

**Procedure for the appointment and removal of
Member Representatives on the Heidelberg Australia Superannuation Fund
Policy Committee**

Effective Date: 27 May 2015

The following rules shall govern the procedure for appointment and removal of Member Representatives on the Policy Committee of the Heidelberg Australia Superannuation Fund.

General

Interpretation

1. The meanings and interpretations of expressions used in these rules are:
 - 'Associated Employer'** means any other body corporate, firm or other person admitted as a contributor to the Fund as provided in the Deed.
 - 'Ballot Paper'** means the ballot paper referred to in rule 20.
 - 'Company'** means Heidelberg Graphic Equipment Limited (ABN 19 004 395 779) or the assignee of or successor to its goodwill and undertaking.
 - 'Company Representative'** means a person appointed by the Company to the Policy Committee.
 - 'Deed'** means the Trust Deed of the Fund as altered from time to time.
 - 'Employer'** means the Company and any Associated Employer and, in respect of an Employee means the Employer or Employers by which the Employee is for the time being employed or, in respect of a former employee, means the employer or employers by which the former employee was employed.
 - 'Initial Posting of Ballot Papers'** means that posting referred to in rule 10.
 - 'Member'** means a member of the Fund who is also an employee of the Employer.
 - 'Member Representative'** means a Member who is elected or appointed to be a Member Representative on the Policy Committee of the Fund under these rules.
 - 'Returning Officer'** means a person who is not a Member of the Fund and is referred to in rule 8. The duties of such Returning Officer shall be to conduct the election in accordance with these rules.
 - 'Fund'** means the Heidelberg Australia Superannuation Fund.
 - 'Roll of Electors'** means the Roll of Electors referred to in rule 18.
 - 'Secretary'** means the person appointed from time to time as Secretary to the Fund.
 - 'Statement'** means a statement referred to in rule 15.
 - 'Time and date the ballot closes'** are those referred to in rule 10.
 - 'Trustee'** means Towers Watson Superannuation Pty Ltd (ABN 56 098 527 256).

Appointment and Removal of Member Representatives

2. There will be two representatives on the Policy Committee of which one shall be a Member Representative. The Member Representative shall be appointed in accordance with these rules.
3. The Member Representative so appointed can only be removed by the same procedure as that by which he or she is appointed except in the event of: (A) death; or (B) mental or physical incapacity; or (C) retirement; or (D) termination of employment; or (E) the suspension or removal of the Member Representative by the Australian Prudential Regulation Authority.

Electorate

4. There shall be one electorate of all the Members.

Offices and terms of office

5. The first term of office commencing on 1 December 2014 shall be for a period of one year. Thereafter, the term of office shall be three years except in the case of a casual vacancy, or such other period as may be determined by the Trustee from time to time.

Casual Vacancies

6. The Trustee will keep a list of the number of votes polled by unsuccessful candidates at each election. A casual vacancy of Member Representative shall be filled by appointing the next highest polling candidate who is eligible and willing to be a Member Representative. The term of office of the Member appointed to fill a casual vacancy will expire when the term of office of the Member Representative he or she replaces would have expired.

Unfilled Offices

7. In the event that no candidate is available, the Directors of the Trustee, by unanimous resolution, will determine the appropriate means of appointing an eligible Member to the vacant position.

Appointment of Returning Officer

8. The Trustee will appoint a person in writing as the Returning Officer for the conduct of the elections specified. That person may appoint agents to assist in the conduct of the election. The Returning Officer will remain in office for two months after the result of the election is declared.

Preservation of Election Material

9. All documents connected with the election will be preserved for a period of two months after the result of the election is declared except where there is a dispute when all documents will be preserved as the Trustee directs.

Election Timetable

10. The Returning Officer shall determine the times and dates of:
 - commencement and close of the period for lodging nominations;
 - the initial posting of ballot papers; and
 - close of the ballot;

having regard to:-

- the date on which the office of Member Representative becomes vacant;
- the time required to lodge nominations; and
- the time required to complete the election.

The Returning Officer shall determine the place for lodging nominations of candidates for election.

