

The Australasian College  
of Aerospace Medicine Ltd  
ACN 152 891 104



Constitution  
&  
By-Laws

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# Constitution

## PREAMBLE

The Australasian College of Aerospace Medicine Ltd is a Fellowship composed of medical practitioners drawn from Australia and New Zealand with specialist skills and knowledge in the area of aerospace medicine. They come together with the objective of ensuring a high standard of aerospace medicine in Australia and New Zealand.

## 1. OBJECTIVES

- 1.1. The objectives of the College are, in Australia and New Zealand, and such other places as the Board thinks appropriate, to:
  - 1.1.1. Educate and train the next generation of specialists in aerospace medicine;
  - 1.1.2. Maintain professional standards and ethics among specialists in aerospace medicine through continuing professional development and other activities;
  - 1.1.3. Promote the study of the science and art of aerospace medicine;
  - 1.1.4. Increase the evidence and knowledge on which the practice of aerospace medicine as a recognized medical specialty is based, through research and dissemination of new knowledge and innovation within the profession and the community;
  - 1.1.5. Seek improved health and safety for all people who venture into the aerospace environment for work or for travel, by developing and advocating health and safety policy in partnership with health consumers and authorities;
  - 1.1.6. Support and develop aerospace physicians as specialist clinicians, occupational health practitioners, public health practitioners, risk managers, teachers and researchers;
  - 1.1.7. Increase awareness of aerospace medicine amongst the wider medical community; and
  - 1.1.8. Work collaboratively and supportively with other bodies having similar objects within Australasia and elsewhere.
- 1.2. In pursuit of the achievement of those objectives, the College shall have all powers and functions necessary or desirable to the maximum extent permitted by law.

## 2. MEMBERSHIP OF THE COLLEGE

### 2.1. Classes of membership

Membership of the College shall consist of Fellows, Honorary Fellows, Associate Fellows, Registrars, and such other classes as specified in any By-laws for that purpose with such rights and privileges as set out in those By-laws.

### 2.2. Reserved

### 2.3. Eligibility

Except in the case of Honorary Fellows, no person shall be eligible to be a Fellow or Associate Fellow of the College unless at the time of admission:

2.3.1. he or she is registered as a Medical Practitioner in Australia or New Zealand, or of another country approved by the Board for the purpose of this clause; and

2.3.2. he or she holds a medical qualification regarded as satisfactory by the Board; and

2.3.3. he or she is 'in good standing' with the aeromedical regulators in Australia and New Zealand.

### 2.4. Honorary Fellows

2.4.1. The Board may from time to time admit as Honorary Fellows people of renown, distinguished members of the medical profession and other eminent persons, whether or not those eminent persons are members of the medical profession, on such basis and on such conditions as set out in any By-laws.

2.4.2. Honorary Fellows who would not ordinarily meet the requirements for Fellowship defined above shall not be entitled to vote in relation to governance matters of the College, including at any General Meetings.

### 2.5. Admission to membership

2.5.1. The Board may admit an eligible and qualified person (as determined pursuant to clause 2.3) to be a Fellow or Associate Fellow on the recommendation of the Fellowship Committee.

2.5.2. Except in the case of an Honorary Fellow, the admission to membership of any person shall not be of effect unless that person has paid any fee or subscription payable (pursuant to clause 3).

2.6. Names to be entered in the Register

The Secretary shall enter the name of any person admitted to membership of the College in the Register.

3. MEMBERSHIP SUBSCRIPTIONS

3.1. The Board, if it believes there is a good and compelling reason for doing so, may determine different rates of annual subscription for members<sup>1</sup> within the same class of membership. The entrance fee and annual subscription payable by members of the College shall be of such amount and at such time as the Board from time to time prescribes.

3.2. If the subscription of a member is unpaid for a period of twelve (12) calendar months after it becomes due, the member shall cease to be a member of the College and shall lose all rights and privileges of membership. The Board may, if it thinks fit, reinstate the member upon payment of all arrears.

4. CESSATION OF MEMBERSHIP

4.1. Automatic termination of membership

4.1.1. A member shall cease to be a member:

- (a) if he or she resigns in writing;
- (b) if his or her registration as a medical practitioner of Australia or of New Zealand or of some other country or State is suspended or terminated by the relevant medical registration authority, on the grounds of malpractice, misconduct, unethical behaviour or similar grounds;
- (c) if he or she be found by two thirds majority of Board to have conducted him- or herself or practised in such a manner that such conduct or practice is deemed prejudicial to the interests of the College or unbecoming of a Fellow of the College; or
- (d) if he or she fails to pay the annual subscription or other moneys payable to the College within 12 months after the due date as determined by the Board in accordance with clause 3.2.

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<sup>1</sup> Unless clearly indicated by context, the terms 'member' and 'membership' refer to Fellows (including eligible Honorary Fellows), Associate Fellows, and Trainees of the College.

4.1.2. If the membership of a member terminates because the member is suspended from practice, the member may be readmitted to membership by resolution of the Board with or without the payment of a further membership fee if the suspension is lifted and subject to any conditions imposed by the Board.

4.1.3. This clause shall not apply to any member whose name is removed from the register of an Authority<sup>2</sup> where the reason for that removal is that the member has retired from practice and as a consequence is not participating in relevant professional development activities.

#### 4.2. Termination of membership by resolution of the Board

4.2.1. Subject to this Constitution, the Board may at any time terminate the membership of a member if the member:

- (a) ceases to be eligible for admission to membership of the College;
- (b) refuses or neglects to comply with the provisions of this Constitution or any applicable By-law made by the Board;
- (c) refuses to support the objectives of the College;
- (d) has any condition or restriction imposed on his or her right to practise by an Authority;
- (e) is found guilty by a Court of an indictable offence; or
- (f) ceases to be a member under clause 3.2.

4.2.2. For the purposes of this clause 4, a member shall not be deemed to have ceased to be eligible for membership by reason of the fact that the member has retired from practice as a specialist in aerospace medicine.

4.2.3. A decision of the Board under clause 4.1.1(c) is not effective unless:

- (a) the Secretary has given the member concerned a notice of the resolution to be considered by the Board and a copy of any business papers

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<sup>2</sup> 'Authority' means the Medical Board of Australia, the Medical Council of New Zealand, or a military or civil aeromedical regulatory authority of Australia or New Zealand.

circulated to Directors about the resolution not less than 14 days before the date of the meeting of the Board. If the business papers do not contain particulars of any allegations supporting the resolution that is to be considered, a statement setting out those allegations must be given;

- (b) the member has been invited and permitted to attend that part of the meeting of the Board at which the resolution is considered and permitted to make submissions to the meeting in writing and orally;
- (c) the member is given an opportunity to respond to any matters raised in the meeting. The Board may ask the member to leave the meeting during its deliberations once submissions from all interested parties are complete; and
- (d) notice of the decision of the Board is given promptly to the member.

4.2.4. A decision under clause 4.2.3 may be subject to appeal under By-laws relating to appeals made for that purpose.

#### 4.3. Name to be removed from Register

The name of any person ceasing to be a member of the College shall be removed from the Register.

#### 4.4. Consequence of termination of membership

4.4.1. Any member whose membership of the College terminates for any reason in accordance with this Constitution:

- (a) shall cease to be entitled to any of the rights and privileges of a member;
- (b) may be required to return his or her membership Certificate(s) to the Secretary of the College within 14 days of receiving notice of the termination of the member's membership of the College; and
- (c) must not represent that he or she is a member of the College or use the post-nominal "FACAsM" or other post-nominal or nomenclature of the College which may be applicable.

- (d) the Board may give notice or publish to the public generally or to any professional body or organisation the fact that any such person has ceased to be a member of the College.

#### 4.5. Continuing obligations

- 4.5.1. Any person who ceases to be a member of the College shall forfeit all the rights and privileges of membership and shall have no rights in or claim upon the College for the property or funds of the College except as a creditor.
- 4.5.2. Termination of membership for any reason does not affect the liabilities and obligations of a member existing at the date of termination.
- 4.5.3. Without limiting clause 4.5.1, termination of membership does not relieve a member from any obligation to pay any membership subscriptions payable on or before the date of termination.
- 4.5.4. Unless the Board otherwise determines, no former member of the College is eligible for readmission until all arrears of subscriptions, if any, due to the College at the date when his or her former membership ceased are paid.

### 5. GENERAL MEETINGS OF THE COLLEGE

#### 5.1. Annual General Meeting

- 5.1.1. All meetings of members are general meetings. One general meeting each year shall be the Annual General Meeting.
- 5.1.2. An Annual General Meeting of the members must be held before the end of November in each year.
- 5.1.3. Subject to this clause 5.1, the Board shall determine the time and the place of the Annual General Meeting.

#### 5.2. Calling meetings of members

- 5.2.1. The Board may call a general meeting of members.
- 5.2.2. The Board must call a general meeting of the College as required under the Act or if the College receives a written request from the lesser of:
  - (a) at least 33% of members who are entitled to vote at the general meeting; or



(b) at least 15 members who are entitled to vote at the general meeting,

and the written request:

(c) states the resolutions to be proposed at the general meeting; and

(d) is signed by all the members making the request.

5.2.3. If members requisition a general meeting in accordance with clause 5.2.2,

(a) the Board must call the general meeting within 21 days after the request is given to the College; and

(b) the meeting must be held within two (2) calendar months after the request is given to the Board.

5.2.4. If the Board does not call a general meeting that was requisitioned by members in accordance with clause 5.2.3 within 21 days after the request is given to the College, then members with more than 50% of the votes of all the members who made the request under clause 5.2.2 may call and arrange to hold a general meeting.

5.3. Notice requirements

5.3.1. At least 21 days notice must be given of a general meeting of members unless the Act permits shorter notice.

5.3.2. Subject to clause 5.3.1, a notice of a general meeting of members must:

(a) set out the place, date and time for the meeting (and, if the meeting is to be held in two or more places, the technology that will be used to facilitate this); and

(b) state the general nature of the meeting's business; and

(c) if a special resolution is to be proposed at the meeting-set out an intention to propose the special resolution and state the resolution; and

(d) if a member is entitled to appoint a proxy-contain a statement setting out:

- (i) that the member has a right to appoint a proxy; and
- (ii) that the proxy must be a Fellow or Associate Fellow of the College.

6. PROCEDURE AT A GENERAL MEETING

6.1. Annual General Meeting business

The business of the Annual General Meeting shall be:

- 6.1.1. to receive and consider the Report of the Board;
- 6.1.2. to consider the annual financial reports, reports of the Office Bearers and the auditor's report;
- 6.1.3. to consider any proposed alteration of the Constitution;
- 6.1.4. in accordance with the Constitution, to declare the result of the election of members of the Board in place of those retiring;
- 6.1.5. to elect an auditor, if necessary; and
- 6.1.6. to transact any other business which ought to be transacted at an Annual General Meeting.

6.2. Quorum at a general meeting

- 6.2.1. Business may not be transacted at a general meeting unless a quorum of members is present at the time when the meeting proceeds to business and while business is being conducted.
- 6.2.2. Except as otherwise set out in this Constitution, a quorum exists with
  - (a) At least 20 members present, in person or via acceptable electronic means, and entitled to vote at a general meeting; and
  - (b) At least two-thirds of those present being Fellows (including Honorary Fellows who are eligible to vote).
- 6.2.3. If a quorum is not present within 15 minutes of the time appointed for a general meeting, or a longer period allowed by the Chairperson, the meeting shall stand adjourned to another day and at another time and place determined by the Chairperson.

- 6.2.4. At an adjourned meeting, if a quorum is not present within 15 minutes of the time appointed for the meeting, the members present and entitled to vote shall be a quorum and may transact the business for which the meeting was called.
- 6.2.5. Members may participate by electronic means permitted under the Act. (See also para 9.7)
- 6.3. Chairperson
- 6.3.1. A general meeting shall be chaired by:
- (a) the President; or
  - (b) if the President is absent or unable or unwilling to act, the President–Elect; or
  - (c) if the President–Elect is absent or unable or unwilling to act, a Fellow elected by those present.
- 6.3.2. Subject to this Constitution, the Chairperson’s ruling on all matters relating to the order of business and the procedure and conduct of a general meeting (including any poll or ballot) is final and no motion of dissent from a ruling of the Chairperson may be moved.
- 6.4. Adjournment of meetings
- 6.4.1. The Chairperson may, with the consent of a majority of voting Members at any meeting at which a quorum is present, and must if directed by a majority of voting Members at the meeting, adjourn the meeting to another time and to another place.
- 6.4.2. The only business that may be transacted at any adjourned meeting is the business left unfinished at the meeting from which the adjournment took place.
- 6.4.3. When a meeting is adjourned, new notice of the resumed meeting must be given if the meeting is adjourned for one month or more.
- 6.5. Voting
- 6.5.1. At a general meeting a resolution put to the vote of the meeting is decided on a show of hands unless a ballot is (before or on the declaration of the result of the show of hands) demanded.

