

**NOTICE OF BY-LAW ADOPTED ON THURSDAY, 28 SEPTEMBER 2017**

**ELECTION TO FILL A CASUAL VACANCY ON THE BOARD**

The Board of Twin Towns Services Club Limited ('Club') resolved as follows, in accordance with Rule 26.3 of the Club's Constitution

1.1 In this by-law:

**Constitution** means the Constitution of the Club.

**eligible candidate** means a candidate for election to the governing body who is not disqualified from holding a position on the governing body by operation of clause 22 of the Constitution.

**general meeting** means a meeting of the members of the Club at which members of the governing body are to be elected.

**single interest group** has the same meaning as it has in the Constitution.

**triennial rule** means the triennial rule referred to in clause 18 of the Constitution and set out in Schedule 4 of the Registered Clubs Act.

1.2 The provisions of this by-law shall govern the election procedure at any general meeting of the Club at which a casual vacancy on the governing body is required to be filled.

1.3 In the event that a casual vacancy on the board is required to be filled by election at a general meeting, nominations for election to the board shall be made by candidates in the manner prescribed in the Constitution. No distinction is to be made in the nomination by candidates as to whether the nomination is to fill the three vacant positions occurring by operation of the triennial rule or the vacant positions caused by a casual vacancy or vacancies, to the intent that all candidates nominating may fill any of the vacant positions on the governing body.

1.4 In the event that only three nominations are received, the returning officer will report that fact to the chairman at the general meeting who will declare those candidates elected to the positions vacated by the triennial rule in accordance with clause 25.1(b) of the Constitution. The remaining casual vacancies will be treated as casual vacancies under the relevant provisions of the Constitution.

1.5 Subject to the limitations imposed by clause 22 of the Constitution which imposes limits on the number of directors from single interest groups, in the event that there are more than three nominations then an election for the vacancies on the governing body must be held. The results of that election will determine the positions filled by the candidates in the

following manner:

- (i) the three eligible candidates with the highest number of votes shall fill the positions made vacant by the operation of the triennial rule in the order of the number of votes received, with the candidate with the highest vote elected first;
- (ii) the eligible candidate with the next highest vote shall fill the casual vacancy with the longest tenure still to be served and any remaining casual vacancies shall be filled in similar fashion with the eligible candidates with the highest number of votes filling the positions with the longest tenure still to serve until all casual vacancies are filled or the number of all eligible candidates are exhausted.

**R L SMITH**  
**Chief Executive Officer**