at Meetings of Association	29
23. Changes to these Bylaws	29



1. Preamble

The Australasian Corrosion Association (ACA) is a non-political, not-for-profit organisation established for promoting the cooperation of academic, industrial, commercial and governmental organisations in relation to the dissemination of information on all aspects of corrosion and its prevention or control by promoting lectures, symposia, publications, training and other activities.

These Bylaws have been approved by the Board to enable the proper control, administration and management of the Association's affairs, operations, finances, interests, effects and property and are binding on all Members and have the same effect as the Constitution.

These Bylaws are subject to the Constitution of The Australasian Corrosion Association Incorporated, approved September 2014 and any amendments.

2. Vision / Mission of the Association

The Mission of the ACA is to lead in knowledge and management of corrosion for the benefit of society.

3. Values of the Association

The Values of the ACA are:

- Integrity.
- Informative.
- Diligent.
- Supportive.
- Innovative.

4. Colours/Logos/Emblem of the Association

4.1. Colours/Logo/Emblem of the Association

The colours of the association shall be red and green.

The motto of the Association shall be *Semper Tuens*.

The emblem of the Association shall be as depicted in Figure 1.



Figure 1: The emblem of the association

4.2. Implementation

The Executive Officer shall approve a style guide, defining the use of colours, emblem, branding etc. of the Association, which may include minor deviations from the those required by Bylaws where required for branding of various events, activities, or member groups (e.g. Technical Groups, branches, etc.) within the Association.



No member, or group of members, shall adopt alternative colours, emblem, branding etc. without approval of the Executive Officer.

5. Definitions

Words importing the singular include the plural and words importing the plural include the singular where the context permits.

The headings shall not affect the construction of these Bylaws.

The following definitions indicate the context in which terminology has been used specifically relating to these Bylaws.

- 'The Association' means the Australasian Corrosion Association incorporated.
- 'Board' means the governing body of the Association defined by Rule 10 of the Constitution.
- 'Consumer and Business Services' means the South Australian Government Agency responsible for administration of the Act.
- 'Council' means the body defined as in Rule 12 of the Constitution and Section 13 of these Bylaws.
- "In writing" or "written" means and includes printing or other means of representing or reproducing words in visible form and includes transmission by facsimile or by electronic mail.
- 'Member' means any member, or any Corporate Member Representative, of the Association.
- 'Month' shall mean a calendar month.

6. Membership

6.1. General

Membership to the ACA is open to any person or corporation who are interested in the control and mitigation of the effects of corrosion, and who wish to advance the mission and objects of the Association.

Application for Membership shall be via the process prescribed by the Executive Officer, who is empowered to accept or refuse membership.

Membership shall commence following acceptance of the membership application and receipt of payment of the first annual subscription.

Annual subscriptions are due from day of first application with payment to be made in advance of renewal.

6.2. Membership Fees

Membership fees/subscriptions for each category are set annually by the Board on advice of the Executive Officer.

Any changes to membership categories or membership fees proposed by the Executive Officer must be submitted to the Board for approval, including update of these Bylaws if applicable.

6.3. Assignment to Branch

All members of the ACA are assigned to a single Branch upon admission to membership.

A Corporate Member may have representatives enrolled in separate Branches up to its permitted number of representatives.

Any Member (or Corporate Member representative) enrolled within a Branch who wishes to be transferred to another Branch may apply to the Executive Officer to be transferred to their preferred Branch.



A Member enrolled with any Branch, shall be entitled to participate in discussive proceedings or activities of any other Branch as if they were enrolled as a member in that Branch. The Member shall not be extended the right to vote on any motion or resolution of that other Branch.

6.4. Individual Membership

Individual Membership applies to singular persons who have applied for Membership.

An Individual Membership cannot exist in tandem with any other Membership.

6.5. Retired Membership

Retired Membership is open to members who wish to retain their involvement with a Branch after retirement from full-time employment within the corrosion industry.

Retired members enjoy the rights and privileges of voting within Branches and the Association as per an individual member.

Retired members may receive other benefits as determined by the Executive Officer from time to time.

Appointment to this membership class requires support of both the Executive Officer and the Member's Branch Committee.

6.6. Corporate Membership

The following grades of Corporate Membership shall be offered:

- Diamond – Up to 30 representatives
- Platinum – Up to 12 representatives
- Gold – Up to 8 representatives
- Silver – Up to 5 representatives
- Bronze – Up to 3 representatives

A Corporate member can change its representatives once annually, except in the case where the representative ends employment with the Corporate Member (in which case a new representative can be nominated).

Each Corporate Member Representative enjoys the rights and privileges of voting within Branches and the Association as per an individual member.

The various levels of Corporate Membership and corresponding representatives are determined by the Executive Officer and approved by the Board in these Bylaws.

6.7. Student Membership

Student Membership is offered to full-time students or part-time students, not in full-time employment.

Student membership is offered to any secondary or tertiary student, including research students (masters and PhD programs).

Members must provide evidence of their current enrolment status and institution of enrolment to the Association annually.

Student members cannot vote at meetings of the Association of Branch.

Student members may receive other benefits as determined by the Executive Officer from time to time.



6.8. Honorary Membership

Honorary members enjoy the rights and privileges of voting within their local Branches as per an individual member.

There is no current process to elect or appoint new Honorary Members.

6.9. Life Membership

6.9.1. Election of Life Members

The Awarding of Life Membership shall be determined by the ACA Council.

The ACA Council may prepare (and approve) guidelines regarding nominations, such as the type of information required to support an application, that comply with these Bylaws.

Nomination of a candidate for Life Membership shall be the right of any Branch of ACA. The Nominee may be a member of the nominating Branch or any other Branch of the Association.

The Nominee shall be a financial Member of the Association at the time of nomination or a member within the previous financial year of the Association.

Nominations and supporting evidence shall be compiled and forwarded to the Executive Officer by 31st July annually.

A Committee consisting of Branch Presidents, the Council President (who is chairperson of the committee) and the Executive Officer will consider the applications and provide a recommendation to the ACA Council for its consideration by 30 September annually.

6.9.2. Criteria for Life Membership

The conditions for election to Life Membership are as follows:

- a) Life Membership is awarded for outstanding service over an extended period to the Australasian Corrosion Association, either via a Branch or Branches, the ACA Council, the Board (or one of its committees), a Technical Group, or other involvement.
- b) The service of a long-time member of a Branch Committee and/or of Council is not sufficient to warrant nomination unless this service has been far in excess of that normally expected of a person occupying a Branch or Council "office".
- c) Life membership has no direct relation with a member's retirement from active employment in the corrosion field.
- d) Life Membership is awarded only as agreed by Council in response to nominations.