Scrutineers

11. Candidates may appoint persons as scrutineers to represent them under the following conditions:
 - (a) Scrutineers may witness each step of the election but the absence of a scrutineer will not delay any step in the election being taken. It is specifically excepted that:
 - the names of nominees will not be made known to any Member until nominations close; and
 - the names and addresses of persons on the Roll of Electors shall be used for purposes of the election only.
 - (b) Appointments of scrutineers shall be advised to the Returning Officer in writing. Scrutineers may not handle ballot papers nor impede the conduct of the election. Scrutineers shall comply with directions of the Returning Officer.

- (c) A scrutineer may direct the attention of the Returning Officer to any irregularity concerning the issue of ballot papers, the admission of any envelope to scrutiny, the admission of a ballot paper as formal, the rejection of a ballot paper as informal or the counting of votes.
- (d) A scrutineer operates as the candidate's representative and at the candidate's expense.

Nominations

Calling for Nominations

12. The Returning Officer shall call for nominations by notifying Members of:
- the office of the Member Representative for which the election is being conducted;
 - the form in which nominations are to be made;
 - the place for lodging nominations;
 - the times and dates of the commencement and close of the period for lodging nominations; and
 - inviting Members to stand for election.

Nomination Requirements

13. Eligibility to be a candidate is subject to the following:
- (a) A person must be a Member who is aged at least 18 years and is in the employ of the Employer;
 - (b) No person is eligible to nominate unless a nomination in writing has been received by the Returning Officer at the place for lodging nominations before the close of the period for lodging nominations;
 - (c) The nomination form must be signed by the nominee consenting to the nomination; and
 - (d) The nomination shall be made by one other Member who is eligible to vote in the election and in the employ of the Employer.

Defective Nomination Forms

14. Where there appear to be grounds for rejecting a person's nomination, the Returning Officer will notify the person of the grounds by letter or other means and will invite the person to:
- remedy the defect in the form of the nomination; or
 - provide evidence to refute the information shown in the records.

The Returning Officer shall determine the time by which the defect must be remedied and shall reject the nomination if the defect has not been remedied by that time.

Statements

15. Each nominee may submit a Statement in writing to be sent out with the ballot papers. The Statement must not exceed 100 words, should accompany the nomination form and may outline:
- (a) background;
 - (b) job description;
 - (c) location; and
 - (d) statement in support of candidature.

Defective Statements

16. A Statement is defective if, in the opinion of the Returning Officer, it may be defamatory or otherwise contrary to these rules or the law.

Where a Statement is found to be defective, the Returning Officer will notify the nominee by letter or other means and will determine a period in which the nominee may correct the defect. Should the defect not be remedied, the Returning Officer shall delete the defective wording.

Election without Voting

17. Where only one valid nomination is received, the Returning Officer shall declare the candidate duly elected and will determine the date on which the newly elected Member Representative will take up office.

Election by ballot - Action before Scrutiny

Roll of Electors

18. The names and addresses of Members compiled by the Returning Officer for the election shall be the Roll of Electors.
- (a) The Secretary shall prepare and supply to the Returning Officer a list of Members who, at the end of the period for lodging nominations, were eligible to vote in the election.
- (b) The Returning Officer shall, at the office where the Returning Officer's duties are carried out, make the Roll of Electors available during office hours for inspection by any Member or by any person authorised by the Returning Officer.

Post Office Box for Ballot Papers

19. The Returning Officer may use a private box at a post office for the purpose of receiving ballot papers.

Ballot Papers

20. The Returning Officer shall have ballot papers printed showing:
- the names of candidates in an order determined by lot by the Returning Officer;
 - initials of the Returning Officer, or a facsimile thereof;
 - the time and date at which the ballot closes; and
 - other instructions for recording the votes substantially in accordance with:
 - 'vote by placing a cross against the candidate of your choice to be elected';
 - 'a ballot paper is informal if it bears any mark by which the voter may be identified or is returned in an envelope other than an envelope issued for this election';
 - 'fold the ballot paper to conceal your vote';
 - 'place the ballot paper in the Reply Paid envelope addressed to the Returning Officer';
 - 'seal the envelope and post it to reach the Returning Officer before the close of the ballot'; and
- other instructions the Returning Officer considers may prevent an irregularity or assist the voter to record a formal vote.