- 6.5.2. Subject to this Constitution, every member present in person has one vote on a show of hands and every member present in person or by proxy has one vote on a ballot, including participation by electronic means.
- 6.5.3. If there is an equality of votes, whether on a show of hands or on a ballot, the Chairperson has a casting vote in addition to the Chairperson's deliberative vote.
- 6.5.4. An objection to the qualification of a voter must be referred to the Chairperson who must rule on the objection before a vote is taken.
- 6.5.5. If a ballot is not duly demanded, a declaration by the Chairperson that on a show of hands a resolution has been carried or carried unanimously or by a particular majority or lost and an entry to that effect is made in the minutes of the general meeting of members is conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against the resolution.
- 6.5.6. In exceptional circumstances, some Honorary Fellows may not be eligible to vote (see 2.4.2).
- 6.6. Conduct of a ballot
  - 6.6.1. A ballot may not be taken on the election of a Chairperson or on a question of adjournment.
  - 6.6.2. A ballot may be demanded by:
    - (a) the Chairperson; or
    - (b) any five members present in person or by proxy entitled to vote.

The demand for a ballot may be withdrawn.
  - 6.6.3. The demand for a ballot does not prevent the continuance of a meeting for the transaction of business other than the question on which the ballot is demanded.
  - 6.6.4. If a ballot is duly demanded, it must be taken in the manner and at such time as the Chairperson directs. The result of the ballot is the resolution of the meeting on the question concerned.
- 6.7. Proxies

- 6.7.1. A document appointing a proxy (which for the purposes of this Constitution includes a power of attorney of a member appointing another member to vote on the first mentioned member's behalf) may be in the form issued with the notice of the meeting or in a common or usual form approved by the Board.
- 6.7.2. Any member present and eligible to vote may be appointed as a proxy.
- 6.7.3. A document appointing a proxy may specify the manner in which the proxy is to vote in respect of a particular resolution and, where the document so provides, the proxy is not entitled to vote on the resolution other than as specified in the document (if any).
- 6.7.4. The document appointing a proxy and any power of attorney or other authority (if any) under which the proxy is signed (or a copy of that power or authority certified to be a true copy by a legal practitioner or justice of the peace) must be given (and may be given by facsimile) to the Secretary at the Office, or at another place specified for that purpose in the notice convening the meeting, not less than 48 hours before the time for holding the meeting or adjourned meeting.
- 6.7.5. A vote given in accordance with the terms of a document appointing a proxy is valid despite the occurrence of any one or more of the following events if no notice in writing of any of those events has been received by the Secretary at the Office before the commencement of the meeting or adjourned meeting at which the document is used:
  - (a) the previous death or unsoundness of mind of the principal; or
  - (b) the revocation of the instrument or of the authority under which the instrument was executed; or
  - (c) the termination of membership of the member.
- 6.8. Only financial members to vote
  - 6.8.1. No member is entitled to be present; vote on any question either personally or by proxy; vote as a proxy for another member; or be reckoned in a quorum, at any general meeting of the College if his or her annual membership subscription remains unpaid

beyond the due date by more than twelve (12) calendar months.

6.9. Postal ballot

6.9.1. In respect of any business which may be validly considered at a general meeting (including an Annual General Meeting) pursuant to this Constitution, the Board may (in lieu of a Meeting) conduct a postal ballot of members.

(a) Postal ballots will ordinarily be conducted using electronic means approved by the board.

(b) Paper postal ballots will be distributed to members who indicate at least 21 days before the closing date of the ballot that they are unable or unwilling to vote using electronic means.

6.9.2. At least thirty days before the closing date of a Postal Ballot, the Secretary shall send to all members entitled to vote either: instructions for electronic voting, or paper ballot papers. These will give particulars of the business in relation to which the Postal Ballot is conducted, an explanation of the method of voting and a voting form (all in a form and with such content as the Board may approve) and shall give all members notice of the closing date of the Postal Ballot.

6.9.3. The Secretary shall receive all voting forms received from members in respect of a Postal Ballot and shall promptly advise the Board of the result of the Postal Ballot. Any voting form received at the office after 5pm on the closing date of a Postal Ballot shall be deemed invalid and not counted.

6.9.4. In the event of an equal number of votes in respect of any business for which a Postal Ballot is conducted, the President shall have a second or casting vote.

6.9.5. In all other respects, subject to this Constitution, the Board shall determine any other procedures or matters in relation to the conduct of any Postal Ballot and shall have power to make By-laws for that purpose.

6.9.6. In the event of any dispute by any member in relation to the validity or conduct of any Postal Ballot, such member shall within 28 days of the closing date of such Postal Ballot, give notice in writing to the Board stating the grounds of his or her complaint. The Board may thereupon either itself investigate the complaint

or may appoint a committee for that purpose. After hearing the complaint the Board shall determine the matter and its decision thereon shall be final.

## 7. BOARD OF COLLEGE

### 7.1. Manage general business of the College

- 7.1.1. The management and control of the business and affairs of the College shall be vested in the Board and the Board may exercise all such powers and do all such acts and things as the College is authorised to exercise and do.
- 7.1.2. The Board shall provide means whereby the educational aims of the College may be put into effect.
- 7.1.3. The Board shall encourage and support by all means in its power the promotion of scientific research in aerospace medicine.
- 7.1.4. It shall be the duty of the Board to further the objects of the College in such a way as to benefit the public generally and so far as practicable all practitioners of aerospace medicine whether members of the College or not.
- 7.1.5. The Board shall promote ethical and responsible decision-making at all levels of the College, and in its dealings with clients, patients, external agencies, and the community.
- 7.1.6. The Board shall facilitate the effective exercise of the rights of all members of the College.
- 7.1.7. The Board shall invest the funds of the College not immediately required for the purposes of the College in any one or more of the modes of investment from time to time authorised by law for the investment of trust funds.
- 7.1.8. All cheques, promissory notes, drafts, bills of exchange and other negotiable instruments, and all receipts for money paid to the College shall be signed, drawn, accepted, endorsed or otherwise executed as the Board from time to time determines, subject to the requirements of the Act.

### 7.2. Specific powers of the Board

- 7.2.1. Without prejudice to the powers conferred by clause 7.1 and the other powers conferred by this

Constitution the Board shall have the following powers:

- (a) To establish such divisions, committees, branches and agencies in Australia and/or New Zealand, and to make such By-laws for their management and to delegate to each of them and their respective committees such powers, rights and obligations (and to remove or add to such powers rights and obligations) and to close and discontinue the same as the Board may from time to time think fit and determine.
- (b) By recognising the College's business is undertaken across two countries, and notwithstanding its power to make other delegations, the Board can delegate powers to a New Zealand Executive Committee that will enable the committee to conduct the affairs of the College in New Zealand and to perform the operations as set out in an appropriate By-Law made for that purpose applicable to New Zealand in a manner consistent with College-wide governance and educational policies. The NZ Executive Committee will be responsible to the Board for implementation of the College's strategic plan in New Zealand in a manner consistent with the College's Objectives. In addition the New Zealand Executive Committee will have oversight of New Zealand Registrars and their certification.
- (c) To appoint a Fellow to be the Dean of Education.
- (d) To publish information about criteria for admission to training courses, curricula, pathways to achieving Fellowship, and the nature of the training and continuing professional development programs offered by the College.
- (e) To do all things necessary or convenient for regulating admission and assessment of candidates to the specialist training programs offered by the College, and to issue qualifications to successful candidates as prescribed by the By-laws of the College.
- (f) To appoint officers to carry out duties assigned to them by the Board in its exercise of the powers set out in this Constitution.



- (g) To appoint remove and suspend employees and agents of the College as the Board may from time to time consider requisite and to fix their remuneration and determine their duties.
- (h) To set clear performance targets and regular performance review for management roles, and equip College office bearers and supervisors with the support, information and knowledge needed to discharge their responsibilities effectively, including succession planning, induction, and training in management skills.
- (i) To manage risks to the College's enterprise and future advancement, and to protect and verify integrity in financial reporting.
- (j) To pay costs, charges and expenses preliminary and incidental to the formation establishment and regulation of the College in Australia and/or New Zealand.
- (k) To conduct or compromise or abandon any legal proceedings and to refer any disputes to arbitration and observe and perform the awards.
- (l) To authorise such members of the College, or other persons as they shall think fit, to sign on behalf of the College, bills, notes, receipts, acceptances, endorsements, cheques, releases, contracts and documents.
- (m) To enter into all such negotiations and contracts and rescind and vary all such contracts and execute and do all such acts deeds and things in the name and on behalf of the College as they may consider expedient in relation to any of the matters set out above or otherwise for the purposes of the College.

7.3. Power to delegate

- 7.3.1. The Board may delegate any of its powers (other than that of delegation) to committees comprising persons appointed by Board.
- 7.3.2. The Board may revoke any delegation of its powers by ordinary resolution.
- 7.3.3. Any committee exercising the delegated power of the Board shall comply with any conditions or limitations imposed by the Board.

#### 7.4. By-laws

7.4.1. The Board shall have power from time to time to make, amend and repeal such By-laws as it deems necessary or desirable for the proper conduct and management of the College.

7.4.2. Without in any way limiting the power of the Board under clause 7.4.1 but subject to clause 7.4.3, the Board may make, amend and repeal By-laws in relation to:

- (a) procedural matters in relation to application for all classes of membership of the College;
- (b) entrance fees, annual subscriptions and other fees payable by all classes of membership of the College;
- (c) rights and privileges to be accorded to all classes of membership of the College;
- (d) reserved;
- (e) the establishment, regulation, administration and dissolution of divisions or other organisations of members whether such organisations have a New Zealand and regional basis or otherwise and in relation to the office bearers of such organisations;
- (f) the conduct of courses of training, study and assessments for admission to membership or admission to Fellowship or for other diplomas or certificates of the College or otherwise, including prescribing fees pertaining to such courses of study and assessments;
- (g) the nomination and election of Office Bearers of the College;
- (h) the conduct of ballots of members of the College;
- (i) the membership, purpose and proceedings of committees of the Board;
- (j) the terms and conditions for renewal of, or re-admission to, membership and any professional development requirements adopted by the Board;

(k) the discipline of members, including suspension, counselling, reprimand, termination or expulsion;

(l) regulate elections and appointments to the Board and voting by members and all matters incidental;

(m) deal generally with all such matters as may be lawfully and conveniently dealt with by By-laws.

7.4.3. No By-law shall be inconsistent with, nor shall it affect the repeal or modification of, anything contained in this Constitution.

7.4.4. Subject to sub-clause 7.4.2, all By-laws shall be binding upon all members.

#### 7.5. Representations by the College

7.5.1. The President may authorise any committee or individual to represent the College before any government or governmental body or committee or to make statements or express views on behalf of the College. The authority may be given generally or for a specific situation and may be given on such conditions as the President thinks fit.

7.5.2. Unless duly authorised to do so under this clause, no member may make any statement or express any view which purports to be a statement or view of the College or as having been made or expressed on behalf of or with the concurrence of the College.

### 8. DIRECTORS

#### 8.1. Number of Directors

The College may by resolution of Members increase or reduce the number of Directors provided that the number shall not be less than three or such other minimum number as the Act may require from time to time.

#### 8.2. Composition of Board of Directors

The Board of Directors shall consist of:

8.2.1. Reserved

8.2.2. The Board, comprising

(a) the President;

- (b) the President-Elect;
- (c) two Fellows, appointed by the President to act as:
  - (i) Secretary and
  - (ii) Treasurer;
- (d) Fellows appointed by the President to act as:
  - (i) Dean of Education;
  - (ii) Chair of the Education committee
  - (iii) Chair of the Training and Learning sub-committee
  - (iv) Chair of the Assessment sub-committee
  - (v) Chair of the Continuing Professional Development sub-committee
  - (vi) Chair of the Policy and Advocacy committee
- (e) up to two Registrars, appointed by the Board;
- (f) up to three other persons coopted by the Board to add specific skills, experience, or attributes for such period as the Board may determine; and

each of whom shall be elected or appointed in accordance with the provisions of this Constitution and By-laws made by the Board for that purpose.

8.2.3. From the Board of Directors, the President will appoint the Chair of any other Committees established by the Board.

### 8.3. Term of office of Directors

8.3.1. The term of office of Directors shall be two (2) years beginning at the Annual General Meeting in the year of their election or appointment.

8.3.2. A Director who has served his or her two (2) year term of office as prescribed in clause 8.3.1 shall retire from office at the second Annual General Meeting held after that Director is declared elected provided that any retiring Director shall be eligible for re-election.

8.3.3. A retiring Director shall be entitled to act as a member of the Board at the meeting at which he/she retires.

#### 8.4. Removal of Directors

8.4.1. A Director may be removed from office by ordinary resolution of a general meeting of the College.

8.4.2. If a Director is removed from office by ordinary resolution of a general meeting of the College, that meeting may appoint another Fellow to fill the vacancy created for the remaining term of the Director who was removed from office.