6.9.3. Rights of Life Members

Life members enjoy the rights and privileges of voting within Branches and the Association as per an individual member.

Life members may receive other benefits as determined by the Executive Officer from time to time.

6.10. Resignation of Members

A Member may tender their resignation in writing to the Executive Officer advising of the date of termination of membership.

Any outstanding debt incurred from the period as a Member must be remunerated to the Association and the Association reserves the right to pursue outstanding monies from a resigning Member.



If a Member resigns part-way through their subscription year, there is no refund of their membership subscription.

6.11. Discipline Procedure

Members may be expelled from or suspended from the Association if they fail to comply with the frameworks of the Constitution and the Bylaws. The circumstances in which the Board will expel a Member has:

- Refused to or neglected to comply with a provision or with provisions of the Constitution, and/or;
- Persistently and wilfully acting in a manner prejudicial to the interests of the Association.

Acting in a manner prejudicial to the interests of the Association includes (but is not limited to):

- Failing to act in good faith in relation to the pursuits and objective of the Association.
- Intentional theft or damage of Association's property.
- Profiting from business activity that is inconsistent with the Association's Code of Conduct and Privacy Policy.
- Acting in a manner that is prejudicial to the Association's good standing or reputation.

Disciplinary actions will be conducted under the rules set out in Section 9 of the Constitution. Disciplinary actions may be expanded upon to meet the conditions of the disciplinary action.

7. Branches and Divisions

7.1. Purpose of ACA Branches

The Branches are the central driver of the Association's member activities.

The purpose of the Branches is to advance the ACA's vision, objectives and agenda amongst its membership and the public. This includes local engagement with its Members through hosting events and activities that are consistent with and adherent to the ACA's publicly stated goals. Branches provide a continuous forum for the development of Member networks and the professional goals of individual and corporate members of the ACA, as well as the sharing and distribution of information related to the ACA's vision and objectives.

Branches contribute to the Association's governance via contribution to the ACA Council.

7.2. Operation of Branches

The Executive Officer will approve a Branch Charter, complying with these Bylaws, setting out the processes, activities, and responsibilities of a Branch.

7.2.1. Branch Committees

Voting members of each Branch will appoint a Branch Committee annually. The minimum branch executive roles after 1 February 2025 include:

- President (who shall also act as a Councillor in accordance with Bylaw 13.2.1).
- Vice President;
- Secretary;
- Branch YCG Coordinator (who will also represent the Branch on the YCG Steering Committee in accordance with Bylaw 11.2.2).
- Other Branch Committee Officers, as required by the Branch Charter.
- Other Committee members, as required/allowed by the Branch Charter.

The President and Vice President shall be elected for 2-year terms, with all other Committee members being elected annually.



By at least 1 February 2025 if not before, each Branch will also annually elect one of the Immediate Past President, Vice President, Secretary, or the Branch YCG Coordinator to act as a Councillor in accordance with Bylaw 13.2.1.

No member may serve as an ACA Councillor for more than six consecutive years after 1 February 2025, except that a member appointed to the role of Branch President will be permitted to serve as Councillor in excess of six years, during their tenure as Branch President

7.2.2. Board Management of Branch Committees

Where the Board is satisfied that a Branch Committee has:

- failed to provide good governance of the Branch affairs (in line with these Bylaws); or
- repeatedly failed to comply with these Bylaws or any other reasonable direction of the Board or Executive Officer;

the Board may take temporary control of a Branches affairs by:

- suspending any Branch Committee member or officer; and/or
- appointing a member to fill a vacancy in any office of the Branch Committee, including those created by member suspension.

Before taking control of Branch affairs, the Board must consider what steps the Branch members have taken to address and remedy any difficulties underlying the failure.

7.3. Branch Responsibilities

Branches must at a minimum:

- Hold an annual committee election in March each year to establish the coming year's Branch Committee and advise the Executive Officer of the outcomes by the end of March.
- Prepare an annual plan of events and activities (including budget) from January to December each year to be submitted to the Executive Officer by the end of November prior.
- Organise and deliver events and activities with a lead time of at least 4 weeks to allow for effective organisation and marketing of the event and maximise attendance.
- Prepare and provide event reports and content for communication to members.
- Communicate with new Branch members and welcome them to the ACA community.
- Identify potential new members and refer or work with ACA staff to encourage their joining the ACA.
- Prepare an annual activity report and/or impact statement by the end of March of each year regarding the Branch's activities throughout the calendar year to be incorporated into the ACA's Annual Report.

7.4. Formation of Branches

The Association shall have Branches in such locations as determined by the Board.

Any Member, group of Members, or Branch of the Association may make endeavours towards the formation of a new Branch.

The Board will consider an approach from a group of no less than 20 persons who are existing, or eligible to become, voting Members of the Association as being an admissible endeavour for formation of a Branch. The Board may require that the new Branch formed be considered as a Division of an existing Branch. The Board may determine if a Division has reached the status in which it must transition to a Branch independent of other Branches and Divisions.

If approved by the Board, any new Branch must be formed in conjunction and compliance with these Bylaws and the Branch Charter.



7.5. Approved ACA Branches

The ACA Board has approved the following Branches:

- New South Wales
- New Zealand (refer Bylaw 8)
- Newcastle
- Queensland
- South Australia
- Tasmania
- Victoria
- Western Australia

7.6. Branch Structure

With approval of the Executive Officer, a Branch Committee may establish Divisions within any grouping of its Members in its area of jurisdiction. Divisions are to be established where geographical boundaries, differing objectives, and divested interests of a Branch necessitate a divisional status representing different subsections of the Branch itself.

A Division shall have sufficient Members to operate as a viable independent group, and shall be bound by the Constitution, Bylaws, and Branch Charter.

The Executive Officer shall approve the Branches method of management of - and delegation to - the Division in compliance with these Bylaws. The Branch retains responsibility for the activities and performance of the Division, including its financial, administrative, and governance activities.

The Executive Officer or Board can choose to dissolve or amalgamate the Division as per the obligations and activities of the Branch.

7.7. Dissolution of Branches

At any time that the number of affiliated Members is no longer adequate for satisfactory working as a Branch (minimum 30 voting members), the Board may dissolve the Branch via notice to the members and update of the Bylaws.

