VACC Board Information Pack

VACC
You're in good hands

VACC BOARD OF DIRECTORS

BOARD INFORMATION PACK

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Guidelines for Disclosures of Interest Conflict of Interest Register

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Section 1	About the VACC
	1.1 Background

The Victorian Automotive Chamber of Commerce (VACC) is an automotive industry employer association that protects and promotes the interests of its members through advocacy initiatives and the provision of automotive industry products and services. VACC is a federally registered employer association which means it responds to the Registered Organisations Act and is regulated by Registered Organisations Commission. The Registered Organisations Commission is an independent, statutory authority of the Australian Government and was established under the Fair Work Amendment Act 2016.

VACC has a long and proud history of advocating for its members and particularly through tough economic times and when there was significant structural or policy change that could affect the industry.

In 1918, Victoria's rapidly growing retail automotive industry saw 15,150 vehicles and 27,424 licensed drivers in the state.

It was during this turbulent time that two car-dealer brothers, Henry and Percy Rickards, along with Montague Simes, realised that larger international counterparts could force smaller, local companies out of the marketplace. They called together a group of garage owners to meet at the Bendigo Chamber of Commerce on 20 September 1918, and registered a new industry association, the Retail Motor Dealers' Association of Victoria.

Soon after its formation, it first leased rooms at 432 Collins Street Melbourne and then, in 1942, moved VACC House to Lonsdale Street before opening at its St Kilda Road address in 1956.

Over the years, VACC has grown to incorporate all facets of the automotive industry, including passenger vehicles, motorcycles, heavy vehicles and farm machinery, in the retail, service, repair and manufacturing sectors.

Attachments	**VACC : Powering Automotive for 100 years** (separate publication)
Links	https://vacc.com.au/About-us/History
Version Control	Version 1 : Created 20 November 2020

Section 1	About the VACC
	1.2 Mission Statement

The mission of VACC is:

To be an influential automotive industry association and to support and advance member businesses.

The VACC mission statement is the guiding statement upon which VACC staff and the Board determine the strategic directions of the association and upon which make decisions are made on how member resources and assets are applied in the association.

The Mission Statement along with VACCs strategic goals are periodically reviewed to make sure the objectives are centred on the contemporary needs of the members, and bring through direct member benefits.

The VACC goals are:

- Be an efficient and effective employer association capable of meeting the legitimate business needs of members.
- Seek to raise public profile in order to effectively promote member interests with consumers, governments and regulators.
- Be recognised as an independent and legitimate employer organisation voicing the interests of the motor industry.
- Monitor industry trends and take appropriate actions in order to assist members to respond to change.
- Continuously seek to shape the future direction of the automotive industry.
- Capitalise on relevant information technology and technical solutions for the benefit of the organisation and members.
- Increasingly become a provider of national services to the retail automotive industry.
- Enter into strategic alliances with diligently assessed partners that are able to assist VACC to achieve its goals.
- Develop a skilled, informed, and customer-focused workforce, attuned to member needs and comfortable with change.
- Continue to reduce reliance on the Special Capital Fund.

Attachments	
Links	
Version Control	Version 1 : Created 20 November 2020

Section 1	About the VACC
	1.3 Members

VACC represents entities (businesses). The business is the member and is ascribed a membership number on joining the association. Historically VACC members are long term, and the association has members whose business has had membership of VACC for over 100 years.

Each member business nominates a person as its representative and this person is called the Nominated Chamber Representative (NCR). A member can have more than one business as a member and each business will have its own member number and member fees will be levied against each membership. Where a member has more than one membership, they also have more than one vote at a ballot of the members.

Membership numbers for VACC move up and down according to industry and association conditions, however VACC has maintained a membership base of between 4000 and 5000 for many decades.

Attachments	
Links	
Version Control	Version 1 : Created 20 November 2020

Section 1	About the VACC
	1.4 Divisions and Rules

VACC represents a large and diverse range of members and their businesses. In order to manage the task of engaging and informing each sector in the industry VACC has established 15 Industry Divisions through which members are grouped and through which specific sector policy matters are raised. The Industry Divisions are:

- Automotive Dismantlers and Recyclers' Division
- Automotive Electrical Division
- Automobile Repairers' Division
- Body Repair Division
- Commercial Vehicle Industry Association (Victoria)
- Engine Reconditioner and Radiator Service Division
- Farm and Industrial Machinery Dealers' Association
- Motorcycle Industry Division
- Service Station and Convenience Store Division
- Towing Operators' Division
- Used Car Traders' Division
- Victorian Automotive Dealers Association
- Victorian Tyre Dealers' Association
- Tasmanian Division
- General Division

Each Division has a dedicated Industry Policy Advisor (IPA), who serves as the secretariat and conduit through which member issues are raised and communicated within the association. Each Division has a Divisional Executive Committee and every two years this Committee can select a member of the Committee to be nominated for the election of the VACC Executive Board and may nominate two members of the Committee to be represented at the Industry Policy Council.