#### 8.5. Termination of office of Directors

8.5.1. The office of a Director becomes vacant if the Director:

(a) resigns that office by notice in writing to the College;

(b) ceases to be a member of the College;

(c) is absent from three consecutive meetings of the Board (other than meetings of Board called on less than 48 hours notice) without leave of absence;

(d) becomes an employee of the College;

(e) is directly or indirectly interested in any contract or proposed contract with the College and fails to declare that interest in the manner required by the Act (or at the first meeting of the Board after the relevant facts have come to the Director's knowledge) and the Board determines that the Director should no longer be a Director;

(f) is removed from office pursuant to clause 8.4.1;

(g) becomes bankrupt;

(h) is removed from office by operation of the Act.

#### 8.6. Casual vacancies

8.6.1. A casual vacancy shall mean any vacancy in the membership of the Board caused otherwise than by the retirement of a Director at the end of his or her term.

8.6.2. Reserved

8.6.3. If the office of a Director becomes vacant during the Director's term of office that position shall be filled, subject to clause 8.4.2, by the Board.

8.6.4. Any Director appointed pursuant to this clause shall hold office only until the next election of Directors and shall be eligible for re-election in accordance with this Constitution.

8.6.5. For the purposes of this clause the period of time served pursuant to clause 8.6.4 shall not be counted as a period of office.

## 9. MEETINGS OF THE BOARD

### 9.1. Meetings

9.1.1. The Board may meet for the transaction of business and adjourn and otherwise regulate its meetings as it thinks fit.

9.1.2. The Secretary must convene a meeting of the Board on the requisition of the President or any two Directors.

### 9.2. Notice of Board meetings

9.2.1. At least 24 hours notice of a meeting of the Board must be given to each Director specifying the place, time and date of the meeting and the general nature of items to be discussed.

9.2.2. Shorter notice may be given if at least 75% of the Directors agree or if the President considers that the business of the meeting is urgent.

### 9.3. Quorum

9.3.1. The quorum necessary for the transaction of the business of the Board is one half of the total membership of the Board unless the Board resolves that a greater number shall constitute a quorum.

9.3.2. If at any time the number of Directors is less than a quorum the Board may meet only for the purpose of filling any casual vacancies or for calling a general meeting of members.

9.3.3. The Board may act notwithstanding any vacancy on the Board.

### 9.4. Chairperson

9.4.1. The President shall take the Chair at all meetings of the Board (or in the absence of the President, the President-Elect shall Chair).

9.4.2. If the President or President-Elect are not present at any meeting of Board within fifteen minutes after the time appointed for holding the meeting the Directors present shall elect a Director present to be Chairperson of the meeting.

9.5. Voting

9.5.1. Questions arising at a meeting of the Board shall be decided by a majority of votes of Directors present and voting. A decision by a majority of the Directors present and voting is for all purposes a decision of the Board.

9.5.2. The Chairperson of the meeting has a casting vote in addition to a deliberative vote where there is an equality of votes.

9.6. Written resolution

9.6.1. A written resolution signed or approved by electronic mail by 75% of all Directors (other than any Director on leave of absence) is taken to be a decision of the Directors passed at a meeting of the Directors duly convened and held.

9.6.2. The written resolution may consist of:

(a) several documents in like form, each signed by one or more Directors and, if so signed, takes effect on the last date on which a Director signs one of the documents; or

(b) the printed record of several electronic mail messages each indicating the identity of the sender, the text of the resolution and the sender's agreement or disagreement to the resolution, as the case may be, and such a resolution takes effect on the date on which the last Director sends such a message.

9.7. Telephone or video conference meetings

A meeting of the Board may be held with one or more of the Directors taking part by telephone or other means of audio or audio-visual communication and when each of the Directors participating in the communication is able to read the written contributions or hear each of the other participating Directors. A meeting of the Board may only be held in this manner where all of the Directors (other than any Director on leave of absence) have access to the communication facilities to be used for the meeting.

9.8. Defects in appointment or qualification of a Director

All acts done in good faith by a meeting of the Board or of a committee of the Board or by any person acting as an Office Bearer, Director or committee member of the College will be valid and effective notwithstanding that it is afterwards discovered that there was some defect in the appointment of that person or that the person was disqualified from acting for any reason.

9.9. Director's interest

9.9.1. This clause 9.9 is subject to clause 9.10 and applies if:

- (a) a Director has an interest or duty in relation to a matter that is not a material personal interest; or
- (b) a Director with a material personal interest in relation to the College's affairs:
  - (i) complies with the requirements of the Act in relation to disclosure of the nature and extent of the interest and its relation to the College's affairs before acting in a matter that relates to the interest; or
  - (ii) does not have to disclose his or her material personal interest to the other Directors under the Act.

9.9.2. Subject to clause 9.10, the Director is not in breach of his or her duties to the College merely because he or she acts in matters that relate to the Director's interest.

9.9.3. In relation to any transactions that relate to the Director's interest:

- (a) the transactions may proceed;
- (b) the College cannot avoid the transactions merely because of the Director's interest; and
- (c) the Director may retain benefits under the transactions despite the Director's interest.

9.10. Participation by interested Director

9.10.1. This clause applies to a Director who has a material personal interest in a matter that is being considered at a Board meeting.



- 9.10.2. Subject to clause 9.10.5, the Director must not:
- (a) be present while the matter is being considered at the meeting; or
  - (b) vote on the matter.
- 9.10.3. The Director is not in breach of duty to the College merely because he or she does not act in relation to the matter.
- 9.10.4. The Board may vote on matters that relate to the Director's interest in the Director's absence.
- 9.10.5. The prohibition in clause 9.10.2 does not apply if:
- (a) the Director does not have to disclose his or her material personal interest to the other Directors under the Act; or
  - (b) Directors who do not have a material personal interest in the matter have passed a resolution that:
    - (i) identifies the Director, the nature and extent of the Director's interest in the matter and its relation to the affairs of the College; and
    - (ii) states that those Directors are satisfied that the interest should not disqualify the Director from voting or being present.

## 10. REMUNERATION

### 10.1. Remuneration of Directors

- 10.1.1. The income and property of the College must be applied solely towards the promotion of the objects of the College as set out in this Constitution. Subject to this clause 10, no income or property of the College may be paid or transferred, directly or indirectly, by way of dividend, bonus or otherwise, to any member.
- 10.1.2. Subject to clause 10.1.3, remuneration and other benefits must not be paid or given by the College to a Director or any member who holds an office of the College. Members and Directors may be paid all travelling and other expenses properly incurred by them in attending and returning from meetings of the Directors or any committee of the Board or general

meetings of the College or otherwise in connection with the business of the College.

10.1.3. Nothing in this clause 10 prevents:

- (a) the payment in good faith of:
  - (i) remuneration to any members, officers (including but not limited to Directors) or servants of the College for goods or services actually rendered to the College;
  - (ii) interest (at a rate not exceeding any rate which may at any time be fixed for the purpose of this clause by By-law but not exceeding the highest rate charged by trading banks carrying on business in Australia on overdraft accounts of less than \$100,000) on money borrowed from any Board member;
  - (iii) reasonable and proper rent for premises demised or let by any member to the College;
  - (iv) moneys to Directors for out of pocket expenses; or
  - (v) moneys to a Director who is an accountant, lawyer or other person engaged in any profession for usual professional charges for work done by that Director (other than work done in that Director's capacity as Director), the Director's firm or employer in connection with the promotion of the objects of the College.
- (b) the College from providing services or information to members on terms which are different from the terms under which services or information are provided to persons who are not members.

10.1.4. No Board member may be appointed to any salaried office of the College.

11. EXECUTIVE BOARD

Reserved.

12. FUNCTIONS OF THE EXECUTIVE

Reserved

13. MINUTES OF MEETINGS

13.1. Secretary to attend meetings

Unless directed otherwise by the Board, the Secretary must attend all meetings of the Board, the Executive of the Board and all general meetings of the College and must keep a record of the proceedings of those meetings.

13.2. Preparation, circulation and approval of minutes

13.2.1. The Secretary must cause draft minutes of all meetings to be promptly circulated to all Directors for information and approval.

13.2.2. Subject to any objection, the Chairperson of the meeting or the next such meeting must sign the minutes to certify that they are a true and correct record of the proceedings of the meeting.

14. DIVISIONS AND REGIONAL COMMITTEES

14.1. Reserved

14.2. Reserved

15. COMMITTEES

15.1. Operation of Committees

15.1.1. The Board may delegate all or any of its functions, powers or discretions to committees comprising such persons as the Board determines.

15.1.2. Committees of the Board may be either standing committees or ad hoc committees.

15.1.3. The Board shall determine the powers and duties of each Board committee and each committee shall in the exercise of its powers conform to any By-laws imposed on it by the Board.

15.1.4. Unless specifically provided in By-laws, a Board committee may not make any determination of policy for the College but may provide advice to the Board on any area falling within its jurisdiction to assist the Board.

15.1.5. Each committee shall make such reports and recommendations to the Board as the Board reasonably requires.

- 15.1.6. Subject to any By-law made pursuant to clause 15.1.3, each committee may meet, convene its meetings, adjourn and otherwise regulate its proceedings as it thinks fit.
- 15.1.7. Unless otherwise provided in By-laws, the members of the Board shall be ex-officio members of all committees of the Board.
- 15.1.8. The Board shall review the continuing need for each committee of the Board and the membership of each such committee at least every two (2) years.

15.2. Chairperson of Committees

- 15.2.1. The Chairpersons of Board committees shall be appointed by the Board.
- 15.2.2. The term of appointment of a Chairperson shall be two (2) years and no member shall be appointed to chair the same committee for more than three (3) consecutive terms, unless the Board otherwise approves.

16. CHIEF EXECUTIVE OFFICER

- 16.1. Reserved

17. SECRETARY

- 17.1. The Board shall appoint a Secretary for the purposes of the Act who shall be a Fellow of the College or a person appointed by the Board.
- 17.2. The duties of the Secretary shall include:
  - 17.2.1. ensure that due notice is given, agendas prepared and accurate minutes kept of all meetings of the College, its Board and Committees;
  - 17.2.2. cause copies of the minutes of all meetings to be forwarded to all members entitled to receive such minutes;
  - 17.2.3. ensure the sending, receipt and proper filing of all correspondence;
  - 17.2.4. issue notices of all resolutions, decisions and amendments to the Constitution;
  - 17.2.5. notify the Directors and all members of committees of their election or appointment and issue notices of all meetings;

17.2.6. maintain all statutory registers including the Register which shall record each member's name, home address, the date on which his or her membership commenced and the date on which membership ceased and any other information specified by the Board from time to time; and

17.2.7. file all statutory notices and returns.

18. THE SEAL

18.1. Reserved

19. ACCOUNTS

19.1. The College to keep accounts

The Board must cause proper books of account to be kept in accordance with the Act.

19.2. Where accounts to be kept

The books of account must be kept at the Office or, subject to the Act, at such other place or places as the Board thinks fit.

19.3. Accounts open for inspection

The books of account must always be open for the inspection of Directors. Subject to the Act, the Board may from time to time determine at what times and places and under what conditions the accounts and books of the College or any of them may be open for inspection by members.

19.4. Annual accounts

The Board must cause to be prepared, circulated to and laid before the members in general meeting such income and expenditure accounts, balance sheets, group accounts (if any) and reports as are from time to time required by the Act.

19.5. Reserved

20. AUDIT

Auditors of the College must be appointed and removed and their duties regulated in accordance with the Act.

21. NOTICES

21.1. Means of giving notices

21.1.1. A notice pursuant to this Constitution must be given in writing and may be sent by:

(a) mail (postal service);

(b) facsimile; or

(c) electronic mail,

to the appropriate address or number of the addressee.

21.1.2. A Director, Secretary or other person authorised by the Board may give notices on behalf of the College. The signature on a notice given by the College may be written, photocopied, printed or stamped.

21.1.3. Notices given to the College must be marked for the attention of the Secretary.

## 21.2. Address for service

The address for service is:

21.2.1. in the case of a member or Director, the home address (or postal address, electronic mail address or facsimile number in the case of postal, electronic main or facsimile dispatch) of the member or Director specified in the Register; and

21.2.2. in the case of the College, the address (or any postal address, electronic mail address or facsimile number in the case of postal or electronic or facsimile dispatch) of the Office for the time being specified on the official stationery of the College.

## 21.3. Notification of change of address

21.3.1. If the home address, postal address, electronic mail address or facsimile number of a member changes, the member must promptly give notice of the change to the College.

