



DECISION

Fair Work (Registered Organisations) Act 2009
s.189—Arrangement for conduct of an election

Australian Directors Guild Limited
(E2025/164)

MR STEENSON

SYDNEY, 23 OCTOBER 2025

Arrangement for conduct of election.

[1] On 15 October 2025 the Australian Directors Guild Limited (the **organisation**) lodged with the Fair Work Commission prescribed information for an election to fill the following offices, due to insufficient nominations received in a previous election (**E2024/126**):

Vice President – Documentary (1)

Ordinary Director (1)

[2] One of the objects of the *Fair Work (Registered Organisations) Act 2009* (**RO Act**) is the democratic control of organisations. A necessary part of that is the conduct of elections and the filling of vacancies that arise. This is particularly so where an office is part of a senior decision-making body of the organisation.

[3] The case law in relation to vacancies due to insufficient nominations is clear. In *Geneff v Peterson and Ors*,¹ the Federal Court noted that:

If insufficient nominations are received, then further elections must be held and further nominations called for. This process must continue, for as long as vacancies exist on the Executive Committee.

[4] Taking the necessary steps to seek an election to fill vacancies that are due to insufficient nominations is particularly important, as such insufficient nominations vacancies can only be filled via election – unlike casual vacancies, where an organisation’s rules may provide for the filling of a vacant office by appointment, if the vacancy arises after a specified period of time has elapsed.

Attempts to fill vacancies

[5] Both above listed offices have a three-year term in accordance with rule 24.1 of the organisation. In relation to the office of Vice President – Documentary, I note that this is the third attempt to fill that office. The above referenced previous attempt to fill this office in

¹ [1986] FCA 432, at 129.

election **E2024/126**² after prescribed information was lodged on 18 October 2024, followed the earlier scheduled election **E2023/137**,³ which was conducted in April 2024 after the lodgement of prescribed information on 17 January 2024.

[6] I commend the organisation's continues efforts in attempting to fill these offices and seeking to ensure the effective democratic control of the organisation. To assist that end, I encourage the organisation to promote this upcoming election to members, to ensure the best possible chance that these offices will be filled.

Rules regarding terms of office

[7] In the decision issued in February 2024 to arrange for scheduled election E2023/137, I noted the inconsistent references in the ADGL rules regarding terms of office – particularly between rule 24.1 and Schedule 1(1) – and sought that organisation engage with the Commission's rules staff with a view to rectifying these inconsistencies.

[8] It appears that this engagement by ADGL is yet to occur, but it is a matter that the organisation needs to address well before the next scheduled election.

[9] I am satisfied that an election for the abovenamed offices is required to be held under the rules of the organisation and, under subsection 189(3) of the RO Act, I am making arrangements for the conduct of the election by the Australian Electoral Commission.



DELEGATE OF THE GENERAL MANAGER

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² Decision [2024] FWCD 141, dated 19 November 2024

³ Decision [2024] FWCD 28, dated 23 February 2024

PREScribed INFORMATION FOR ELECTIONS in accordance with Section 189 *Fair Work (Registered Organisations) Act 2009* and Regulation 138 *Fair Work (Registered Organisations) Regulations 2009*

I, **Victoria Thaine**, being the **Secretary** of the **Australian Directors Guild Limited** make the following statement:

1. I am authorised to sign this statement containing prescribed information for the **Australian Directors Guild Limited**.
2. The following information is lodged under subsection 189(1) of the Fair Work (Registered Organisations) Act 2009 (the RO Act).
3. The elections that are required are set out in the table in Annexure A.
4. Insufficient nominations were received in an earlier election(s) and the declaration/s of results is/are attached.

No rule alterations are pending that will impact the election.

5. This statement **IS** lodged at least 2 months before nominations open for the election(s) in Annexure A.
6. If the number of elected representatives is calculated on a formula(s) defined in the rules]:
 - a. The rule number(s) which specify(s) the formula(s) is/are 24.1 and 24.2:
 - b. The information for calculating the formula(s) is
 - a. 24.1 The term of office for Directors and Officers and members of the Board shall be for three (3) years, so that four (4) members of the Board shall be elected in one year and four (4) members elected in the third year following the first election.
 - b. 24.2 For the purpose of giving effect to the rotation of the members of the Board as set out in the preceding clause the following procedure shall be adopted:
 - c. (a) At the annual elections immediately following the registration of the Guild as an organisation under the Fair Work (RO) Act, nominations shall be called for the positions of President, four (4) Vice Presidents, Secretary, Treasurer and Ordinary Director and Officer.
 - d. (b) The President, the first and second elected Vice Presidents and the Ordinary Director and Officer shall be deemed to be elected for a term of three (3) years; and the remainder, namely the third and fourth elected Vice Presidents, the Secretary and the Treasurer shall be deemed to be elected for a term of two (2) years.
 - e. (c) In subsequent years nominations for vacant positions on the Board shall be called in accordance with this Clause 24 and the term of office for those Directors and Officers elected will be for three (3) years.
 - c. The relevant date for this information is three years from appointment date (Vice President Documentary: 25/2/2021; Ordinary Director: 30 November 2021), then insufficient nominations at the 2024 election/s.

Signed: [SECRETARY OR OTHER AUTHORISED OFFICER]



Dated: [DATE]

15/10/2025

NOTE: This statement should be lodged with the Fair Work Commission at least 2 months prior to nominations opening. It can be submitted to regorgs@fwc.gov.au.

Annexure A

- Elections that are required [insert as many pages as required]

Branch	Name of Office	Number required	Voting System Direct voting system; Collegiate electoral system	Reason for Election Scheduled; Casual vacancy; New office created; Insufficient nominations	Electorate
National	Vice President Documentary	1	Direct Voting System	Insufficient nominations	National, Rule 24
National	Ordinary Director	1	Direct Voting System	Insufficient nominations	National, Rule 24

- Important dates:

	Direct Voting System	Collegiate Electoral System
Nominations OPEN	To be determined by the returning officer Insert date and reference the relevant rule; or ‘To be determined by returning officer’ if the rules provide	Insert date and reference the relevant rule; or ‘To be determined by returning officer’ if the rules provide
Nominations CLOSE	To be determined by the returning officer	Insert date and reference the relevant rule; or ‘To be determined by returning officer’ if the rules provide
Roll of Voters cut off date	Seven days prior to nominations opening.	Insert date and reference the relevant rule

NOTES: For insufficient nominations and casual vacancies, the date nominations open and close, unless specified in the rules, should be listed as ‘To be determined by the returning officer’. This also applies where rules are silent as to the nominated dates.

If the nomination dates are ‘To be Determined by the Returning Officer’, but your organisation has a preference, please state ‘To be Determined by Returning Officer’ and clearly indicate that your nominated date is a preference.

If the P.I. includes a position that is not an office, please refer to our template *Prescribed information for the election of officer and non-officer positions*