

Legislation for Removing a Director/ Committee Member

We've created this table to help you quickly locate the relevant legislation for removing a Director/Committee Member in your State/Territory.

As you will see, there are slight variations in the procedure in each jurisdiction. Although generally, the notion of 'natural justice' remains consistent across all States/Territories.



Legislation for Removing a Director/Committee Member

Type of Entity	State and Territory Legislation for Incorporated Associations		
Incorporated Association	ACT	Section 64(1)	of the <i>Associations Incorporation Act</i> 2009 states that an Association may, by resolution, remove a Committee Member.
		Section 50	of the Act states that the rules of 'natural justice' must be complied with.
		Rule 17	of the model rules in Schedule 1 of the <i>Associations Incorporation Regulation</i> 1991 states that subject to section 50 of the Act, an association in general meeting may by resolution remove a Committee Member.
		Rule 23	states the Committee may "whenever it considers appropriate" call a general meeting of the Association. A general meeting may also be called by "not less than 5% of the total number of members" of the Association.
	NSW	Sections 35(c) and (g)	of the <i>Associations Incorporation Act</i> 2009 state that a Committee Member may be removed by resolution of a general meeting. The Committee Member may also be removed in such other circumstances as the constitution of the Association provides.
		Rule 19	of the model rules in Schedule 1 of the <i>Associations Incorporation Regulation</i> 2010 states that the Association in general meeting may by resolution remove a Committee Member. The Committee Member can give the secretary or president a written statement (not exceeding a reasonable length) and request that it be circulated to the members of the Association. The written statement may be circulated or read out at the meeting at which the resolution is considered.

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Type of Entity	State and Territory Legislation for Incorporated Associations		
	NT	Sections 27(4) (e) and 27(5)	of the <i>Associations Incorporation Act 2003</i> state that a Committee Member can be removed by resolution of the members in accordance with its constitution. A Committee Member can also be removed if they are required to hold another office specified in the constitution and they cease to satisfy that requirement.
		Section 39	of the Act relates to the application of natural justice in adjudication of disputes.
		Rules 32 and 45	of the model rules of the <i>Associations Incorporation Act 2004</i> state that the Association may remove any Committee Member, through a special general meeting. Half the number of members constituting a quorum for a general meeting may request a special general meeting.
	SA	Neither the <i>Associations Incorporation Act 1985</i> nor the <i>Associations Incorporation Regulation 2008</i> addresses the process of removing a Committee Member. Further, the Consumer and Business Services model rules do not address the removal process of a Committee Member. ³ The process for removing a Committee Member should be set out in the rules of the Association. Section 40 of the Act, however, relates to the application of natural justice in the adjudication of disputes.	
	QLD	Section 64(1)	of the <i>Associations Incorporation Act 1987</i> states that a Committee Member may be removed from office as prescribed by the rules.
		Rule 20(3)	of the model rules in Schedule 4 of the <i>Associations Incorporation Regulation 1999</i> states that a Committee Member may be removed from office at a general meeting by ordinary resolution.
		Rules 20(4) and 20(5)	state that before a vote of members is taken about removing the Committee Member from office, the Committee Member must be given a full and fair opportunity to show cause why he or she should not be removed from office. Once the vote is cast to remove the Committee Member from office, a Committee Member has no right of appeal.





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	VIC	Sections 78(1) and 78(2)(b)	of the <i>Associations Incorporation Act</i> 2012 state that a Committee Member may be removed from office by special resolution, in accordance with the rules of the Association.
		Rules 55(3) and 39(a)	of the model rules in Schedule 4 of the <i>Associations Incorporation Regulation</i> 2012 state that a general meeting of the Association may by special resolution remove a Committee Member from office.
		Rules 31 and 32	state that the Committee can convene a special general meeting “whenever it thinks fit”, and the Committee must convene a special general meeting if 10% or more of the members of the Association request one.
	TAS	Section 14	of the <i>Associations Incorporation Act</i> 1964 states that the Association has power to remove a Committee Member.
		Rule 12	of the model rules of the <i>Associations Incorporation Regulation</i> 2007 states that the Committee may convene a special general meeting “at any time”. A special general meeting may be called by “at least 10 members” of the Association.
	WA	<p>Neither the <i>Associations Incorporation Act</i> 1987 nor the <i>Associations Incorporation Regulation</i> 1988 addresses the process of removing a Committee Member. The process for removing a Committee Member should be set out in the rules of the Association.</p> <p>An Association may generally remove a Committee Member by means of a resolution in a general meeting or a special general meeting. If a Committee Member is to be removed, the chairperson must inform the Committee Member of the motion to have the member removed and the reasons for the removal.</p> <p>The Committee Member must be given the opportunity to submit a written response, giving reasons why he or she should not be removed. The response is sent to all the members of the Association or is read at the general meeting. The resolution is put to the meeting and voted on.⁴</p>	
Commonwealth Legislation for Companies			
Public Company Limited by Guarantee	All States/ Territories	Section 203 of the <i>Corporations Act</i> 2001 (Clth) relates to the resignation, retirement or removal of directors. Section 203D refers to the removal of a director of a public company.	

³ http://www.cbs.sa.gov.au/assets/files/02_association_rules.pdf

⁴ http://www.commerce.wa.gov.au/associationsguide/PDF/Publications/Inc_Guide.pdf