21.3.2. The College must promptly notify members of any change in its address.

## 21.4. Time notices are effective

Except if a later time is specified in a clause dealing with a notice or other communication, a notice is to be regarded as given, served, received and as having come to the attention of the address:

21.4.1. if delivered to the home address of the addressee, at the time of delivery;

- 21.4.2. if it is sent by post to the home address or postal address:
  - (a) if the notice is notice of a meeting – on the first business day after sending;
  - (b) otherwise – on the third (or seventh if outside Australia) business day after sending,
  - (c) unless it is actually delivered earlier; or
- 21.4.3. if sent by electronic mail or facsimile to the electronic mail address or facsimile number of the addressee, at the time transmission is completed.
- 21.5. Proof of giving notices
  - 21.5.1. Proof of the sending of a notice by facsimile and the time of completion of transmission may be established by production of a transmission report by the machine from which the facsimile or electronic transmission was sent which indicated that the facsimile or electronic mail was sent in its entirety to the facsimile number or electronic mail address of the addressee.
  - 21.5.2. A certificate signed by a Director or Secretary that a notice was delivered or posted at a particular time is conclusive evidence that the notice was delivered or posted at the time.
  - 21.5.3. A certificate signed by a Director or Secretary that a notice was sent by electronic mail at a particular time and that an ‘undeliverable mail’ message has not been received in relation to it is conclusive evidence that the notice was sent and received at that time.

## 22. WINDING UP

- 22.1. The liability of the members is limited.
- 22.2. Every member of the College undertakes to contribute to the assets of the College in the event of it being wound up while that member is a member, or within one year of that member ceasing to be a member, such amount as may be required not exceeding 50 dollars for the payment of the debts and liabilities of the College contracted before that member ceased to be a member and to the costs, charges and expenses of winding up and for the adjustment of the rights of the contributors amongst themselves.
- 22.3. Subject to clause 22.4, where, on the winding-up or dissolution of the College, there is a surplus of assets after satisfying all the College’s liabilities and expenses, the surplus shall not be paid to

or distributed amongst the members but shall be given or transferred to some other institution having similar objects to those described in this Constitution situate within the Commonwealth of Australia and which:

22.3.1. is required by its Constitution to apply its profits or income in promoting its objects;

22.3.2. is prohibited from paying any profits or dividends to its members to the same extent as set out in this Constitution; and

22.3.3. itself, is exempt from income tax.

22.4. That institution which shall receive the surplus shall be determined by the Board before the dissolution of the College or failing such determination, by application to an appropriate Court.

22.5. Reserved.

## 23. INDEMNITY

23.1. Every officer and past officer (as defined in the Act) of the College must be indemnified by the College to the fullest extent permitted by law against a liability incurred by that person as an officer of the College or a subsidiary of the College including legal costs and expenses incurred in participating in, being involved in or defending any legal proceedings. This indemnity does not extend to any liability incurred by the officer arising from any claim made by that officer against the College (whether that claim is made solely by the officer or otherwise) nor to any liability arising from actions of the officer which were not in good faith or not in accordance with this Constitution and the Act.

23.2. For the purposes of clause 23.1, “legal proceedings” means any claim, action, suit or demand, enquiry, Royal Commission or other regulatory investigations, whether civil or criminal, which relates to or arises in connection with the officer or agent being an officer or agent of the College.

## 24. LIABILITY INSURANCE

To the extent permitted by the Act, the College may enter into (and pay premiums on) a contract of insurance in relation to a person who is or has been an officer or agent of the College or any other person.

## 25. INTERPRETATION

25.1. References to the Act

Unless the context otherwise requires, a reference to:



25.1.1. the Act includes any regulation or instrument made under it and where amended, re-enacted or replaced means that amended, re-enacted or replacement legislation; and

25.1.2. a section of the Act includes any corresponding section for the time being in force.

25.2. Application of the Act

Except so far as the contrary intention appears in this Constitution, an expression has, in a provision of this Constitution that deals with a matter dealt with by a particular provision of the Act, the same meaning as in that provision of the Act.

25.3. Headings

Headings do not affect the interpretation of this Constitution.

25.4. Replaceable Rules

The replaceable rules in the Act do not apply.

26. DEFINITIONS

26.1. In this Constitution:

26.2. “Act” means the Corporations Act, 2001 (C’th);

26.3. “Board” means the Board of Directors of the College;

26.4. “College” means the Australasian College of Aerospace Medicine Ltd ACN 152 891 104;

26.5. “College Body” means:

26.5.1 the Board;

26.5.2 the board of each committee appointed by the Board;

26.5.3 each committee, sub-committee, working group, expert advisory group or other sub-group formed under the auspices of any of the above, whether or not limited in time or purpose;

26.6. “Constitution” means this constitution of the College as validly amended from time to time;

26.7. Reserved;

26.8. “Office” means the registered office for the time being of the College;

- 26.9. "Register" means the Register of members required to be kept under this Constitution and the Act;
- 26.10. "Member" means all classes of membership: Fellows, Associate Fellows, Registrars, and eligible Honorary Fellows (as defined in clause 2.4.2).
- 26.11. "Fellow" means Fellows and Honorary Fellows, unless the context makes a clear distinction between these two classes.

27. TRANSITIONAL PROVISION

- 27.1. The provisions of this Constitution in relation to the structure and governance of the Board and the Executive will become effective on a date to be determined by the Board, and in accordance with transitional By-laws made by the Board for that purpose.

## BY-LAW: BOARD STRUCTURE

1. Purpose

1.1. Reserved

2. Responsibilities and functions

2.1. Reserved

3. Membership

The Board of Directors shall undertake the roles and functions described in this by-law until such time as a separate Council is considered necessary, and until such time as the separate Council is properly established under this Constitution.

4. Reserved

5. Reserved

6. Education Committee

6.1. The Board will establish an Education Committee to develop, coordinate, implement, and monitor the educational activities of the College and manage and implement educational policy and programs for Registrars in aerospace medicine and continuing professional development programs for Fellows.

6.1.1. The Education Committee is accountable to the Board.

6.1.2. The Education Committee will advise the Board on education policy.

6.2. The responsibilities and functions of the Education Committee will be:

6.2.1. To review and amend curriculum and teaching and learning processes for training in line with policy and procedures approved by the Board.

6.2.2. To oversee all aspects of training and accreditation in aerospace medicine including selection, training and assessment of Registrars.

6.2.3. To develop the content of examinations and other modes of assessment in line with policy and procedures on assessment methods advised by the College Education Committee and approved by the Board.

- 6.2.4. To ensure the efficient management of examinations and assessment processes and the reporting of results.
  - 6.2.5. To certify to the Board that a Registrar has successfully completed training.
  - 6.2.6. To advise the Board on any necessary changes to policy and procedures in assessment, teaching and learning, and continuing professional development in aerospace medicine.
  - 6.2.7. To accredit sites and supervisors within the policy and procedures framework developed by the College and approved by the Board.
  - 6.2.8. To oversee the progress of Registrars and their adherence to approved pathways and to manage any necessary remedial action or support required by Registrars.
  - 6.2.9. To implement a staged grievance process in line with College policy and procedures.
- 6.3. The Education Committee will comprise the following members:
- 6.3.1. A Fellow appointed as Chair of the Committee,
  - 6.3.2. the Dean of Education
  - 6.3.3. A Registrar representative
  - 6.3.4. A Fellow with lead responsibility for teaching and learning
  - 6.3.5. A Fellow with lead responsibility for assessment
  - 6.3.6. A Fellow with lead responsibility for accreditation
  - 6.3.7. A Fellow with lead responsibility for educating supervisors and mentors
  - 6.3.8. A Fellow with lead responsibility for continuing professional development
- 6.4. Appointment and tenure:
- 6.4.1. The Chair of the Education Committee shall be a Fellow appointed by the President on the basis of a specified position description developed by the Board in keeping with College policy and after calls for expressions of interest from the Fellowship. The Chair will hold office for two years and will be eligible but not entitled to reappointment for a further two- year

term up to a maximum of three two-year terms of continuous appointment.

6.4.2. The Registrar members will be appointed by the Chair of the Education Committee on the basis of specified position descriptions and after calls for expressions of interest from the Registrars.

6.4.3. Other members of the Education Committee will be appointed by the Chair of the Education Committee on the basis of specified position descriptions and after calls for expressions of interest from the Fellowship and Registrars. They will hold office for two years and will be eligible but not entitled to reappointment for a further two year term up to a maximum of three two year terms of continuous appointment.

6.5. The Fellows with lead responsibility for accreditation, education and training, teaching and learning, assessment, and continuing professional development may from time to time convene time-limited working parties for purposes such as reviewing elements of curricula, examinations and other forms of assessment, and other matters.

6.6. The Education Committee shall meet at least three times every year.

6.7. A quorum shall be 50% of the members of the Education Committee plus one.

6.8. Reports:

6.8.1. The Education Committee's proceedings shall be recorded in action minutes and reported to the Board.

6.8.2. Regular progress reports against agreed business plans will be provided to the Board.

6.8.3. Exception reporting to address emergent issues or risk management will be provided to the Board.

6.8.4. With the support of the Education Committee, the Chair of the Education Committee shall develop an annual formal monitoring and evaluation report to the Board on the implementation of the College's Education Strategy

## 7. Policy and Advocacy Committee

7.1. The Board will establish a Policy Committee accountable to the Board to develop, coordinate, implement, and monitor the policy and advocacy interests and activities of the College.

- 7.2. The Policy Committee will give advice on policy and advocacy issues in aerospace medicine to the Board, and will receive policy direction from the Board.
8. The Board may create committees or time-limited working parties to perform other specific purposes of the College.

## BY-LAW: BOARD CHARTER

### 1. INTRODUCTION AND PURPOSE

- 1.1. The College is a public company (limited by guarantee) incorporated under the laws of Australia and its Board of Directors is the primary governing body for the organisation.
- 1.2. The Constitution confers various powers to the Board of Directors to manage and control the business of the College. The Board is the peak decision making body within the College's structure.
- 1.3. The role of the Board is to govern the College and to promote the College's interests in the pursuit of its objectives. The Board does this by setting strategic direction and context and focussing on issues critical to the College's success.
- 1.4. The Board reserves some matters to itself for decision and has delegated authority for other matters to College Bodies.
- 1.5. The purpose of this Charter is to promote high standards of governance across the College and its College Bodies, and to clarify the role and responsibilities of the Board.

### 2. BOARD COMPOSITION

- 2.1. The Constitution specifies the composition of the Board. The Board comprises some members appointed to a position, and some members elected to the Board by their peers.
- 2.2. The Board should comprise:
  - 2.2.1. Directors who have a proper understanding of, and competence to deal with, current and emerging issues facing the College; and
  - 2.2.2. Directors who can effectively review and exercise unfettered and independent judgement in the discharge of their duties and responsibilities as Directors of the College.

### 3. BOARD ACCOUNTABILITIES AND RESPONSIBILITIES

The following accountabilities and responsibilities have been adopted by the Board:

(The discharge of some, or all of these accountabilities and responsibilities may be delegated but accountability and responsibility remains with the Board.)

- 3.1. Strategy and Planning

- 3.1.1. Consider the College's strategic position, current strategies and any alternative strategies proposed.
- 3.1.2. Approve strategic plans, major projects and capital expenditure.
- 3.1.3. Review post-implementation assessments of those projects and expenditures.
- 3.1.4. Approve annual operating plans and budgets.
- 3.1.5. Approve external alliances and oversee the management of all external alliance relationships.
- 3.2. Personnel
  - 3.2.1. Require a fair and transparent election process within the College that nominates and selects candidates for the Board who are "fit and proper persons" and not otherwise disqualified from being a director of a corporation under the Corporations Act.
  - 3.2.2. Formally appoint elected members to the Board.
  - 3.2.3. Ensure induction programs for new Board members and ongoing education programs for all Board members are implemented and available when required.
  - 3.2.4. Ensure individual Directors have appropriate access to internal and external sources of information as required to permit the discharge of their duties as Directors of the College.
  - 3.2.5. Oversee the College's relationship with its Fellows and Registrars.
- 3.3. Financial Reporting and Audit
  - 3.3.1. Approve Annual Financial Statements and the Annual Report.
  - 3.3.2. Appoint external auditors and agree their remuneration.
  - 3.3.3. Agree the scope of the external audit each year.
  - 3.3.4. Review the control environment and audit and compliance resources, structures and processes and consider and approve any changes.
  - 3.3.5. Review any significant audit and compliance issues identified and approve any action and remediation plans proposed.