Whilst all VACC members are required to abide by the VACC Constitution and Codes, each Division also has its own Rules through which the ordinary activities of the Division are governed and managed.

Attachments	
Links	https://vacc.com.au/About-us/Industry-Divisions
Version Control	Version 1 : Created 20 November 2020

Section 1	About the VACC
	1.4 Divisions and Rules
	1.4.1 Guidelines for the filling of casual vacancies on VACC Executive Committees

The Victorian Automotive Chamber of Commerce (VACC) provides the following Administrative Procedure on how **filling of casual vacancies** on VACC Executive Committees shall be conducted, pursuant to relevant legislation, the *Fair Work (Registered Organisations) Act* 2009 (the RO Act), and in accordance with the VACC Constitution, the Division Rules and By-Laws of the VACC (Divisional Rules) and the views of the Registered Organisations Commission (ROC).

1. Management of the Division

The business and affairs of the Division shall be conducted and carried on by an Executive Committee constituted in accordance with the VACC Division Rules and By-Laws. VACC will provide a staff member who will be responsible for the management and administration of the Division. The staff member may be responsible for more than one Division.

2. Executive Committee

The Executive Committee shall comprise of 10 or 12 members elected by and from the members of the Division and in accordance with the Divisional Rules.

3. Elections

Elections for the Executive Committee shall be held every **two years** and prior to the election of the Executive Board.

4. Filling of casual vacancies on VACC Executive Committees

(1) A casual vacancy on an Executive Committee is a vacancy that occurs *between* elections and can only be created from a position that was originally elected to the committee. A casual vacancy may arise for a number of reasons, including but not limited to, resignation or death.

(2) Where an Executive Committee member vacates their position:

a) the position can remain vacant unless it is **vital** to the functioning of the division that the position be filled prior to the next election of the Executive Committee. A practical example, where an Executive Committee would have a vital need to fill a casual vacancy, would be where a member vacating their elected position results in the Executive Committee not being able to form a quorum of 4 members.

b) where it is established, that filling the casual vacancy is **vital** prior to the next election of the Executive Committee, VACC will notify **all members** of the relevant Division that nominations are open and nominations can be submitted by a specified due date, to fill the casual vacancy on the Executive Committee.

c) where, following the notification to all Divisional members there is **only one** nomination received for the casual vacancy, the Executive Committee may, by motion and resolution, appoint that nominee provided that the remaining term of office does **not** exceed **eighteen (18) months**.

d) where **more than one** nomination is received for the casual vacancy, or, where the filling of the casual vacancy will result in the remaining term of office exceeding 18 months, the casual vacancy position on the Executive Committee must be decided by an election.

e) in the event of a dispute arising as to whether the filling of a vacant position is vital, or whether an election is required, the matter shall be put to the CEO of VACC for determination in accordance with this Administrative Procedure and applicable provisions of the RO Act, VACC Constitution and Divisional Rules. In the event that an affected person is dissatisfied with the determination made by the CEO of VACC, the matter may be referred to the ROC for final determination.

h) for the avoidance of doubt, observers that attend Executive Committee meetings (as invited by the Chair and/or the CEO of VACC) are eligible to nominate to fill a casual vacancy in accordance with the requirements of this Administrative Procedure.

i) any member appointed by election to a casual vacancy on an Executive Committee shall serve in that position until the next election of Executive Committee members.

Attachments	
Links	
Version Control	Version 1 : Created 27 September 2021

Section 1	About the VACC
	1.5 The Executive Board (The Board)

The Executive Board is the key strategy, governance and leadership body for VACC. The Executive Board works with VACC senior management to ensure the association delivers on its constituted objectives, its strategic plans and on its service commitments to its members.