Prior to dissolution of a Branch, the Board will conduct appropriate consultation with the impacted Members.

If a Branch is dissolved, its Members shall be reassigned to the Branch of their choice.

8. New Zealand Branch

8.1. Establishment of the New Zealand Branch

The "Australasian Corrosion Association NZ Branch Incorporated", registered as an Incorporated Society in New Zealand in 1962 (Registration number: 221840) (NZBN number: 9429042590224) and as a charity in New Zealand in 2009 (Registration number: CC42875) has been established to act as the New Zealand Branch of the Association.

8.2. Operation of the New Zealand Branch

The New Zealand Branch and its Members are subject to the provisions of the Constitution of *The Australasian Corrosion Association Incorporated* and these Bylaws, as well as the *Rules of the Australasian Corrosion Association, New Zealand Branch, Incorporated*.

Except where it is in conflict with the *Rules of the Australasian Corrosion Association, New Zealand Branch, Incorporated*, the New Zealand Branch will be subject to the provisions of the Branch Charter.



8.3. New Zealand Branch Finances

At quarterly intervals the New Zealand Branch Treasurer shall provide to the Executive Officer a summary of the income and expenditure for the Branch for the previous quarter and a statement of assets of the Branch in the format prescribed by the Executive Officer.

Not later than the 28th day of March the New Zealand Branch Treasurer shall forward to the Executive Officer an annual statement of Receipts and Disbursements and a Balance Sheet made up in each case to the 31st day of December of the year previous showing the financial position of the Branch at that date. Such statement and balance sheet shall be duly certified as correct by the Branch Auditors.

9. Technical Groups

9.1. Purpose of Technical Groups

The purpose of a Technical Groups is to advance the ACA's vision, objectives and agenda, via groups of members with shared technical interests and experience. Technical Groups are expected to encapsulate members from many Branches, rather than be a focus of a sole location.

Technical Groups provide a forum for the development of Member networks, as well as the sharing and distribution of information related to the technical interests of ACA Members. Technical Groups provide technical advisory knowledge to their Branches, the ACA, and the wider corrosion community.

9.2. Operation of Technical Groups

The Executive Officer will approve a Technical Group Charter, complying with these Bylaws, setting out the processes, activities, and responsibilities of each Technical Group. Each Technical Group Charter will list the Standards Committee roles which the Technical Group is responsible to manage.

9.2.1. Technical Group Membership

Membership of each Technical Group is open to any member of the ACA.

Technical Group members are entitled to elect Technical Group Committees, who will manage the functions of the Technical Group.

Technical Group Members may attend meetings of the Technical Group Committee and make submissions with respect to any activities of the Technical Group.

9.2.2. Technical Group Committees

Members of each Technical Group will appoint a Technical Group Committee annually. The minimum Technical Group executive roles include:

- Chair.
- Vice Chair.
- Communications/Secretary.
- Standards Committee Representative for each associated Standard Committee (or similar, and where applicable).
- Other Officers, as required by the Technical Group Charter.
- Other Committee members, as required/allowed by the Technical Group Charter.

The Chair, Vice Chair and any Standards Committee Representative shall be elected for 2-year terms, with all other Committee members being elected annually.



9.3. Technical Group Responsibilities

Technical Groups must at a minimum:

- Hold an annual committee election in March each year to establish the coming year's Technical Group Committee and advise the Executive Officer of the outcomes by the end of March.
- Prepare an annual plan of events and activities from January to December each year to be submitted to the Executive Officer by the end of November prior.
- Organise and deliver events and activities with a lead time of at least 8 weeks lead time to allow for effective organisation and marketing of the event and maximise attendance.
- Prepare and provide event reports and content for communication to members.
- Where applicable, identify and nominate ACA members for positions on standards committees or other similar, related bodies.
- Where applicable, provide a forum for members of the Technical Group to comment on standards, such that the Technical Group Standards Committee Representative can represent the ACA's position regarding standards.
- Prepare an annual activity report and/or impact statement by the end of March of each year regarding the Technical Group's activities throughout the calendar year to be incorporated into the ACA's Annual Report.

9.4. Formation of Technical Groups

Any Member, or group of Members, of the Association may make endeavours towards the formation of a new Technical Group by application to the Executive Officer.

If the proposed Technical Group is related to the purpose of an existing Technical Group, the Executive Officer will consult with the members of both groups to determine if the groups interests can be conducted under the charter of the existing Technical Group.

Creation of a Technical Group will occur when the Executive Officer approves a Charter for that Technical Group setting out the operation (appointing members, purpose, processes, activities, and responsibilities) of the Technical Group. The Executive Officer will assign the appropriate resources where necessary to develop a new charter to support operations of Technical Groups.

The creation of Technical Groups require approval from the Board via update of these Bylaws. This approval will occur following consultation with the Executive Officer over its viability.

9.4.1. Executive Officer Management of Technical Group Committees

Where the Executive Officer is satisfied that a Technical Group Committee has:

- failed to provide good governance of the Technical Group affairs (in line with these Bylaws); or
- repeatedly failed to comply with these Bylaws or any other reasonable direction of the Board or Executive Officer

the Executive Officer may take temporary control of a Branches affairs by:

- suspending any Technical Committee member or officer; or/and
- appointing a member to fill a vacancy in any office of the Technical Group Committee, including those created by member suspension.

Before making taking control of Technical Group affairs, the Executive Officer must consider what steps the Technical Group members have taken to address and remedy any difficulties underlying the failure.



9.5. List of Technical Groups

The ACA Board has approved the following Special Interest Groups:

- Water and Wastewater Technical Group.
- Oil and Gas Technical Group.
- Concrete Structures Technical Group.
- Applicator Technical Group.
- Coatings Technical Group
- Defence.
- Cathodic Protection (Australian Electrolysis Committee).

9.6. Dissolution of Technical Groups

At any time that the number of affiliated Members is no longer adequate for satisfactory working of a Group, the Board may dissolve the Group via notice to the members and update of the Bylaws.

Prior to dissolution of a Group, the Board will conduct appropriate consultation with the impacted Members.

10. Working Groups

10.1. Purpose of Working Groups

The purpose of Working Group is to advance the ACA's vision, objectives and agenda, via groups of members with shared technical interests and experience. Working Groups are expected to encapsulate members from many Branches, rather than be a focus of a sole location.