- 3.3.6. Some, or all, of the above accountabilities and responsibilities may be delegated to the Board's Finance Committee for consideration.
- 3.4. Performance Monitoring
  - 3.4.1. Approve any relevant financial and non-financial Key Performance Indicators (KPIs) for the College.
  - 3.4.2. Review the College's performance against those KPIs.
  - 3.4.3. Consider and approve any action or remediation plans to be implemented in respect of the College's performance.
  - 3.4.4. Review regular reports on the College's financial performance.
- 3.5. Risk Management and Compliance
  - 3.5.1. Review major risks the College is, and is likely to be, exposed to in the achievement of its strategic plans and objectives.
  - 3.5.2. Review risk management strategies, resources, structures and processes within the College and consider and approve any recommended changes.
  - 3.5.3. Review the College's brand, image and reputation.
  - 3.5.4. Review its processes to ensure the College complies with its statutory and regulatory obligations.
- 3.6. Capital Management
  - 3.6.1. Approve the Annual Budget of the College.
  - 3.6.2. Approve major transactions not included in the annual budget or outside the ordinary course of business.
  - 3.6.3. Approve the College entering into any other financial arrangements such as borrowings, currency hedging or other financial instrument contracts.
- 3.7. Board Process and Policies
  - 3.7.1. Define and approve the role and responsibilities of the College Bodies that are accountable directly to the Board and ensure appropriate terms of reference have been adopted by other College Bodies.
  - 3.7.2. Approve delegated authorities to the Board Executive and any other College Bodies.

- 3.7.3. Approve policies dealing with Directors' liabilities, indemnity and insurance.
- 3.7.4. Approve any other policies or By-Laws deemed necessary for the good governance of the College and its College Bodies.
- 3.8. Subject to the limitations imposed by the Constitution, statutes and other external regulation, the Board remains free to alter the matters reserved for its decision as it considers appropriate.

#### 4. BOARD COMMITTEES AND OTHER COLLEGE BODIES

- 4.1. The Board may discharge any of its responsibilities through Committees of the Board or any other College Body, in accordance with the College's Constitution and the Corporations Act 2001 (Cth).

[It is important to emphasise that Directors may delegate the exercise and authority of their powers to other persons and/or entities, but responsibility for that power remains with the Directors. A number of court decisions have held that where delegations are exercised, an appropriate system for the review of the performance of those delegations must be in place as Directors will also be held responsible for any failures in the system of delegation.]

- 4.2. As a matter of principle committees may be established to support the Board process. Committees will only provide advice and recommendations to the Board for its consideration and not decide policy unless the Board determines otherwise.

- 4.3. The Board has established the following standing Committees to consider relevant issues in more detail:

- 4.3.1. Reserved
- 4.3.2. Education Committee
- 4.3.3. Policy and Advocacy Committee
- 4.3.4. Reserved
- 4.3.5. Professional Conduct Standards Committee (as required).
- 4.3.6. Appeals Committee (as required)
- 4.3.7. Research and Education Committee (as required)

which shall be reviewed from time to time.

Each entity shall operate strictly in accordance with its own set of Board approved By-Laws. These By-Laws shall set out matters

relevant to each entity's composition and responsibilities and shall be reviewed periodically by the Board to ensure continued relevance.

4.4. The Board has the power to establish such divisions and bodies as it so determines.

4.5. All College Bodies will have access to sufficient resources to carry out their activities and responsibilities in an effective manner.

4.6. All College Bodies established by the Board are accountable to the Board and will report to the Board on decisions and actions taken and provide any advice and make any necessary recommendations for the Board's consideration.

## 5. THE BOARD AND CEO

5.1. Reserved

## 6. ROLE OF THE PRESIDENT

6.1. The President of the College is elected by the Fellows initially as the President-Elect pursuant to the provisions of the Constitution and the College's By-Law on Nomination and Election Process, and is the Chairperson of the Board.

6.2. Prior to every second Annual General Meeting ("AGM") of the College candidates nominated for the position of President-Elect are voted for by the Fellows to take office with effect from that AGM. The President-Elect holds that office until the conclusion of the second AGM following the AGM at which he or she took office, whereupon the President-Elect automatically becomes President of the College.

6.3. The President holds office until the conclusion of the second AGM after the AGM at which he or she took office, whereupon the President must retire and be replaced by the then current President-Elect.

6.4. An ex-President cannot seek another term of office once the period of their Presidency has expired, and cannot seek nomination again as President-Elect or as a Director on the Board once their term of office expires.

6.5. There is no formal position under the College's Constitution of "Past-President" or "Past-Chairperson" (howsoever designated). Holders of such "positions" must take care not to represent themselves officially as such because it may cause misunderstanding as to their authority to act on behalf of the College.

6.6. The President and the President-Elect will act with independent and unfettered judgement at all times.

- 6.7. Good governance practice dictates that the President, or the President-Elect, must not also be the CEO of the College.
- 6.8. The role and responsibilities of the President include:
  - 6.8.1. determining the agenda for Board meetings;
  - 6.8.2. chairing Board meetings and meetings of other College Bodies of which the President is a member unless the President hands over responsibility for chairing the meeting to another member of that College Body.
  - 6.8.3. chairing the Annual General Meeting of the College;
  - 6.8.4. providing leadership to the Board and to the College;
  - 6.8.5. ensuring the efficient organisation and conduct of the Board;
  - 6.8.6. facilitating Board discussions to ensure core issues facing the College and matters for which the Board is accountable and responsible are addressed;
  - 6.8.7. briefing all Directors in relation to issues arising out of Board meetings;
  - 6.8.8. facilitating the effective contribution and ongoing development of all Directors;
  - 6.8.9. promoting consultative and respectful relations between Board members and between the Board and staff of the College;
  - 6.8.10. providing guidance and advice to the Board and Council as required;
  - 6.8.11. representing the Board and the College in meetings with Fellows and other stakeholders.
  - 6.8.12. taking the lead in the governance of the College and its College Bodies.
- 6.9. All official correspondence emanating from the College must be sent under the name of the College President, recognising that there will be instances that letters from the College will be sent jointly under the name of the President and the Chair of the relevant College body or committee.
- 6.10. In the absence of the President, the President-Elect will assume the role and responsibilities of the President.

## 7. RESPONSIBILITY OF INDIVIDUAL DIRECTORS

- 7.1. The Company Directors of the College are directors of an Australian incorporated public company (limited by guarantee) and as such, each Director is subject to the provisions of Australia's Corporations Act 2001 and the regulatory powers vested in the Australian Securities and Investments Commission at all times when acting as a Director of the College.
- 7.2. Company Directors must comply with their legal, statutory and equitable duties and obligations when discharging their responsibilities as Company Directors of the College. Broadly these include:
  - 7.2.1. acting in good faith in the best interests of the College as a whole, not in the interests of other parties including parties that may have elected them to the Board. The concept of the College as a whole recognises that the College covers two countries and is made up of various practice domains;
  - 7.2.2. acting with care and diligence and for proper purpose;
  - 7.2.3. avoiding conflicts of interest wherever possible; and
  - 7.2.4. refraining from making improper use of information gained through the position of Director and from taking improper advantage of the position of Director.
- 7.3. Directors must be committed to the values, purpose and objectives of the College and to the principles of good governance.
- 7.4. Directors must bring an independent mind to consideration of all matters before the Board and the judgement to be able to oversee, monitor and counsel the performance of people acting on behalf of the College.
- 7.5. Directors must support the letter and spirit of Board decisions. Each Director commits to the concept of collective responsibility in the Board's decision making processes, and while consensus will try to be reached on all decisions, all Directors must support and abide by the majority decisions of the Board in such instances where consensus is not achieved. Directors will always respect the contributions of other Directors to Board debate and discussion. Directors will debate issues openly and constructively and be free to question or challenge opinions presented at meetings that differ from their own but ultimately collective responsibility will prevail to ensure due Board process.
- 7.6. Directors must ensure they have sufficient time available to diligently undertake the responsibilities of a Director of the College, be adequately prepared for all Board meetings and be prepared to respond within required timeframes to requests. Directors shall also use reasonable endeavours to attend all

Board Meetings, advising the President and the Company Secretary in advance of a meeting if they are to be absent.

If a Director knows he or she is to be absent from a future meeting or meetings of the Board, formal Leave of Absence must be sought from the President in advance of that meeting or meetings. Only in exceptional circumstances with the approval of the President will an alternate or nominee be permitted to attend a Board meeting in place of a Director. An alternate or nominee permitted to attend a meeting in place of a Director must be a Fellow or a Registrar of the College, as applicable.

- 7.7. If Leave of Absence has not been granted, a casual vacancy shall be deemed to arise if a Director is absent for three consecutive Board Meetings. However the Board may resolve to waive that situation in any particular case and is not obliged to provide any reason for its decision.
- 7.8. Directors will keep all Board information, discussions, deliberations and decisions, which are not publicly known, confidential. For example, Board Papers and Minutes of Board Meetings must not be provided to any party outside of the Board, the Company Secretary and the College's external auditors without the consent of the President. The President may consult with the Company Secretary before providing consent.

However, the Board will develop a policy for the dissemination of Board decisions to College Bodies, Fellows, Registrars, staff and other stakeholders as appropriate.

## 8. CONFLICTS OF INTEREST

- 8.1. Directors must:
  - 8.1.1. disclose to the Board any actual or potential conflicts of interest which may exist, or be thought to exist, as soon as they become aware of the issue;
  - 8.1.2. take any necessary and reasonable measures to try to resolve the conflict; and
  - 8.1.3. comply with the Corporations Act 2001 (Cth) provisions on disclosing interests and restrictions on voting.
- 8.2. If a conflict or potential conflict situation exists, it is expected that the conflicted Director shall be absent from the meeting while the Board discusses the matter, and decides on the level of involvement of the Director in the subsequent decision-making process.

## 9. ACCESS TO INFORMATION AND INDEPENDENT ADVICE

- 9.1. Directors may access such information and seek such independent professional advice as they individually or collectively consider necessary to fulfil their responsibilities and permit independent judgment in decision making.
- 9.2. Directors will be entitled to:
  - 9.2.1. at any time request relevant and additional information or seek explanations;
  - 9.2.2. have access to external auditors, without management present, to seek explanations or additional information;
  - 9.2.3. seek independent professional advice with the President's consent, which will not be unreasonably withheld or delayed, and which will be at the College's expense.
- 9.3. If the President has a conflict with, or is otherwise disqualified from consideration of, the matter on which independent professional advice is to be sought, then the consent of the President-Elect must be provided before that advice is obtained.
- 9.4. If both the President and the President-Elect are conflicted, then the remaining unconflicted Directors may decide to seek any independent professional advice considered necessary to assist their decision making process.
- 9.5. Copies of this advice must be made available to, and be for the benefit of, all Board members, unless the President or the President-Elect or the unconflicted Directors, as applicable, determine otherwise.

## 10. ROLE OF THE COMPANY SECRETARY

- 10.1. The Company Secretary is appointed by the Board, is accountable to the Board.
- 10.2. The Company Secretary will advise the Board, the President and individual Directors on all matters of corporate governance and compliance.
- 10.3. The Company Secretary's advice and services shall be available to all Directors and Board Committees.
- 10.4. At the direction of the Board, the Company Secretary may obtain independent professional advice for the Board's consideration.
- 10.5. The Company Secretary will work with the President to develop robust processes which produce transparency in terms of disclosures on matters such as conflicts of interest and related party transactions.

- 10.6. The Secretary will take minutes of all meetings held and keep records of all reports and papers submitted to the Board. Any dissenting Director shall be entitled to have his or her opinion recorded in the minutes.
- 10.7. The Company Secretary will organise and manage the submission of all papers and reports to the Board. The Company Secretary will also work with the President to prepare agendas for all Board Meetings, and, as required, for Board Committee Meetings.

## 11. REVIEW OF THE BOARD

- 11.1. The performance of the Board will be reviewed periodically by the President.
- 11.2. The evaluation will:
  - 11.2.1. review the Board's role;
  - 11.2.2. review the Board processes and the Committees appointed to support the Board;
  - 11.2.3. review the Board's performance including the performance of its Committees and other Board appointed bodies, individual Directors and the governance processes that support the operation of the Board.

## 12. PROCEDURES

- 12.1. As provided by the Constitution of the College, the Board may meet for the transaction of business and adjourn and otherwise regulate its meetings as it thinks fit.
- 12.2. A quorum for Board meetings is one half of the total membership of the Board, unless the Board resolves that a greater number shall constitute a quorum.
- 12.3. Directors' meetings may be held with one or more of the participants taking part by telephone, or by other means of audio or audio-visual communication, when each of the participants is able to hear and to speak to each of the other participants. A meeting of the Board may only be held in this manner where all of the Directors (other than any on leave of absence or disqualified from attending the meeting) have access to the communication facilities to be used for the meeting.
- 12.4. Directors may pass or approve resolutions of the Board by written resolution by adopting the procedures set out in the relevant section of the College's Constitution.



12.5. The Board may review this Charter every two years or such other period as the Board determines and approve any amendments agreed.

13. DEFINITIONS

Unless the context requires otherwise, defined terms used in these by-laws have the same meaning as those terms in the Constitution of the College.