The Executive Board is made up of nine members who have been nominated by their industry divisions and, where required, have been elected by the broader VACC membership. The Board sits for a term of two years and Board members can sit for more than one term on the Board. This includes its Chairman (VACC President), Vice Chairman and Secretary.

The Executive Board meets eight times each year and also engages in a full-day strategic planning process periodically. This is normally held off site and with external facilitators.

The corporate governance requirements for any Board has been expanding irrespective of whether the Board is a not-for profit, and association or a public company. In many respects the governance and responsibilities rules are held to the same account amongst their members and shareholders. VACC has a particular focus on ensuring its Board actions are centred on direct benefits to members and have good corporate governance around any decision making.

Attachments	
Links	
Version Control	Version 1 : Created 20 November 2020

Section 1	About the VACC
	1.6 Executive Board Committees
	1.6.1 *VACC Finance and Audit Committee*

The VACC Finance and Audit Committee is a sub-committee of the VACC Board comprising five members of the Executive Board, who are appointed for terms not exceeding two years.

The committee meets with the VACC Chief Executive Officer and the VACC Chief Financial Officer monthly to review and discuss in detail VACC's financial results, budgets and operations. The committee reports to the Board, on matters raised at the Committee and makes recommendations where needed.

The Finance and Audit Committee endorses the annual operating budget in May each year and after meeting with the VACC external auditors, they will endorse the yearly 30 June statutory financial statements and make recommendations to the Board for their approval.

Attachments	
Links	https://vacc.com.au/About-us/Committees-Boards-Governance
Version Control	Version 1 : Created 20 November 2020

Section 1	About the VACC
	1.6 Executive Board Committees
	1.6.2 *VACC Investment Committee*

The operation and membership of the VACC Investment Committee is regulated by Clause 31 of the VACC Constitution and Rules. The VACC Investment Committee comprises three members of the VACC Executive Board, who are appointed to the Board for terms not exceeding two years.

The Investment Committee meets quarterly with two external independent investment advisors to review the investment returns of the VACC Special Capital Fund and VACC Building Fund and the investment performance of the VACC appointed fund managers. The committee and advisors receive presentations from fund managers throughout the year.

The Investment Committee has the overall responsibility for protecting and increasing the funds which have been delegated to them by the VACC Executive Board.

The VACC Investment Committee has a guiding mission statement that provides positive environmental and social and governance guidelines for the Committee.

Investment Committee Mission Statement

VACC employs JANA Investment Advisers to provide guidance on investment related matters, inclusive of Environmental, Social or Governance (ESG) related risks within the investment portfolio. All investment managers managing money on behalf of VACC have undergone JANA's due diligence process.

JANA takes an integrated approach to the consideration of ESG factors, including climate change risk, in their fundamental research and advice process. We also note JANA is a signatory to the Principles of Responsible Investment (PRI), the Responsible Investment Association of Australasia (RIAA) and the Investor Group on Climate Change (IGCC).

Attachments	
Links	
Version Control	Version 1 : Created 20 November 2020

Section 1	About the VACC
	1.7 VACC Constitution

The VACC Constitution forms the primary Rules that the VACC works within. Outside of these Rules the association would refer to the Registered Organisations Act.

Association Rules are usually formed at the inception of an association but require regular review and potential updating based on the changing nature of the law, changes in industry or changes brought through VACC by members.

The VACC Constitution has undergone significant change over recent years given this is where the previous Board of management was dissolved, and other changes were brought through to modernise the rules in keeping with a more contemporary industry and association landscape.

Each new Board member is provided with a copy of the VACC Constitution and it can also be located on the VACC member website and on the Fair Work Australian website.

The VACC Constitution is not a large document and it is recommended that all new Board members read this and ask questions where they are not sure on the application of the rules or their meaning.

Attachments	VACC Constitution (dated 5 February 2021)
Links	https://vacc.com.au/About-us/VACC-Constitution
Version Control	Version 1 : Created 20 November 2020 Updated: 5 February 2021

[191V: Incorporates alterations of 21 February 2022 (R2021/212)]
Replaces rulebook of 5 February 2021 (R2021/21 and D2020/19)

Victorian Automotive Chamber of Commerce

I CERTIFY under section 161 of the Fair Work (Registered Organisations) Act 2009 that the pages herein numbered 1 to 34 both inclusive contain a true and correct copy of the registered rules of the Victorian Automotive Chamber of Commerce

GENERAL MANAGER
FAIR WORK COMMISSION

Rules of the

Victorian Automotive Chamber of Commerce

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RULES OF THE

VICTORIAN AUTOMOTIVE CHAMBER OF COMMERCE

PART I – INTERPRETATION AND OBJECTS

1 – INTERPRETATION AND DEFINITIONS

(a) The name of the Association is the Victorian Automotive Chamber of Commerce.