Working Groups provide a forum for the development of Member networks, as well as the sharing and distribution of information related to the technical interests of ACA Members. Working Groups perform a short-term interest, task, or activity, which advances the objectives of the ACA, and is time-bound by its charter.

10.2. Operation of Working Groups

The Executive Officer will approve a Working Group Charter, complying with these Bylaws, setting out the membership, purpose, processes, objectives, activities, responsibilities, and timeframe (include date of termination) of each Working Group.

10.2.1. Working Group Membership

Membership of each Working Group will be as designated by the Working Group charter. The minimum Working Group roles include:

- Chair.
- Vice Chair.
- Secretary.
- Other Committee members, as required.

Members shall serve for the duration of the Working Group. Where a casual vacancy exists, it can be filled by the Executive Officer.

10.3. Working Group Responsibilities

Working Group's must at a minimum:

- Perform any activities as designated by their Charter; and



- Prepare an annual activity report and/or impact statement by the end of March of each year (or upon completion of the Working Group's activities in line with its Charter) regarding the Working Group's activities throughout the calendar year to be incorporated into the ACA's Annual Report.

10.4. Formation of Working Groups

Any Member, or group of Members, of the Association may make endeavours towards the formation of a new Working Group by application to the Executive Officer.

If the proposed Working Group is related to the purpose of an existing Working Group or Technical Group, the Executive Officer will consult with the members of both groups to determine if the groups interests can be conducted under the charter of the existing Working Group or Technical Group.

Creation of a Working Group will occur when the Executive Officer approves a Charter for that Working Group.

10.5. Dissolution of Working Groups

Working Groups will terminate as determined by their Charter.

At any time that the number of affiliated Members is no longer adequate for satisfactory operation of a Working Group, the Executive Officer may dissolve the Group. Prior to dissolution of a Group, the Executive Officer will conduct appropriate consultation with the impacted Members.

11. Young Corrosion Group

11.1. Purpose of the YCG

The Young Corrosion Group (YCG) is an association of members established to provide a forum for professional interaction, support and networking for new and young corrosion industry personnel. The objective of YCG is to attract and retain new and young personnel to the ACA and provide opportunities for the development and engagement of future generations of ACA members.

11.2. Operation of the YCG

The Executive Officer will approve a YCG Charter, complying with these Bylaws, setting out the processes, activities, and responsibilities of YCG, including the Branch YCG Coordinators and the YCG National Steering Committee.

11.2.1. YCG Membership

All Members of the ACA under the age of 35 are automatically members of the YCG.

11.2.2. YCG National Steering Committee

The YCG National Steering Committee, consisting of each Branch YCG Coordinator (appointed in accordance with 7.2.1), will act to coordinate activities of the YCG in Branches and nationally.

The YCG National Steering Committee will include the following roles:

- Chair.
- Vice Chair.
- Secretary.
- Other Committee members.



11.3. YCG Responsibilities

The YCG will provides a range of programs and services that enhance the value of ACA membership.

- Professional and personal development presentations, workshops and seminars.
- Generational exchange activities (senior personnel networking with young personnel).
- Networking and social events.
- Opportunities for young personnel to have a voice in their professional association.

The YCG must, at a minimum:

- Prepare an annual plan of events and activities from January to December each year to be submitted to the Executive Officer by the end of November prior.
- Organise and deliver events and activities with a lead time of at least 8 weeks lead time to allow for effective organisation and marketing of the event and maximise attendance.
- Prepare and provide event reports and content for communication to members.
- Where applicable, provide a forum for members of the YCG to comment on issues affecting the industry and their engagement.
- Prepare an annual activity report and/or impact statement by the end of March of each year regarding the YCG's activities throughout the calendar year to be incorporated into the ACA's Annual Report.

12. Certification

12.1. ACA Corrosion Technician / Technologist Certification

The ACA has a Certification Scheme for Corrosion Technicians and Technologists.

These Bylaws will be updated to included details of the scheme in a future edition.

12.2. Changes to the Certification Scheme

Changes to the Certification Scheme require approval of the ACA Board.

13. Council

13.1. Purpose of the Council

The principal governance role of the Council is to elect Board members.

In addition, the Council shall provide a conduit for the exchange of information between industry, the Branches and the Association, and shall provide a mechanism through which views regarding issues facing the industry can be shared between the Branches.

13.1.1. Electoral College Role

The Council acts as the electoral college of the ACA in accordance with Section 17 of these Bylaws.

13.1.2. Information Conduit Role

The Council serves to provide a conduit for the exchange of information between the Branches and ACA management, and a forum for discussion around key issues affecting members.

In addition, the Council acts a representative body of members who may be called on by the Board to provide:

- Advice to the ACA Board on issues affecting the industry and the implications these carry for the services which the Association should be offering members and the wider industry.



- A sounding board for discussion on strategic issues that impact on the corrosion mitigation sector.
- A mechanism through which the Board's views regarding issues facing the industry can be shared with Branches.

13.2. Operation of the Council

The Board may approve a Council Charter, complying with these Bylaws, setting out the operational processes of the Council.

13.2.1. Council Membership

The Council shall consist of:

- A President, Vice President, and Junior Vice President (appointed by the Board in accordance with Section 14 of these Bylaws).
- Two Councillors from each Branch (appointed by the members annually in accordance with Section 7.2.1 of these Bylaws).
- The Public Officer (appointed by the Board in accordance with Section 15 of these Bylaws).

The Executive Officer and Board Chair will be invited to attend all Council meetings. At the request of the Council President, the Board Chair will leave any meeting for discussions associated with the election of Board members.

The Council may exercise any of its powers and functions notwithstanding that any appointments to its membership may not at any time have been made and notwithstanding any vacancy amongst its members.

In the event of a Council member being unable for any reason to attend a Council meeting, the Branch who appointed them to the Council may, by writing to the Council President, appoint an alternate to act in their stead. Such alternate shall have all the powers and rights vested in the Council member for whom they act as alternate, except to act as Chairperson of the meeting. Alternates are not available for the Council President, Vice President, Junior Vice President, or Public Officer.

In the event of a casual vacancy occurring in the Council, the vacancy shall be filled by the Branch or Board making the original appointment which has become vacant, and the Council member so appointed shall hold office for the unexpired term for which the Council member's predecessor was appointed.

If a Councillor is elected as a Board member, that person must stand down as a Councillor.

13.2.2. Council Meetings

The Council shall meet at least three times per year, and more frequently if required. Council meetings shall be at a time and place as scheduled by the Council President.