## BY-LAW: NOMINATION AND ELECTION PROCESS

### 1. INTRODUCTION AND PURPOSE

- 1.1. The Constitution of the College determines which positions on the Board, and on those of its College Bodies, are subject to election, the frequency of elections, who is eligible to nominate for election and who is eligible to vote in elections.
- 1.2. The Board has approved these By-Laws to govern the nomination and election process for positions on the Board and on its College Bodies in the absence of any specific provisions in the Constitution or in the By-Laws or Terms of Reference of the particular College Body.
- 1.3. The Constitution and the Board Charter By Law specify the process for nominating and electing positions on the Board. Where the Constitution or the Board Charter By Law are silent on any procedural aspect of the nominating and electing process, the provisions of this By-Law shall apply.
- 1.4. Where any conflict occurs between the College Body's By-Laws or Terms of Reference and this By-Law, the College Body's By-Laws or Terms of Reference will take precedence.

### 2. NOMINATION PROCEDURES FOR ELECTION TO COLLEGE BODIES

#### 2.1. Who May Nominate

Any person may nominate provided they:

- 2.1.1. are entitled to vote in the election; and
- 2.1.2. RESERVED
- 2.1.3. are not the current President nominating for re-election as President.

#### 2.2. Invitation For Nominations

- 2.2.1. Where a position is to be elected, notice shall be given to all of those persons entitled to vote in the election calling for nominations.

That notice shall include:

- (a) the vacant positions to be filled;
- (b) a description of the roles and responsibilities of the vacant positions;
- (c) the date by which nominations must be received by the College ("Closing Date for Nominations");

(d) to whom the nomination must be sent.

2.2.2. Where any proposed election is to be conducted by electronic means, the College will email the Call for Nominations Notice to all eligible persons.

Where the College does not have a current or active email address, the College will send a letter to the eligible person providing notice that nominations are being sought and advising details of the link on the College's website to all relevant information pertaining to the forthcoming elections, including the nomination process, nomination forms and position descriptions. The eligible person will also be requested to provide a current email address to the College if they have one.

### 2.3. Diversity of Nominations

The Board shall encourage nomination for elective offices by distributing to all Fellows of the Faculty before an election a description of the roles and responsibilities of the positions to be filled, and attempt as far as practicable to ensure that important strata of the Fellowship are represented among the candidates.

### 2.4. How To Nominate

Nominations shall be in writing, using the prescribed form, and signed personally or electronically by the candidate. Candidates must complete a candidate statement and provide an election statement of not more than 500 words as part of the nomination process.

### 2.5. Time Frames

2.5.1. The notice calling for nominations shall be issued at least 56 days (eight weeks) prior to the closing date proposed for any election.

2.5.2. Nominations must be received by the College at least 28 days (four weeks) prior to the Closing Date proposed for any elections ("Closing Date for Nominations"). Nominations received after this date will not be accepted.

### 2.6. Withdrawal of Nomination

A candidate may withdraw his or her nomination for a vacant position by notification in writing delivered to the College at any time prior to the Closing Date for Nominations.

## 3. ELECTION PROCEDURES

Where a position on a College Body is to be filled by election the following procedures shall apply:

3.1. Fewer Nominations than Vacancies

If the number of valid nominations received is equal to or less than the number of vacant positions to be filled, those nominees shall be deemed to be elected to those positions.

Any remaining vacancies may be filled by the College Body as a casual vacancy following the procedures set out in the relevant College By-Laws determined by the Board from time to time.

3.2. More Nominations than Vacancies

If the number of valid nominations received is greater than the number of vacant positions to be filled, an election shall be undertaken either as a postal ballot or by email or other electronic means approved by the Board for this purpose.

3.3. Conducting an Election

3.3.1. When an election is required, notice of the election, and ballot papers if conducting the election by post, shall be sent to all eligible persons at least 28 days (four weeks) before the Closing Date for Voting. The notice shall:

- (a) state the method for return of ballot papers, and to whom they must be returned;
- (b) state the date by which ballot papers must be received by the College ("Closing Date for Voting");
- (c) include each nominee's candidate statement and election statement; and
- (d) if conducting the election electronically, detail the link to all information posted to the College's website relating to the election.

3.3.2. Electronic Election

- (a) All persons eligible to vote in an election are to be emailed notice of the forthcoming election.
- (b) For those eligible persons who do not have an active or current email address registered with the College, or who have provided the College with a shared email address, a letter will be sent advising of the link address on the College's website to vote in the elections.

(c) For those eligible persons who are unable to access the College's website, a hard copy of the ballot papers together with the respective candidate's statement and election statement will be mailed on request.

3.3.3. Late or non-receipt of a ballot paper by a person eligible to vote will not invalidate an election.

3.4. Candidate Statement and Election Conduct

3.4.1. Each candidate will prepare a candidate statement, pursuant to section 2.4, for a single distribution to Fellows in accordance with section 3.3.1;

3.4.2. Candidates must not contact or involve any staff member for the purpose of canvassing;

3.4.3. A candidate must not post up, exhibit or distribute on any property owned or occupied by the College any material in support of the candidature of any person at an election.

3.5. Returning Officer

The Board may appoint any person to be the Returning Officer for an election.

3.6. Ballots

3.6.1. The order in which candidates' names are to be entered on the ballot shall be determined alphabetically by surname.

3.6.2. Ballots are to be prepared with candidates' surnames in a more conspicuous font than their given names or initials, with a square box opposite or beside the name to indicate the vote.

3.7. Certification of Registers

The Company Secretary shall certify as correct a copy or copies of the register, or registers, of persons eligible to vote in the elections and provide that copy or copies to the Returning Officer.

A copy of the register or registers is to be available for inspection by members upon request.

3.8. Counting of Votes

3.8.1. The Returning Officer shall be responsible for counting the ballots and determining whether any ballot received is informal and excluded from the

count. A ballot is not to be excluded if the voter's intention is clearly marked on the ballot.

- 3.8.2. A ballot shall be deemed informal if it does not indicate a vote for any candidate.

A determination by the Returning Officer of the formality or informality of a ballot or vote shall be final.

- 3.8.3. The result or results of the election shall be advised on the College website as soon as practicable after the Closing Date for Voting.

- 3.8.4. Any ballot received after the Closing Date for Voting shall be deemed invalid and will not be counted.

### 3.9. Equality of Votes

In the event of an equal number of votes in respect of any position for which a ballot is conducted the Chair of the relevant College Body shall have a second or casting vote. If the Chair is conflicted and is precluded from exercising a casting vote (for example, if the vacant position being voted upon is the Chair of the College Body) then the Chair of the Body to which the College Body is accountable shall have a casting vote. In the absence of that individual, the President of the College, or in his or her absence the President-Elect, shall exercise a casting vote.

### 3.10. Death or Incapacity of a Candidate

- 3.10.1. If any candidate dies or becomes incapacitated after the Closing Date for Nominations and before the Closing Date for Voting, the election is deemed to have failed and a fresh election must be held.

- 3.10.2. If any candidate dies or becomes incapacitated on or after the Closing Date for Voting the election is deemed to have failed and a fresh election must be held.

### 3.11. Board May Determine Other Procedures

The Board may determine other procedures for the conduct of any election, and may make rules for that purpose from time to time.

### 3.12. Resolution of Disputes

- 3.12.1. If an eligible voter disputes the validity of the conduct of an election, that person shall, within 30 days of the Closing Date for Voting give notice in writing to the Board stating the grounds of their complaint.

3.12.2. The Board may then either itself investigate the Complaint, may appoint a committee of the Board for that purpose, or may refer the complaint to the College Standards Committee.

3.12.3. After hearing the complaint, or the report of any committee appointed to investigate the complaint, if such an appointment was made, the Board shall determine the matter.

3.13. The Board's decision in relation to the complaint shall be final.

#### 4. NOMINATION AND ELECTION TO POSITIONS TO THE BOARD

4.1. The only directly elected position to the Board is that of the President-Elect.

4.2. The College Constitution sets out the nomination and election processes for candidates for the office of President-Elect as follows:

4.2.1. At every second Annual General Meeting the President-Elect shall be elected by the Fellows (as defined in the Constitution) by ballot, conducted in accordance with By-Laws made by the Board for that purpose.

4.2.2. Nominations for candidates for election as President-Elect shall be signed by two Fellows and contain a consent to act signed by the person nominated and shall be left with, or posted or transmitted to, the College at least 84 days before the Annual General Meeting.

4.2.3. If the number of nominations of candidates for election as President-Elect does not exceed one, the candidate so nominated shall be declared duly elected at the Annual General Meeting.

4.2.4. If the number of nominations of candidates exceeds the vacancy, balloting lists shall be printed containing, in alphabetical order, the names of the candidates nominated, and the ballot shall be dispatched to each Fellow at least 56 days before the Annual General Meeting.

4.2.5. Ballot papers are to be received by the College from Fellows not later than 28 days prior to the Annual General Meeting, and any votes received thereafter shall be deemed to be invalid and not counted.

4.2.6. At the Annual General Meeting the poll for the election shall be declared.

4.2.7. In the event of two or more candidates receiving an equal number of votes, then the priority between such candidates shall be determined by lot.

5. DEFINITIONS

Unless the context requires otherwise, defined terms used in these by-laws have the same meaning as those terms in the Constitution of the College.



## **BY-LAW: RECONSIDERATION, REVIEW & APPEALS PROCESS**

### **1. INTRODUCTION AND PURPOSE**

- 1.1. The Australasian College of Aerospace Medicine Ltd (“the College”) is committed to procedural fairness. This Reconsideration, Review and Appeals By-Law applies to the College and other College Bodies
- 1.2. The purpose of this By-Law is to provide an internal appeals mechanism to ensure that those affected by decisions of the College are treated fairly, consistently and impartially at all times.

### **2. RECONSIDERATION AND REVIEW**

- 2.1. Any person who is dissatisfied with a Decision referred to below may apply to have that Decision reconsidered or reviewed (“the Applicant”) within the timeframes set out in Clause 7 of this By-Law.
- 2.2. A reconsideration is conducted by the College Body that made the original Decision (“Reconsideration”).
- 2.3. A review is conducted by the Dean of Education.
- 2.4. “Decision” means any decision of a College Body which may be reconsidered, reviewed or appealed (subject to clause 2.5) and which are:
  - 2.4.1. Decisions in relation to the assessment, supervision and progress of Registrars of College Bodies (including admission, dismissal or recognition of training but excluding the outcome or results of the assessment of written or clinical examinations);
  - 2.4.2. Decisions in relation to applications for special consideration in relation to the College’s assessment process made in accordance with the College’s Application for Special Consideration for Assessments Policy (which applies if there are adverse circumstances during summative assessments);
  - 2.4.3. Decisions in relation to applications for admission to Fellowship;
  - 2.4.4. Decisions in relation to applications from overseas trained doctors;
  - 2.4.5. Decisions in relation to requirements for summative assessment, top up training and peer review for overseas trained doctors for assessment as set out above;

- 2.4.6. Decisions in relation to participation in the Continuing Professional Development (CPD) Program;
  - 2.4.7. Decisions in relation to accreditation for training hospitals, units, teaching centres or supervisors;
  - 2.4.8. Decisions in relation to the financial standing of Fellows, Registrars or other persons with the College or any of its College Bodies;
  - 2.4.9. Decisions made by the Board of Directors of the College ("Board") to terminate the membership of a member under clause 4.1.1(c) of the Constitution; or
  - 2.4.10. Such other Decisions as the Board may permit or determine from time to time.
- 2.5. This By-Law does not apply to any decision made by the Board other than a Decision referred to in clause 2.4.9 and 2.4.10 above.
- 2.6. Reconsideration
- 2.6.1. A reconsideration of a Decision is conducted by the same College Body which made the Decision.
  - 2.6.2. The Applicant must apply in writing to the Chairperson of the applicable College Body:
    - (a) stating the Decision in respect of which the reconsideration is sought;
    - (b) stating the grounds for the reconsideration and the matters in issue; and
    - (c) providing any additional information or material considered relevant to the Decision, within the timeframe specified in this By-Law.
  - 2.6.3. The relevant College Body will convene a Reconsideration Committee within the timeframe specified in this By-Law.
  - 2.6.4. The Reconsideration Committee will consider:
    - (a) all original information and material provided;
    - (b) the reasons for the Decision being taken;
    - (c) any additional information and material provided by the Applicant;

- (d) any additional information and/or material considered relevant by the Chairperson of the Reconsideration Committee.

Note: Evidence of further training and experience by the Applicant during the period between making the original Decision the subject of the reconsideration and the convening of the Reconsideration Committee shall not be considered as additional information.

