



## Mandatory Training By-law – Directors

### (By-law 2013-01)

This is a Mandatory Training By-law pursuant to Rule 68 of the Club's Constitution.

1. This By-law applies to every director of DOOLEYS.
2. (a) A director is only obliged to meet the requirement stated below:
  - (i) in the case of a director who was in office immediately prior to the commencement of the 2013 Annual General Meeting – within two years of the adoption of this By-law; or in every other case
  - (ii) within one year of first being elected as a director.
- (b) The requirement can only be waived or varied in relation to a particular director where:
  - (i) there are exceptional circumstances (and that may include taking account that the particular director already has director training and skills by virtue of an existing qualification or past experience); and
  - (ii) the waiver or variation is approved by a resolution of the Board in respect of which at least a majority of the directors then in office vote in favour.
3. It is a requirement that each director must either:
  - (a) have experience as a director of DOOLEYS by having continuously been a director for at least the last five years, or
  - (b) attend the Australian Institute of Company Directors' Company Directors Course (**Course**) and complete the course assignment and examination and receive the Course award and GAICD post nominal qualification.
4. (a) The Club will pay or reimburse any director (including a director who already meets the mandatory training requirement by virtue of past experience on the Board or because the requirement has been waived or varied for them) for the direct costs involved for their first participation in the Course and sitting for the Course examination.
- (b) A director is not entitled to payment of or reimbursement for the costs of a second attendance at the Course.
- (c) A director is not entitled to payment of or reimbursement for the costs of a second attempt at the Course exam except where (in extraordinary circumstances) that is approved by resolution of the Board in respect of which at least a majority of the directors then in office vote in favour.
5. A director who does not comply with the mandatory training requirement is automatically disqualified from continuing as a director under Rule 72 of the Club's Constitution.

Adopted by resolution of the Board on 17 December 2013.