(b) The registered head office of the Association will be situated in Victoria.

(c) In this Constitution, any reference to the singular includes the plural, to any gender includes all genders, to persons includes all bodies and associations both incorporated and unincorporated, to any legislation or regulations includes all amending and succeeding legislation and regulation, to clauses and schedules of this Constitution and paragraph headings are for reference purposes only.

(d) If any doubt shall arise as to the construction or interpretation of any clause of this Constitution, or any of the by-laws and regulations for the time being of the Executive Board, the decision of the Executive Board shall be conclusive and binding on all the Members of the Association, provided that such a decision is reduced into writing and recorded in the minute book.

(e) In this Constitution, the following meanings apply unless the context requires otherwise:

Accreditation Program means a program developed by the Association which comprises standards, requirements and criteria as developed by the Association from time to time which Members must satisfy in order to be granted accreditation from the Association.

Act means the *Fair Work (Registered Organisations) Act 2009* (Cth).

Affiliated Association shall mean an affiliated association of the Association whose members are also Members of the Association declared pursuant to clause 9.

Annual General Meeting means the annual general meeting of the Association required to be held in accordance with clause 13.

Assistant Returning Officer means a person appointed in accordance with clause 32(n).

Association means the association to which this Constitution relates.

Auditor means an auditor appointed in accordance with clause 36(f).

AEC means Australian Electoral Commission.

Chief Executive Officer means a person appointed in accordance with clause 30(a).

Constitution means this constitution of the Association as amended from time to time.

Division means a division of the Association formed pursuant to clause 9.

Electronic Communication means communication via telephone conference, video conference, internet or other electronic means which allows real-time simultaneous communication.

Entrance Fee means the entrance fee as determined by the Executive Board from time to time.

Executive Board means the executive board appointed in accordance with clause 18.

Executive Committee means an executive committee of a Division or Affiliated Association.

General Division means a division comprising of all Members who are not otherwise a member of any Division or Affiliated Association in existence from time to time.

General Meeting means the Annual General Meeting or any Special General Meeting of the Association convened in accordance with clause 13.

Industrial Officer means the person appointed in accordance with clause 30(a).

Industry Policy Council means the body constituted in accordance with clause 26.

Investment Advisor means an investment advisor appointed in accordance with clause 31(g).

Investment Committee means the investment committee established pursuant to clause 31(c) to manage the investment of the Special Capital Fund.

Life Member means a life member of the Association conferred pursuant to clause 7(a).

Member means a member for the time being of the Association and shall include persons, firms, corporations or associations engaged as principals in the automotive industry or allied trades.

Membership means membership of the Association.

Nominated Chamber Representative means a person appointed by a Member in accordance with clause 6.

Office has the same meaning as defined by section 9 of the Act.

Officer has the meaning prescribed by the Act and for the purposes of this Constitution means members of the Executive Board.

Principal Objects are those objects set out in clause 2(a).

Regulations means the *Fair Work (Registered Organisations) Regulations 2009* (Cth).

Returning Officer means a person appointed in accordance with clause 32(n) and more specifically:

(i) in the case of an election for a position on the Executive Board or the positions of President, Vice President or Secretary, a representative from the AEC; and

(ii) in the case of any other election, a person authorised by the Executive Board from time to time.

Service Associate means a service associate of the Association pursuant to clause 8.

Special Capital Fund means the proceeds received by the Association from the sale of its shares in VACC Holdings Limited and AMEV Life Holdings Limited and the investments and property in which such proceeds are from time to time invested and all accretions thereto and any income therefrom which is retained in accordance with the provisions of clause 31.

Special General Meeting means a General Meeting of the Association other than an Annual General Meeting convened in accordance with clause 13(c).

Subscription means the subscriptions and fees as determined by the Executive Board from time to time.

2 – OBJECTS

(a) The Principal Objects for which the Association is established and maintained are to: -

(i) advance, promote and by every lawful means to protect and support the automotive industry and allied trades or services in Australia; and

(ii) preserve the interests of Members.