The President shall give no less than 14 days' notice of the time and place of each Council Meeting and of the business to be transacted at the meeting. The accidental omission to give notice of a meeting to, or the nonreceipt of notice of a meeting by, any Council member shall not invalidate the proceedings at any Council Meeting.

At a Council Meeting the President if present, or in the President's absence a Vice President, and in their absence a member of the Council chosen by those present, shall preside as Chair at that meeting.

Quorum of the Council is one half of the members provided that there is representation from two thirds of the Branches. Quorum will be reduced proportionally to account for any vacancies.

The Executive Officer shall ensure that minutes of every Council meeting are kept and that copies of the minutes are provided to every Council member and to each member of the Board.



14. Council President and Vice Presidents

14.1. Role

The President is the Association member responsible for effective operation of the Council and its governance and communication responsibilities, including:

- Chairing the Council as required by Section 13 of these Bylaws.
- Chairing the Nominations Committee, as required by Section 16 of these Bylaws.
- Mentoring the Council Vice Presidents.

The Vice President and Junior Vice Presidents role is to support the Council President in their duties and provide succession planning over a three-year period.

The roles of the President and Vice Presidents will be to represent all Members. They cannot act as representatives of their respective Branches at the Council.

A Position Description for Council President and Vice Presidents shall be approved by the Board.

14.2. Appointment

The Council President and Vice President will be appointed by the Board for a term of 12 months. It is expected that the Vice President will be appointed to President, and the Junior Vice President be appointed to Vice President, in each year, providing a continuation of service over three years.

By 31 October each year, the Council will advise the Board of:

- A suitable member candidate for the appointment to the position of Junior Vice President.
- Confirmation that the current Junior Vice President is suitable and willing to be appointed Vice President, and the current Vice President is suitable and willing to be appointed President.

The Board will review the suitability and eligibility of candidates and appoint the proposed candidates at its discretion.

Procedures for identification and nomination of Council President and Vice Presidents shall be approved by the Board.

14.3. Eligibility

The President and Vice Presidents must be ACA members in good standing, drawn from separate Branches. Candidates will preferably have had previous experience as a Council Member or a Board Member of the Association.

The Council President and Vice Presidents cannot:

- Hold the office of either Branch President or Vice President or Branch Councillor (but may be members of their Branch Committee).
- Be the ACA's public officer.
- Hold a position on the ACA Board.
- Be the Executive Officer or a paid member of ACA staff.



15. Public Officer

15.1. Appointment of Public Officer

The Board shall appoint a Public Officer as required by the Associations Incorporation Act (SA) 1985 (the Act), who will hold this role until removed by the Board.

The Public Officer shall be a financial member of the Association and reside in South Australia.

The Association Secretary shall be responsible for providing notice of the appointment to meet the requirements of South Australian Consumer and Business Services (SACBS).

The Public Officer is allowed to hold any other office in the Association except that of Auditor, or any other Council role (i.e. Branch President or Vice President, Council President or Vice President).

15.2. Role of the Public Officer

The Public Officer has no right of authority over the management of the Executive Officer or staff of the Association.

The Act provides that the Public Officer is the key point of contact between SACBS and the Association, and any notices or other document can be served on the Association by serving it on its Public Officer. The Public Officer is required to forward any notices or other documents received from SACBS to the Executive Officer immediately upon receipt.

16. Nominations Committee

16.1. Purpose

The Nominations Committee is to provide advice to the Council and Board on matters relating to the composition and structure of the Board and its Committees, including succession planning. As this Nominations Committee has not been established as at the date of implementation of these Bylaws, the Board may in its discretion defer establishing the Nominations Committee to permit time for providing notice of its role and refine the process of its establishment in order to optimise its success.

16.2. Responsibilities

The Nominations Committee is responsible for the following:

- In conjunction with the Governance Committee, assessing what the necessary and desirable skills and competencies are for board members, and the extent to which they are currently represented on the Board.
- Seeking out potential candidates for the Board from amongst the membership, ahead of their consideration and election of candidates by the Council.
- Assessing potential candidates against the necessary and desirable skills and competencies for board members.

The Nominations Committee shall assess the suitability of candidates against skills and competencies requirement criteria provided by the Board (Bylaw 17.6) and the eligibility criteria set out in these Bylaws (Bylaw 17.3) and provide an opinion regarding whether each candidate meets these requirements or otherwise.

As part of this assessment, the nominations Committee must meet with all candidates in person or electronically.

Whether the candidate has applied independently or was identified by the Nominations Committee, the Nominations Committee must consider all candidates which apply for any Board or Committee position equally and without prejudice.



The role of the Nominations Committee is not to recommend a preference for a particular candidate(s) outside of assessment against criteria described herein.

16.3. Composition and Operation

The Nominations Committee shall consist of:

- The President and Vice Presidents of the Council;
- The Board Chair; and
- The Chair of the Board's Governance Committee.

If either the Board Chair or Chair of the Board's Governance Committee are facing re-election within the next 12 months and they are eligible to renominate for the Board, their Nominations Committee position will pass to an independent (non-member) Director or, if there is no independent Director, the longest standing Director who is not also facing re-election.

The Council President will Chair the Committee.

The Executive Officer may attend Committee meetings.

The Nominations Committee may, at its discretion, call on or invite other members (including Directors and Councillors) or external advisors, as required to carry out its responsibilities.

The Nominations Committee shall meet at least two times per year, and more frequently if required.

16.4. Relationship to other ACA Governance Bodies

Nominations Committee minutes will be provided to the Board for noting.

The Nominations Committee will provide a written and verbal report to Council, related only to candidates nominated for the Board, one month ahead of any election of Directors.

The Nominations Committee will also provide reporting to Board Committees on nomination matters which may have been delegated to it, or which are relevant to those bodies. These reports may be verbal.

17. Election to the Board

17.1. Call for Nominations

The Council President and Board Chair shall call for nominations from members of the Association for election to Board membership in such a manner as the Board determines from time to time. This clause does not apply to persons appointed by the Board to fill casual vacancies or to independent Board members.

17.2. Nomination Process

Nominations must be made and seconded by a member of the Association and shall be accompanied by a nomination form and a statement signed by the candidate describing their relevant skills, qualifications and attainments which make them fit for election.

The nominations shall be made to the President of the Association and sent to the Association Secretary. The President shall forward to every Council member the nomination and candidate statements of every person nominated.