- 2.6.5. The Reconsideration Committee retains the right to an extension of time within which to undertake the reconsideration process. The Applicant will be notified in writing as soon as practicable by the Chairperson (or his/her nominee) of any extension of time required by the Committee.
- 2.6.6. Minutes of the Reconsideration Committee's deliberations and decision, including reasons for the decision taken, shall be kept in accordance with the College's governance practices.
- 2.6.7. The decision made by the Reconsideration Committee shall be conveyed to the Applicant in writing within the timeframe specified in this By-Law.
- 2.6.8. Where possible the Reconsideration Committee should endeavour to provide the Applicant with reasons for its decision.
- 2.6.9. The Applicant should be advised of his/her right to have the Reconsideration Committee's decision reviewed, by following the procedures set out in this By-Law.
- 2.6.10. A decision made by the Board is not subject to reconsideration.
- 2.7. Review
  - 2.7.1. An Applicant dissatisfied with the decision of the Reconsideration Committee may elect to have that decision reviewed.
  - 2.7.2. Alternatively any person dissatisfied with the Decision of a College Body may elect to move directly to the review process.
  - 2.7.3. A review of a reconsidered decision or of the Decision as elected pursuant to Clause 2.7.2 is undertaken by the Dean of Education, or a nominee acting on their behalf ("Review Committee").

2.7.4. The Review Committee will not include any members who were part of the College Body making or reconsidering the Decision. The Chairperson of the Review Committee will ensure, before convening that Committee, that all those taking part were not members of the original College Body and/or the Reconsideration Committee and had not discussed the Decision with members of the original College Body and/or the Reconsideration Committee.

2.7.5. The College President may determine that an application for review should proceed directly to an Appeal under clause 3 of this By-Law if:

- (a) it is not possible to constitute a Review Committee which complies with clause 2 of this By-Law; or
- (b) the President is otherwise satisfied that there are exceptional circumstances which justify the matter proceeding by way of an Appeal.

2.7.6. An Applicant seeking a review must apply in writing to the Chairperson of the Review Committee:

- (a) stating the Decision in respect of which the review is sought;
- (b) stating the grounds for the review and the matters in issue;
- (c) providing any additional information or material considered relevant to the Decision; and
- (d) providing payment of the applicable fee; within the timeframe specified in this By-Law.

Note: Evidence of further training and experience by the Applicant during the period between making the original Decision the subject of the review and the convening of the Review Committee shall not be considered as additional information.

2.7.7. The Review Committee will consider:

- (a) all original information and material provided;
- (b) the reasons for the Decision being taken;
- (c) any additional information and material provided by the Applicant to the Reconsideration Committee (as applicable);

- (d) any additional information and material sought by the Reconsideration Committee (as applicable);
- (e) the decision of the Reconsideration Committee (as applicable);
- (f) any additional information and/or material provided by the Applicant to the Review Committee;
- (g) any additional information and/or material considered relevant by the Chairperson of the Review Committee, including any information regarding the policy and procedures relevant to the Decision.

2.7.8. The Review Committee retains the right to an extension of time within which to undertake the review process. The Applicant will be notified in writing as soon as practicable by the Chairperson (or his/her nominee) of any extension of time required by the Committee.

2.7.9. Minutes of the Review Committee's deliberations and decision, including reasons for the decision taken, shall be kept in accordance with the College's governance practices.

- (a) The decision made by the Review Committee shall be conveyed to the Applicant in writing within the timeframe specified in this By-Law.
- (b) Where possible the Review Committee should endeavour to provide the Applicant with reasons for its decision.
- (c) The Applicant should be advised of his or her right to have the Review Committee's decision appealed, by following the procedures set out in this By-Law.
- (d) The decision made by the Review Committee shall also be conveyed to the original College Body in writing following the meeting, providing reasons for its decision if the original Decision is overturned.

2.7.10. A decision made by the Board is not subject to review.

### 3. APPEALS

3.1. An Applicant who is dissatisfied with:

- 3.1.1. a Decision of the Review Committee; or
  - 3.1.2. a Decision made by the Board to terminate the Applicant's membership under clause 4.1.1(c) of the Constitution may within 30 days of receipt of notice of that Decision, apply to the President to have the Decision heard by the Appeals Committee ("Appeal").
- 3.2. Except:
- 3.2.1. in the case of a Decision made by the Board to terminate the Applicant's membership under clause 4.1.1(c) of the Constitution; or
  - 3.2.2. where the President has made a determination under clause 2.7.5 of this By-Law

appeals to the Appeals Committee may only be made after the matter has been considered by the Review Committee. Before convening the Appeals Committee, the President must be satisfied that the Applicant has exhausted all other avenues of reconsideration and review of the Decision.

- 3.3. A request for Appeal must be made in writing to the President requesting that the President convene the Appeals Committee and must:
- 3.3.1. state the Decision in respect of which the Appeal is sought;
  - 3.3.2. stating the grounds for the Appeal and the matters in issue; and
  - 3.3.3. provide any additional information or material considered relevant to the Decision and/or subsequent reconsideration and/or review decisions;
  - 3.3.4. provide payment of the applicable fee.

Note: Evidence of further training and experience by the Applicant during the period between making the original Decision the subject of the Appeal and the convening of the Appeals Committee shall not be considered as additional information.

- 3.3.5. After determining that the Appeal is to proceed, the President, or delegate shall acknowledge receipt of the request and the applicable fee to the Applicant and proceed to convene the Appeals Committee.
- 3.4. The President may, with the agreement of the Applicant, convene the Appeals Committee outside the time frame set out in clause 7.

#### 4. APPEALS COMMITTEE

- 4.1. The Board shall approve suitably qualified people to be members of the Appeals Committee Panel.
- 4.2. After a matter has been accepted for Appeal, an Appeal Committee will be formed for the purposes of hearing and deciding that Appeal.
- 4.3. The Board will approve the membership of Appeal Committees.
- 4.4. An Appeals Committee will consist of five members.
- 4.5. The Chair of an Appeals Committee will be a Fellow appointed by the Board to chair the Committee.
- 4.6. When possible, the other members of an Appeals Committee will be:
  - 4.6.1. A Fellow of the College Body that made the Decision (in the case of an Appeal of a Decision made by the Board under clause 4.1.1(c) of the Constitution, a member of the Board);
  - 4.6.2. A Fellow of a College Body not involved in the subject matter of the Decision on Appeal; and
  - 4.6.3. Two other appropriately qualified persons (one of whom may need to be a lawyer, if considered necessary).

Except in the case of an Appeal of a Decision made by the Board under clause 4.1.1(c) of the Constitution, the Appeals Committee must not include any person who was party to the Decision or was a member of any Committee that reconsidered or reviewed that Decision, or had discussed the Decision with any member of any Committee that reconsidered or reviewed the Decision. In any case, the Appeals Committee must not include any person who has a personal interest in the outcome of the Appeal.

- 4.7. The Secretary should be present during the Appeals Committee deliberations.
- 4.8. A quorum for meetings of an Appeals Committee will be the Chairperson plus three other members.
- 4.9. In the case of an Appeal of a Decision made by the Board under clause 4.1.1(c) of the Constitution, the quorum must include three members who are not also members of the Board.
- 4.10. All members of the Appeals Committee shall be entitled to vote on decisions. The Appeals Committee shall decide on the basis of

a majority vote. In the event of an equality of votes, the Chairperson may exercise a casting vote.

4.11. An Appeals Committee is a committee of the Board of the College.

## 5. CONSIDERATION OF APPEALS

5.1. At least 21 days prior to the convening of the Appeals Committee hearing the Chief Executive Officer will advise the Applicant of:

5.1.1. the date, time and place of the hearing; and

5.1.2. the right of the Applicant to appear before the Appeals Committee to be accompanied by another person and to seek leave to have legal representation.

5.2. An Applicant has the right to appear before and address the Appeals Committee in relation to his or her submissions. The Applicant shall not be entitled to have an advocate or to be legally represented before the Committee, unless the Committee has given its prior consent.

5.3. An Applicant who seeks leave to be legally represented will be required to present arguments as to why permission should be granted. Whenever possible the Chairperson of the Committee shall consult with the other members of the Committee and determine whether consent should be given, prior to the meeting of the Appeals Committee. When such a determination cannot be made in advance, the Appeals Committee shall determine the matter at the hearing as its first item of business.

5.4. An Appeals Committee must act only on the basis of the supporting evidence according to the rules of procedural fairness and must decide each Appeal on its merits.

5.5. The Appeals Committee is not bound by the rules of evidence and shall be entitled to consider all relevant information which it thinks fit and may invite any person to appear before it or to provide information.

5.6. Except where otherwise required by Law or otherwise determined by the Appeals Committee, a transcript of the hearing and other information provided to the Committee will be kept confidential (save that information may be released with the consent of the Applicant, and information will be released in the Committee's report to the Board. Board Documents remain confidential).

5.7. Minutes of the Appeal Committee's deliberations and decision, including reasons for the decision taken, shall be kept.

## 6. DECISIONS OF THE APPEALS COMMITTEE



- 6.1. An Appeals Committee may, upon considering all submissions:
- 6.1.1. confirm the Decision;
  - 6.1.2. revoke the Decision;
  - 6.1.3. revoke the Decision and refer the Decision to the relevant Committee for further consideration (upon such terms and conditions as the Appeals Committee may determine);
  - 6.1.4. revoke the Decision and replace it with such other decision as it thinks fit; and
  - 6.1.5. make such recommendations to the Board as it determines.
- 6.2. There may be occasions where a decision may be believed by the Appeals Committee, College President or Board to have direct relevance and ramifications beyond the College Body from which the Decision that was the subject of the appeal originated. In such cases, where it is considered necessary for a College process, procedure or policy to be altered as a result of the decision of an Appeal, and with the agreement of the Chairperson of the Appeals Committee, the decision of the Appeals Committee, together with a summary of the reasons for the decision that is considered to be of direct relevance, may be conveyed to such other bodies or staff as is considered necessary, provided that the information conveyed is first “de-identified” to protect the confidentiality of the Appeals process.

## 7. APPLICABLE TIMEFRAMES

- 7.1. The following time limits have been set for the handing down of decisions and the right to request Reconsideration, Review or Appeal of Decisions.

Stage	Committee	Time Limit	Action initiated by
<b>Reconsideration</b>			
Period to lodge request for Reconsideration		28 days from receipt of decision	Applicant
Reconsideration	College Body that made the Decision (Reconsideration Committee)	28 days from the later of receipt of the Applicant's request for reconsideration or when all documentation is received from the Applicant	Chair of Reconsideration Committee or Director of Education if an OTD or Registrar
<b>Review</b>			
Period to lodge request for Review		28 days from receipt of decision or reconsideration decision	Applicant
Review	College Body that made the Decision (Review Committee)	56 days from the later of receipt of the Applicant's request for review or when all documentation is received from the Applicant	Chair of Review Committee or Director of Education if an OTD or Registrar
<b>Appeal</b>			
Period to lodge request for Appeal		28 days from receipt of review decision or Board's	Applicant

		decision pursuant to clause 4.1.1(c) of the Constitution	
Appeal	Appeal Committee	112 days from receipt of the Applicant's appeal, or at a date agreed.	President

7.2. The following notes are to be read in conjunction with the above timetable.

7.2.1. The Applicant may, without charge, elect to have the Decision reconsidered by the original College Body (Reconsideration Committee). The Applicant may provide new or additional material in support of their request for reconsideration.

7.2.2. At any time the Applicant may request the Reconsideration Committee grant an extension of time in which to provide further information or material, and the Committee will grant any requests for an extension of time considered reasonable.

7.2.3. If no request for an extension of time is made then the Committee will hand down its decision within 28 days of receipt of the request for reconsideration. If an extension of time is granted, then the Committee will hand down its decision within 28 days of receipt by the Committee of the additional information or material.

7.2.4. An Applicant may elect, on payment of any scheduled fee, to have the Decision reviewed (Review Committee). The Applicant may provide new or additional material in support of their request for review.

7.2.5. At any time the Applicant may request the Review Committee grant an extension of time in which to provide further information or material, and the Committee will grant any requests for an extension of time considered reasonable.

7.2.6. If no request for an extension of time is made then the Committee will hand down its decision within 56 days of receipt of the request for review. If an extension of time is granted then the Committee will hand down its decision within 56 days of receipt by the Committee of the additional information or material.

7.2.7. If an Applicant elected for reconsideration and receives an unfavourable decision then the Applicant may, within 28 days, elect to have that decision reviewed, and the costs set out in clause 9 and timeframes outlined in clause 7.1 above will stand as if that election had been made.

7.2.8. If an Applicant is dissatisfied with the decision of the Review Committee, he or she may, within 28 days and on payment of the scheduled fee, elect to have the matter considered by the Appeals Committee.

7.2.9. The Secretary of the Appeal Committee, on behalf of that Committee's Chairperson, will notify the Applicant in writing of the Committee's decision, including reasons for the decision, within 28 days of the Committee's hearing.

## 8. GENERAL MATTERS

8.1. The Director of Education is responsible for the Overseas Trained Doctors' (OTDs) and Registrars' appeal processes, and as such will have no role in the consideration of appeals from OTPs and Registrars.