(b) In furtherance of the Association's Principal Objects, the purposes of the Association specifically include, but are not limited to, the following activities:

(i) supporting and facilitating decision making on matters connected with the automotive industry and allied trades or services;

(ii) promoting, supporting, or opposing legislative or other measures affecting the automotive industry and allied trades or services;

(iii) entering into any form of alliance, joint venture, partnership or other relationship, whether commercial or otherwise, with any company, institution, society or association whose objects are altogether or in part similar to those of the Association;

(iv) merging with any companies, institutions, societies, or associations having objects altogether or in part similar to those of this Association;

(v) forming codes of practice whereby the transaction of business relating to the automotive industry or allied trades or services may be simplified and facilitated;

(vi) improving the knowledge of Members in matters relating to the operation of a business, the automotive industry, its dimensions and changes and the skilling of employees;

(vii) providing facilities for social interaction and discourse between Members, and if thought fit, providing, establishing and maintaining a venue for Members to gather socially;

(viii) establishing sections, district or local branches and trade or other sections of the Association in any part of Victoria or in the Commonwealth of Australia with such limited powers and authorities and subject to such supervision and control as the Association deems fit;

(ix) establishing, undertaking or contributing to any charitable or benevolent fund from which donations may be made to deserving persons who may be or have been engaged in the automotive industry and allied trades or services and contributing to or otherwise assisting any charitable or benevolent institutions or undertakings;

(x) purchasing, taking on lease or in exchange, hire or otherwise acquiring any real or personal property and any rights and privileges necessary or convenient for the purpose of the Association;

(xi) borrowing and raising any moneys required for the purpose of the Association upon such terms and on such securities as may be determined;

(xii) investing and dealing with the moneys of the Association not immediately required upon such securities and in such manner as may from time to time be determined;

(xiii) securing for the Members all the advantages of unity of action and advancing and protecting the interests of Members in any lawful manner whatsoever in matters which pertain to the relationship of employers and employees in the automotive industry or allied trades or services; and

(xiv) undertaking and or doing all things or activities that a natural person may do which are necessary, incidental or conducive to the advancement of the Principal Objects.

PART II - MEMBERSHIP

3 – MEMBERSHIP

(a) Membership shall be open to any person, firm, corporation, or association, genuinely engaged as principals in the automotive industry or allied trades or businesses and such membership shall continue until expiry of six months after such person, firm, corporation, or association, has ceased to be engaged in the automotive business or allied trades or businesses.

(b) The Executive Board may in its discretion grant an honorary Membership to any person who has ceased to be engaged in the automotive industry or allied trades or services for a period of twelve months, but such appointment shall be subject annually to review and revocation.

(c) There must be kept a register of Members, and of the Nominated Chamber Representatives of Members who are firms, corporations or associations, with their business addresses.

(d) Any Member or Nominated Chamber Representative who shall at any time change their place of business must immediately give notice of the change in writing to the Secretary.

(e) Within 14 days after the business or part of the business of a Member is assigned or transferred to a person who is not a Member of the Association the Member is required to notify the Association of the assignment or transfer.

4 – APPLICATIONS FOR MEMBERSHIP

(a) Applicants for Membership must sign and forward to the Secretary an application in the form or to the following effect:

I desire to become a member of the Victorian Automotive Chamber of Commerce and agree to be bound by the constitution of the Association and the by-laws and regulations of each and any Division or Affiliated Association of which I may become a member, and authorise the entry of my name on the register of Members.

Dated this ..... day of ..... 20 …...

Address .....

Nominated Chamber Representative ……..

Signature .....

(b) Upon receipt of an application for Membership, the Secretary must inform the applicant in writing of the financial obligations arising from Membership and the circumstances, and the manner, in which a Member may resign from the Association as provided for in this Constitution and any other applicable by-laws and regulations of the Association.

(c) Applications under clause 4(a) shall be dealt with by the Executive Board, who may only reject an application if the candidate is:

(i) a natural person who is of general bad character; or

(ii) a body corporate whose constituent documents include provisions which are inconsistent with the Principal Objects.

(d) On notification in writing to an applicant by the Secretary of their acceptance, such applicant shall become a Member, and that person's or entity's name must be entered on the register of Members.