17.3. Criteria for Persons Nominating for the Board

To be eligible to be a Director, a member must meet the following requirements:



- Be at least 18 years of age.
- Have the skills, knowledge and experience needed to comply with the governance requirements of Australian Charities and Not-for-profit Commission.
- Consent in writing to taking on the role and responsibilities of a director.
- Not be on the ASIC register of banned directors.
- No Board member may be an employee of the Association.
- Have been a financial member of the Association for at least 12 months prior to nomination.

In addition, each nominee should:

- have an understanding of and commitment to the objects of the Association;
- have a knowledge and understanding of the obligations of Board members under the Associations Incorporation Act (SA) 1985, the Australian Charities and Not-for-profit Commission Act (Cth) 2012 and other relevant legislation;
- ensure that they are in a position to allocate the time required of them to fulfil their role as a Board member; and
- possess appropriate qualifications, expertise and/or experience as the Board from time to time determines is necessary or desirable.

17.4. Assessment of Candidates

Following due diligence by the Nominations Committee (in accordance with Bylaw 16), the Council will determine in its absolute discretion whether a person satisfies the criteria contained in Bylaw 17.3 and has the skills and competencies requirement criteria provided by the Board (Bylaw 17.6).

Council members are expected to:

- Consider the performance of the Board, and the recommendations of the existing Board and the Nominations Committee.
- Identify and introduce to ACA governance, appropriate new members to carry out Board roles when required.
- Cast ballots for Board members in a spirit that reflects the appointment of the best possible Board, rather than a Board which has 'representatives'.

17.5. Election

17.5.1. Councillors Eligibility to Vote

Council members will be excluded from voting on an election if:

- That Council member has nominated for election to the Board;
- That Council member is employed by the same organisation as a nominee for election to the Board; or
- The Council considers that another material or perceived conflict of interest is sufficient to prohibit voting.

A Branch may appoint an alternate Councillor where permitted by Bylaw 13.2.1.

17.5.2. Election Process

If the number of nominees who satisfy the criteria contained in Bylaw 17.3 is equal to the number of vacancies on the Board, the nominees will be deemed appointed into the vacancies without an election process.

If the number of nominees exceeds the number of vacancies on the Board, election of directors will be performed by secret ballot of the Council.



The Association Secretary will prepare a paper or electronic ballot process showing the names of all candidates and the Council members shall mark against the number of names for which there are vacancies in a secret ballot. The ballot process will cater for both in person and online voting.

A ballot order draw will be held, attended by the Executive Officer and one member of Council and facilitated by the Association Secretary. The order in which names of nominees are drawn will be the order in which names appear on the ballot.

The Council shall appoint two persons to scrutinise the counting of the ballots, and they shall report to the President in the open meeting the result.

The outcome from highest to lowest will be matched against the available positions on the board until all vacancies are filled. If there is a tie between two candidates for a single vacancy, the Council shall hold a second ballot between the candidates who tied to determine who will fill this vacancy.

If the appointment of any candidate would cause Section 10.2b of the Constitution to be broken, the next highest polling candidate shall be elected.

The successful nominees will be appointed into the vacancies by Council.

17.5.3. Failure to Elect Directors

Once the election process has been completed, if there remains a vacancy for whatever reason, there will be a further call for nominations process to fill the vacancy, with the election to be scheduled within 2 months. If a vacancy persists after a second call for nominations, the Board may appoint a member to fill this casual vacancy.

17.6. Skills Matrix

The Board shall maintain a skills matrix showing:

- the collective governance skills required to effectively govern the Association. This skill set shall be reviewed by the Board against best practice from time to time;
- the skills set of Board members who are not up for election; and
- the skills gaps with respect to the skills needed in Board members who are to be elected. The Skills Matrix received from the Board will provide advice to Council on the right mix of competencies needed for the effective governance of the Association.

17.7. Dates and Terms

The election will be held annually in November, with the date of the election will be determined by the Board Chair and the Council President.

The term of a member Director will commence on 1 December following the election.

A Director elected to the Board will be subject to re-election after a maximum of three years continuous service.

A Director may serve a maximum of nine years continuous service and must then step down from the Board for at least one year before being eligible for re-election to the Board.



17.8. Timeline for Director Elections

The timeline for the election process will be as per Table 1.

Table 1: Timeline for Director Election

Matter	Timing	Responsibility
Election materials finalised	At least 11 weeks prior to election	Association Secretary, Council President, Board Chair
Distribute Call-For-Nomination materials	At least 10 weeks prior to election	Association Secretary
Nomination period	At least 4 weeks	
Skills Matrix updated		Nominations Committee, Governance Committee
Due diligence conducted on nominees – Refer Bylaw 16	Once nominations have been received	Nominations Committee, Council President, Board Chair, Association Secretary
Valid nominations sent to branches, along with skills matrix and Nominations Committee due diligence report	At least 4 weeks prior to election	Council President, Association Secretary
Branch meetings held to review nominations		Branch Presidents
Meeting papers distributed to Council	At least 2 weeks prior to election	Association Secretary
Electoral College Meeting held		Council President, Board Chair, Association Secretary, Councilors
Successful nominees advised	Within 10 days of election	Council President
Non-successful nominees advised	Within 10 days of election	Council President

17.9. Appointment of Independent Directors

The Board may appoint, by resolution of the Board, up to two independent Board members who have capabilities to fill gaps in the expertise of the elected members which the Board may perceive. The use of the Board Skills Matrix, as outlined in Section 17.6, will apply to the selection of independent Directors also.

Once the skills gap is identified, the Association Secretary will arrange for a public call for an independent Director. Due diligence will be conducted on the pool of candidates to ensure they meet the fit and proper persons criteria as outlined in Section 17.6, including, but not limited to, an interview process.

Independent Directors may be appointed to the Board for a period of up to two years before reappointment and may not serve for a period of longer than six years consecutive years.

17.10. Appointment of Casual Vacancies

If a member Director finishes their appointment prior to the end date of their appointment, the Board may fill the position by way of a casual vacancy appointment in accordance with the process detailed in Table 2.