Issue of Ballot Material

21. The Returning Officer shall post, to each Member named in the Roll of Electors, ballot material comprising:
- one envelope bearing the name and address of the Elector shown on the Roll of Electors and Returning Officer's return address;
 - one ballot paper;
 - one envelope addressed to the address for the return of ballot papers; and
 - Statements by candidates.

The initial posting of ballot papers shall take place on the day determined for posting of ballot material.

Ballot Material Returned Undelivered

22. The Returning Officer shall retain all undelivered mail in connection with the election.

Issue of Duplicate Ballot Papers

23. Where a Member claims, in a claim in writing received by the Returning Officer, that the Member requires a further ballot paper or other ballot material, the Returning Officer may, on being satisfied that the claim is genuine, issue a duplicate ballot paper and such other material as the case requires.
- (a) The Returning Officer may require a further undertaking from the elector to ensure a lost ballot paper is not used by the elector.
 - (b) A record of all duplicate ballot papers issued will be kept by the Returning Officer.
 - (c) Duplicate ballot papers may be issued in person to the elector.

Election by ballot - the Scrutiny

Ballot Papers

24. Completed ballot papers shall not be opened until after the close of the ballot and may only be opened at the time and place of the scrutiny.

Conduct of the Scrutiny

25. The Returning Officer shall, at the place where the scrutiny is to take place and in the presence of such scrutineers as are present, open all containers and withdraw the ballot papers from each envelope.

The Returning Officer shall:

- reject informal ballot papers;
- count the number of formal votes to ascertain which candidates are successful in the election; and
- place ballot material into a container and seal and identify the container.

The Returning Officer shall reject as informal a ballot paper that:

- is returned except by means of the address for the purpose of receiving ballot papers;
- is returned in an envelope other than an envelope issued for the election;
- does not bear the initials of the Returning Officer or facsimile thereof;
- has upon it a mark or writing by which the voter can be identified; or
- is not marked substantially in accordance with the instructions printed on the ballot paper.

Notwithstanding that a ballot paper may not be marked in accordance with the instructions printed on the ballot paper, the vote may be counted as long as the voter's intention is clear.

Method of Counting

26. The method of counting is by simple majority voting, sometimes called 'first-past-the-post'. The candidate with the highest number of votes will be elected. Where there is equality in the number of votes, the Returning Officer shall determine the successful candidate by lot.

Disputed Votes

27. Where a scrutineer draws the attention of the Returning Officer to what the scrutineer considers to be an irregularity in the counting of votes on a ballot paper, the Returning Officer will finally decide the matter and endorse the decision on the ballot paper.

Declaration of the Election

28. As soon as practicable after the counting of votes and after recounting any votes the Returning Officer considers necessary, the Returning Officer shall declare the result of the election.

The written declaration of the results of the election shall be sent to the Secretary and shall include:

- the number of ballot papers, other than duplicate ballot papers, issued;
- the number of duplicate ballot papers issued;
- the number of ballot papers admitted as formal;
- the number of ballot papers rejected as informal; and
- the number of votes each candidate received.

Irregularities and Disputed Elections

Prevention of Irregularities

29. The Returning Officer, or someone authorised by the Returning Officer in writing, may take action and give directions to ensure the secrecy of the ballot and that no irregularities occur in or in connection with the election or to remedy any inconsistency or inadequacy that arises in the application of these rules.

Disputed Elections

30. If a Member feels that there has been an irregularity in the election the Member may, before two months have expired from declaration of the election, appeal in writing to the Trustee setting out the facts and points of claim of the appeal. The Member shall deliver to the Returning Officer a copy of the appeal. The Trustee, after considering any report of the Returning Officer, and after making due inquiry shall, if the Trustee considers that the result of the election may have been affected, void the election or any step in the election and make arrangements for the conduct of a further election or for the taking of such steps as the Trustee considers necessary.

Variation

31. These rules may be varied from time to time by the Trustee.

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Towers Watson Superannuation Pty Ltd
as Trustee for the Heidelberg Australia Superannuation Fund



Director

Date: 16/4/2015



Director

Date: 17/4/15