The Chairperson of each relevant Committee is responsible for convening that Committee to hear the reconsideration or review, and to hand down a decision within the applicable timeframe. However where it appears for any reason that a timeframe may not be met in the course of events, then the Board may request that the relevant Committee meet as soon as possible, either in or out of session, in order to hand down a decision within the relevant timeframe.

8.2. In the case of an Appeal the President has authority to convene the Appeals Committee, which the President can delegate to any other person. Where it appears for any reason that a timeframe may not be met in the course of the Appeal, then the Board may request that the Appeals Committee meet as soon as possible, either in or out of session, in order to hand down a decision within the relevant time. The President may also delegate any, or all, of his or her powers and duties under this By-Law to such person or persons as he or she determines, provided that person or persons was/were not a member of any Committee that reconsidered or reviewed the Decision, or otherwise has a personal interest in the outcome of the reconsideration, review and appeals process.

8.3. The relevant committee may at any stage grant leave for the Applicant to bring a matter for reconsideration, review or appeal outside of the time limit for doing so if the Applicant can demonstrate that there are reasonable grounds to allow the application out of time including but not limited to:

8.3.1. the availability of new information;

8.3.2. matters preventing the Applicant from making the application at an earlier time;

8.3.3. that it would impose unjustifiable hardship on the Applicant to be prevented from bringing a matter to the relevant committee.

8.4. The Board of the College shall review this By-Law at such time as it considered appropriate.

9. Scheduled Fees

9.1. No fee is payable on Reconsideration.

9.2. A fee of \$500 is payable on a request for Review.

9.3. A fee of \$500 is payable on a request for Appeal.

10. Definitions

Unless the context requires otherwise, defined terms used in these by-laws have the same meaning as those terms in the Constitution of the College.

## By-law: College Education Committee

### 1. INTRODUCTION AND PURPOSE

1.1. The College Board has, pursuant to the Constitution of the College, established the College Education Committee to operate in accordance with this By-law (the College Education Committee By-law).

1.2. The College Board has established the College Education Committee to be the College's peak body responsible for developing and overseeing educational policy. In this capacity, the College Education Committee is to:

1.2.1. ensure the consistent quality of education and training;

1.2.2. consult with the Policy Committee on all relevant policy development;

1.2.3. develop policy to guide Registrars and their supervisors on:

(a) teaching and learning;

(b) assessment of training;

(c) the accreditation of sites and supervisors;

(d) accreditation of training;

(e) the appointment and accreditation of mentors and supervisors and policy relating to physician educator support;

(f) continuing professional development; and

(g) assessment for overseas-trained doctors and specialists;

1.2.4. accredit against agreed policies and standards:

(a) the specialist training program;

(b) the specialist training curriculum;

(c) the professional qualities curriculum;

(d) Continuing Professional Development programs;

(e) assessment frameworks;

- (f) teaching and learning processes and supervisory frameworks;
  - (g) other curricula and specialist training programs auspiced by the College; and
  - (h) education support programs for training supervisors and mentors;
- 1.2.5 to oversee, monitor and evaluate the College's education and specialist training programs;
- 1.2.6 to ensure that the College's education enterprise is consistent with the requirements of relevant external agencies;
- 1.2.7 to promote and support the development of new educational initiatives; and
- 1.2.8 to ensure to the extent possible that decisions and recommendations made consider any relevant differences between the Australian and New Zealand contexts, and military and civil domains of practice.
- 1.3. The College Education Committee must operate in accordance with:
- 1.3.1. the Constitution;
  - 1.3.2. this By-law;
  - 1.3.3. all by-laws, policies, procedures of the College; and
  - 1.3.4. all directions of the College Board.
- 1.4. Where there is a conflict between:
- 1.4.1. the terms of the College Education Committee By-law and the Constitution, the Constitution will take precedence;
  - 1.4.2. the terms of the College Education Committee By-law and any other By-law of the College, the College Education Committee By-law will take precedence; or
  - 1.4.3. the terms of the College Education Committee By-law; and
    - (a) a policy or procedure of the College; or
    - (b) a direction of the College Board,
- the matter will be raised, in the first instance, with the Chair of the College Education Committee for

clarification who may, if he/she is unable to make a determination, refer the matter to the Dean of Education who may either make a determination or refer the matter to the President in which case the President will appoint a committee to determine the matter.

## 2. THE COLLEGE EDUCATION COMMITTEE

### 2.1. Committee prohibitions

The College Education Committee must not:

- 2.1.1. enter into any agreement binding upon it or on the College;
- 2.1.2. represent or imply in any way that the College Education Committee is a body independent of the College; or
- 2.1.3. make public announcements on behalf of the College or the College Education Committee without the approval of the President of the College or if the President is unavailable or conflicted, the President-Elect of the College.

### 2.2. Composition of the Committee

The College Education Committee shall comprise:

- 2.2.1. The Chair of the Committee, appointed by the Board;
- 2.2.2. As many Fellows and Associate Fellows as considered necessary by the Chair of the Education Committee;
- 2.2.3. A Registrar representative.

### 2.3. Chair

The College Board shall appoint a Board Director as Chair of the College Education Committee.

### 2.4. Term

The term of membership for nominated positions to the College Education Committee and the College Education Committee Executive Committee shall be two years and members are eligible for, but not entitled to, re-appointment for a further two year term up to a maximum of three (3) two year terms of continuous appointment.

### 2.5. Meetings

College Education Committee shall meet at least three times a year and at other times as required.

2.6. Quorum

A quorum of a meeting of College Education Committee shall be one third plus one of members of the Committee (excluding members who may be disqualified from participating in the consideration of and/or voting on a particular matter due to a conflict of interest).

2.7. Sub-committees

The College Education Committee may, subject to College Board approval, create such other committees or time-limited or specific purpose working groups as College Education Committee may determine from time to time.

3. EXECUTIVE COMMITTEE

3.1. Reserved

4. REPORTING

4.1. The College Education Committee is a Committee of the College Board and must report to the College Board as required by the College Board from time to time.

4.2. The College Education Committee may make exception reports to the College Board to address emergent or risk management issues as required.

5. DEFINITIONS

5.1. "College" means The Australasian College of Aerospace Medicine, an incorporated body limited by guarantee.

5.2. "College Board" means the Board of Directors of the College.

5.3. "Constitution" means the Constitution of the College as amended from time to time.



## BY-LAWS: COLLEGE POLICY AND ADVOCACY COMMITTEE

### 1. Purpose

The College Policy and Advocacy Committee is responsible for developing high level College-wide advice on policy and advocacy. The Committee is accountable to the Board. It receives advice from whatever sources are required.

### 2. Responsibilities

The responsibilities of the Committee are:

- 2.1. To develop and continuously review a College-wide, forward-looking, planned policy agenda to position the College strategically with Fellows and Registrars, stakeholders, and the wider medical community.
- 2.2. To develop and continuously review a College-wide planned communication strategy to promote the College and its activities with Fellows and Registrars, stakeholders, and the broader community
- 2.3. To auspice College-wide policy and advocacy working groups
- 2.4. To seek wide consensus on relevant matters that affect the College and its stakeholders.
- 2.5. To foster collaboration with affiliate organisations and other bodies with shared objectives
- 2.6. To consult as necessary with relevant external bodies with complementary policy agendas
- 2.7. To advise College bodies on effective policy and advocacy products and processes
- 2.8. To facilitate and support rapid responses by the College on emerging issues, and to provide a single point of contact for external bodies seeking policy advice from the College
- 2.9. To develop and review College-wide policy on media relations and other representation of the College on policy issues
- 2.10. To provide a structure that facilitates coordinated responses to regional issues at a regional level
- 2.11. To identify, coordinate and promote talent pools of Fellows with the capacity to comment on specific areas or topics
- 2.12. To support the growth of policy development capacity throughout the College

- 2.13. To oversee the continuing development and review of policy position papers
- 2.14. To develop an annual business plan for policy development and review in consultation with the Board and Council.
- 2.15. To provide advice to and receive advice from the College Education Committee and the Board on policy matters relevant to education and training
- 2.16. To prepare funding submissions for policy development work
- 2.17. To take account of differences between the legal, social and administrative contexts in Australia and New Zealand, and between military and civil domains of practice.

### 3. Membership

The members of the College Policy and Advocacy Committee will be:

- 3.1. The President;
- 3.2. The Board;
- 3.3. The Chair of the Committee, appointed by the Board;
- 3.4. Coopted members with appropriate expertise may be appointed by the Committee for a specified term.

### 4. Meetings

- 4.1. The Committee will meet at least three times a year.
- 4.2. The Committee may convene planning days, policy forums, and symposia on particular issues of policy and advocacy with the participation of invited experts

### 5. Reporting

- 5.1. The Committee reports to the Council.
- 5.2. The Committee will provide to the Board a formal annual monitoring and evaluation report on its activities and on policy development within the College.

## BY-LAW: MEMBERSHIP

1. The Australasian College of Aerospace Medicine has three membership categories: Fellowship, Associate Fellowship, and Registrars.
  - 1.1. 'Fellows' are medical practitioners who have met all the requirements defined by the ACAsM to be recognised as a specialist in aerospace medicine.
  - 1.2. 'Associate Fellows' are clinical specialists who have demonstrated a working knowledge of, and regular involvement with, aerospace medicine. Associate Fellows demonstrate aeromedical knowledge within the limits of their primary clinical expertise, but are not expected to exhibit expertise across the entire spectrum of competencies in the broad discipline of aerospace medicine. Associate Fellows would have specialist qualification in internal medicine, surgery, ophthalmology, psychiatry, or pathology, or have post-graduate training and extensive experience in aeromedical retrieval.
  - 1.3. 'Registrars' are Members who are enrolled in the College specialist training program, and who aspire to Fellowship of the College and recognition as a specialist in aerospace medicine. Registrars must be enrolled in (or have completed) post-graduate training in aerospace medicine at the level of a Diploma or Master's degree from an approved institution.
2. Fellowship
  - 2.1. To be accepted as a Fellow of the Australasian College of Aerospace Medicine, a prospective candidate must:
    - 2.1.1. be a medical practitioner, registered with the Medical Board of Australia or the New Zealand Medical Council;
    - 2.1.2. have at least five years experience in primary health care, or completed at least three years of basic training from a specialist medical College in Australasia;
    - 2.1.3. be in good standing with the aeromedical regulatory authorities;
    - 2.1.4. have a postgraduate qualification in aerospace medicine at the level of a Diploma or Master's degree from an approved institution; and
    - 2.1.5. have satisfactorily completed the ACAsM training program.
  - 2.2. The Application for Fellowship will be considered by the ACAsM Fellowship Committee.

2.3. Fellows of the College are entitled to use the post-nominal designation 'FACAsM'.

### 3. Associate Fellowship

3.1. To be accepted as an Associate Fellow, a prospective candidate must:

3.1.1. have registration to practice medicine in Australia or New Zealand;

3.1.2. be a financial member of ASAM or AMSNZ;

3.1.3. be an individual in good standing with aeromedical regulatory authorities;

3.1.4. hold a Fellowship from a relevant specialist medical college in Australia or New Zealand, or have post-graduate qualification at the level of Diploma or Master's degree plus at least seven years full-time experience in aeromedical retrieval;

3.1.5. on a regular basis provide specialist aerospace medicine advice within their specific field of clinical expertise to patients, aeromedical regulators, or other organisations acceptable to the Fellowship Committee; and

3.1.6. demonstrate a depth of knowledge of aerospace medicine as it applies to their primary clinical specialty.

3.2. Associate Fellows will pay a reduced fee annually as determined by the Board from time to time.

3.3. Associate Fellows have full voting rights.

3.4. Associate Fellows are required to maintain CPD for their own College, and are expected to maintain a regular involvement in aerospace medicine CPD activities.

3.5. Associate Fellows will be entitled to use the post-nominal designation 'AFACAsM'.

3.6. Prospective Associate Fellows must complete the Application for Associate Fellowship of the Australasian College of Aerospace Medicine, which will be considered by the ACAsM Education Committee.

### 4. Registrars

4.1. To be accepted as a Registrar of the Australasian College of Aerospace Medicine, a prospective candidate must:

- 4.1.1. be a medical practitioner, registered with the Medical Board of Australia or the New Zealand Medical Council;
  - 4.1.2. have completed, or plan to complete during the training period, post-graduate training in aerospace medicine at the level of a Diploma or Master's degree from an approved institution; and
  - 4.1.3. be in good standing with the aeromedical regulatory authorities.
- 4.2. Prospective Registrars must complete the Application for Training in Aerospace Medicine, which will be considered by the ACAsM Education Committee.

Note: This document is modelled on the Australasian Faculty of Occupational and Environmental Medicine Terms of Reference and the numeration of paragraphs aligns with that document. Effective date 1/7/2017. Sections of the Faculty document which are not applicable to ACAsM are indicated by the term 'Reserved'.