Table 2: Process for appointment of casual vacancy

Matter	Timing	Responsibility
Advise Council and Nominations Committee of the vacancy and the		Board Chair



intention for the Board to fill the vacancy		
Call for Nomination materials finalised		Association Secretary, Board Chair
Post Call for Nominations materials		Association Secretary
Council advises Branches of call for nominations		Council President
Nomination period	At least 2 weeks	
Due diligence conducted on nominees, including shortlist and interview candidates	Once nominations have been received	Governance Committee, Nominations Committee, Association Secretary
Recommendation to the Board the appointment to fill the casual vacancy		Governance Committee
Board appoints nominee up to the next Electoral College Council Meeting		Board
Successful nominees advised	Within 5 days of resolution	Association Secretary
Non-successful nominees advised	Within 10 days of resolution	Association Secretary

18. Board Chair

18.1. Role

The Board Chair is appointed by the Board annually, following the Electoral College Council Meeting, to lead the Board, liaise with Council and manage the Executive Officer.

18.2. Responsibilities

The responsibilities of the board chair shall be documented in the Board Charter.

18.3. Election of Board Chair

At the first meeting of the board following the Electoral College council meeting, the previous Chair opens the board meeting and hands over to the Secretary to run the election process. If the previous Chair is no longer a current Director, the Association Secretary will open the meeting and then commence the election process.

The Association Secretary will call for nominations from the meeting for the role of ACA Board Chair for a term of up to the first board meeting following the next Electoral College council meeting:

- The Association Secretary asks the meeting for nominations.
- Directors may nominate themselves for the role of Board Chair, or alternatively a Director may nominate another Director for the role of Board Chair.
- If a Director is nominated by another, the Association Secretary will confirm if the nominee accepts the nomination.
- The Secretary continues the calls until there are no further nominations from the meeting.
- If at this stage there is only one nomination for Board Chair, that Director is confirmed in the role up to the first board meeting following the Electoral College council meeting by way of a board resolution. The meeting continues with the new chair taking charge of the meeting.
- If at this stage there are two or more nominations, the Secretary provides an opportunity for each nominee to address the board. The order for the presentations is the same as the order the nominations were received. Note that the Board may choose to reconvene to a later date for the purpose of hearing the nominees' address'.



- Once each nominee has had the opportunity to address the Board, the Association Secretary will conduct a confidential ballot. When an outcome is achieved that Director is confirmed in the role of Board Chair up to the first board meeting following the Electoral College council meeting by way of a board resolution.

If there is a need to appoint a Board Chair outside of this normal cycle due to a resignation or extended leave, then this same process is followed with the appointee being in the role up to the first board meeting following the Electoral College council meeting.

18.4. Removal of Board Chair

The board may terminate the appointment of the Board Chair for one or more of the following reasons:

- Poor performance as Board Chair;
- Loss of confidence in the Board Chair by Directors; or
- Misconduct or wrongdoing in reference to the Board Code of Conduct.

Once the Board Chair role is vacant, the Election of Board Chair process is followed to elect a new Board Chair.

18.5. Term Limit

A Director may serve as Board Chair for a maximum of six years.

18.6. Board Vice Chair

The Board may appoint a Director to the position of Board Vice Chair to assist the Board Chair and facilitate the appropriate governance and administration of the Board. The process for appointment will follow Bylaw 18.3.

Bylaw 18 will also apply to a Vice Chair.

19. Proceedings / Responsibilities of the Board

19.1. Purpose of the Board

The Purpose, Duties, and Responsibilities of the Board are to be outlined in a Board Charter as approved by the Board. The Board Charter shall be consistent with Clause 10 of the Constitution, which provides that:

- The affairs of The Association shall be managed and controlled by a Board which may exercise all such powers and do all such things as are within the objects of The Association and are not by the Act or by these rules required to be done by The Association in General Meeting.
- The Board has the management and control of the funds and other property of The Association.

In addition, the Board may from time to time make such bylaws as are in its opinion necessary and desirable for the proper control, administration and management of the Association's affairs, operations, finances, interests, effects and property, provided these Bylaws are in accordance with the Constitution. These Bylaws may be amended in accordance with Bylaw 23.

The Board may appoint an Executive Officer to manage the affairs of the Association in accordance with Bylaw 20.

19.2. Operation of the Board

The Board shall meet no fewer than 4 times each year to conduct its duties and responsibilities as defined in the Board Charter and Constitution.

A quorum for a meeting of the Board shall be one half of the members of the Board plus one.



19.2.1. Decision Making

Decisions of the Board during a convened meeting where a quorum is present, are by simple majority. The chair has a casting vote in the event of a tie.

Outside of a meeting of the Board, a resolution in writing approved by three quarters of the Board members entitled to vote shall be as valid and effectual as if it had been passed at a meeting of the Board duly called and constituted. Resolutions in writing must be presented at the next meeting of the Board.

19.3. Board Committees

The Board may establish committees and working groups to address aspects of its role as it sees fit.

The Board shall approve a Charter, which outlines the Purpose, Objectives, Duties and Membership of each Board Committee.

The Board appoints members of each of its committees annually, and where appropriate, also appoints external members. The Board may appoint persons who are not Board members to these committees. The Board shall designate a person to be the chair of each committee which it creates.

All committees shall report back to the full Board at their earliest opportunity and may recommend a course of action to the Board but no committee shall have power of its own to commit the Association to the course of action.

19.3.1. Approved Board Committees

The Board has established the following committees:

- Finance, Audit and Risk Management Committee (FARMC).
- Governance Committee (GovCom).
- Education and Training Committee (ETC).
- Membership and Advocacy Committee (MAC).

19.4. AGM/Annual report

The Association shall hold an annual general meeting by 30 June each year.

The Association Secretary shall prepare a process to plan the meeting.

20. Executive Officer

20.1. Executive Officer Appointment and Role

The Board may appoint an Executive Officer to manage the affairs of the Association.

The Executive Officer shall attend all meetings of the Board but has no voting rights.

The Executive may be a member or a non-member of the Association. If the Executive Officer is a member, they may not hold any role as a Board member, a Council member, or a Branch Committee member. Should a newly appointed Executive Officer be a current member of the Board or the Council or a Branch Committee, the appointment shall create an immediate vacancy which shall be filled as soon as possible by (as appropriate to the vacancy) the Board or the Branch Committee.

The Board shall determine the duties and remuneration of the Executive Officer and shall review them at not more than 5 yearly intervals.



20.2. Delegations of Authority

The Board shall create the relevant documentation to hire, guide, and review the Executive Officer's role. This can be adjusted in concert agreement with the Executive Officer where necessary.

The Board shall approve a Delegation Framework for determining the scope of the Executive Officer's responsibilities both financial approval limits, and non-financial approval considerations. This will be clear regarding the delegations between the Executive Officer, the Board Chair, Board Committees and the Board.

21. Awards of the Association

Perpetual awards of the Association are as approved by the Board in these Bylaws.

No awards shall be presented in the Association's name unless as allowed for these Bylaws.

21.1. Corrosion Medal

The Corrosion Medal is the Australasian Corrosion Association's most prestigious award.

The Executive Officer will approve Award Guidelines, complying with these Bylaws, as required for administration of this award. Such guidelines may include the type of information required to support an application, processes for considering nominations, and processes for announcement of award.

21.1.1. Award Criteria

The Medal shall be awarded for outstanding scientific or technological work in the field of corrosion in Australasia. Meritorious contributions in Australasia to the mitigation of corrosion shall also be a basis for the award.

The recipient does not necessarily have to be a member of the Australasian Corrosion Association.

The award need not necessarily be made every year and shall never be made more frequently than once per year.

No person shall be awarded the Medal more than once.

21.1.2. Award Committee

The Medal Committee shall consist of the Council President, the Executive Officer and the Branch Presidents. The final selection of the Medallist is the sole prerogative of the Council President.

The nomination of candidates for the Medal and the selection of the Medallist are confidential matters and the responsibility of the Medal Committee.

21.1.3. Procedure

Call for nominations shall be distributed to Branch Presidents by the Executive Office in February each year.

Final nominations should be in the hands of Executive Officer no later than 31st July.

Final decision on the Medallist should be made by 30 September.

21.2. YCG Award

The YCG Award is awarded to an ACA member under the age of 35 who has provided a notable and significant contribution towards the ACA and to the field of Corrosion.

The Executive Officer will approve Award Guidelines, complying with these Bylaws, as required for administration of this award. Such guidelines may include the type of information required to support an application, processes for considering nominations, and processes for announcement of award.



21.2.1. Award Criteria

This Award is open to any ACA member under the age of 35 (at time of nomination closing) who has provided a notable and significant contribution towards the ACA and to the field of Corrosion.

"Significant contribution" can be in a range of areas, ranging from academic publications and activities, to ACA activities (governance, membership, fundraising, event organisation, YCG, etc.), to Corrosion education, to high quality professional activities (including following and promoting industry best practice or outstanding research) and to other activities aligned with the ACA and YCG's mission goals.

Although hard to quantify; enthusiasm, initiative and leadership qualities are to be strong considerations.

The award need not necessarily be made every year and shall never be made more frequently than once per year.

No person shall be awarded the Medal more than once.

The recipient must be a current member of the Australasian Corrosion Association.

21.2.2. Award Committee

The Judging Panel shall consist of the Council President, the Executive Officer and the Branch Presidents. The final selection of the Medallist is the sole prerogative of the Council President.

The nomination of candidates for the YCG Award and the selection of the award are confidential matters and the responsibility of the Judging Panel.

21.2.3. Procedure

Call for nominations shall be distributed to Branch Presidents by the Executive Office in February each year. Award candidates can be nominated by each Branch Committee and by the YCG Committee.

Final nominations should be in the hands of Executive Officer no later than 31st July.

Final decision on the Award should be made by 30 September.

21.3. Technical Publication Awards

The following awards have been established to recognise the best paper presented under the auspices of the ACA (e.g. published as part of the Annual ACA Conference Proceedings, at a Technical Seminar, or in another ACA publication) either in print or digitally, in a range of categories.

Each calendar year, all technical papers published will automatically be under consideration for any awards they are eligible for (no further nomination is required).

The Executive Officer will approve a Technical Publication Awards Committee Charter, complying with these Bylaws, setting out the processes associated with the awards detailed herein, including establishing and appointment of an Awards Committee, criteria for each award, processes for assessment and award, including required dates.

21.3.1. The David Whitby Best Review Paper Award

The David Whitby Best Review Paper Award will be awarded to the best review paper published during the award period.

The paper should include a wide and (if possible) a critical analysis of published material related to the topic and should concisely summarise what the challenges are in the topic and the areas that may be considered for future research.



21.3.2. The Marshall Fordham Research Paper Award

The Marshall Fordham Research Paper Award will be awarded to the best research paper published during the award period.

The paper should represent an original and novel work, and demonstrate an advance on work already published, and should satisfy the expectations of a scientific research paper (with respect to containing a literature review, experimental method and data, and suitable discussions and conclusions).

21.3.3. The Arthur C Kennett Award

The Arthur C Kennett Award will be awarded to the best paper that deals with corrosion or degradation of non-metals such as polymers, polymeric coatings, composites and concrete, published during the award period.

The paper could be a review of published material, or describe the results of original and novel research work, or detail a relevant case study, however, must relate specifically to a non-metallic material.

21.3.4. The Les Boulton Case Study Award

The Les Boulton Case Study Award will be awarded to the best-Case Study published during the award period.

21.4. Other Awards

From time to time, the Executive Officer may instigate other association awards that may or may not be ongoing. The Executive Officer will advise the Board of any award they have instigated. Such current awards include:

- The Victor Nightingall Award – Administered by the Coatings Technical Group
- The Golden Trowel Award – Administered by the Applicator Technical Group
- The Rust Award – Administered by the Applicator Technical Group
- The Aude Sapere (ACA Training Commitment) Award – Administered by the ACA Executive Officer
- The Brian Cherry Award (for post-graduate and final year undergraduate research students).

A member, or group of members (e.g. a branch, technical group etc.) may petition the Executive Officer to instigate such an award.

22. Attendance at Meetings of Association

A member shall be regarded as present at any meeting if the member is linked by telephone or video conference with the meeting Chair and other meeting attendees, whether attending as a group at a meeting, or being members, each alone or as groups, at several locations.

23. Changes to these Bylaws

These Bylaws may be amended or repealed by the Board from time to time.

The Board will provide Members with 28 days' notice of any proposed material changes to the Bylaws prior to the changes being implemented.

The current Bylaws will be made available to Members on the Association's website.



Version Control

Version	Change details	Reviewed by	Date reviewed	Approved by	Approval date
1.0	Establishment				23 Sep 2014
1.1	Revision of clause 1.3d			Board	29 Nov 2014
1.2	Revision of clauses 1.3b, 1.3f and 7a			Board	20 May 2015
1.3	Revision of clauses 4a and 4c	Board and Branches		Board	31 Mar 2016
1.4	Revision of clauses 1.1, 1.2, 1.3, 1.4, 3.1, 3.2, and 5.6			Board	Nov 2019
2.0	Major rewrite of Bylaws	GovCom	During 2023	Board	24 Feb 2024