5 – FEES AND SUBSCRIPTION

(a) Any Member admitted to Membership in any year must pay the Entrance Fee and the Subscription calculated in accordance with the following formula, or as otherwise determined by the Executive Board:

$$\frac{A^*}{12} \times \text{annual Subscription (\$)}$$

*where A is the total number of whole calendar months between the date of admission and the 30th day of June next following, excluding the month in which the Member is admitted.

(b) On payment of the Entrance Fee and annual Subscription, the Member will be entitled to the privileges of Membership until the 30th day of June after their admission.

(c) Unless a Member resigns their Membership before 30 June in any year, they must pay the annual Subscription for the forthcoming year when due.

(d) Failure to pay any fee or subscription when due will trigger clause 11.

6 – NOMINATED CHAMBER REPRESENTATIVES

(a) Each Member that is a firm, corporation or association must, during its Membership, appoint one of its employees or members duly authorised in writing by the Member to be a representative on its behalf to attend and vote at all meetings of the Association and to hold any Office in the Association (Nominated Chamber Representative).

(b) The appointment of a Nominated Chamber Representative must be by written notice to the Secretary and will stand unless and until the Member notifies the Association in accordance with clause 6(c) that such appointment has been revoked or that the appointee has been replaced.

(c) Any instrument appointing, revoking or replacing a Nominated Chamber Representative must be delivered to the Secretary not less than forty-eight hours before the time for holding any meeting at which the Member is to be represented by the Nominated Chamber Representative in order for the instrument to be valid.

(d) Upon a Nominated Chamber Representative's appointment being revoked, the person ceases to be eligible to hold any Office in the Association and any Office held by that person will be deemed vacant.

(e) Each Member may in addition appoint one or more of its employees or members to attend any General Meeting, but such additional appointees may have their appointments revoked at any time by the Nominated Chamber Representative and will not be entitled to vote in any election nor to be a candidate for election or nominator or seconder of a candidate for election to any Office.

7 – PAST PRESIDENTS AND LIFE MEMBERS

(a) The Executive Board may recommend to any Annual General Meeting the names of persons who have given long and meritorious service to the Association for election as Life Members to the Association and the Members may vote upon the proposed Life Members at such Annual General Meeting.

(b) Every Life Member will be entitled to all the privileges of Membership during their life without payment. There may not be more than two Life Members elected in any one year and there may not be more than ten Life Members at any one time.

(c) All past presidents of the Association will be advisory members of the Industry Policy Council and are entitled to attend all meetings of the Industry Policy Council but are not entitled in that capacity to vote or to perform any function in relation to the enforcement of by-laws and regulations or to exercise any of the functions of management.

8 – SERVICE ASSOCIATE

(a) Any firm, corporation or association carrying on business in or associated with the automotive industry or any allied trades or services may apply to be admitted as a Service Associate of the Association. The application must be in a form prescribed by the Executive Board and each application will be dealt with by the Executive Board who may accept or reject the same without ascribing any reason therefore and whose decision will be final.

(b) A Service Associate will be entitled to receive the same services from the Association as are granted to a Member including all services provided by any Division which is appropriate to the particular trade qualifications of the Service Associate.

(c) A Service Associate will not be entitled to vote at any General Meeting or any meeting of members of a Division, or to hold office within the Association or any Division, or to nominate or second any candidate for election with the Association or Division, except as may be permitted by the Executive Board.

(d) The Executive Board has the power to prescribe Subscriptions to be paid by Service Associates and each Service Associate must pay such Subscriptions as are prescribed and must comply with all directions of the Executive Board.

9 – DIVISIONS AND AFFILIATED ASSOCIATIONS

(a) The Association may be divided into such Divisions or Affiliated Associations as the Executive Board may from time to time determine. Unless otherwise determined by the Executive Board, the Divisions are as follows:

(i) Automotive Dismantlers and Recyclers' Division

(ii) Automotive Electrical Division

(iii) Automotive Repairers' Division

(iv) Body Repair Division

(v) Commercial Vehicle Industry Association (Victoria)

(vi) Engine Reconditioner and Radiator Service Division

(vii) Farm and Industrial Machinery Dealers' Association

(viii) Motorcycle Industry Division

(ix) Service Station and Convenience Store Division

(x) Towing Operators' Division

(xi) Used Car Traders' Division

(xii) Victorian Automotive Dealers Association

(xiii) Victorian Tyre Dealers' Association

(xiv) Tasmanian Division.

(b) As at the date of this Constitution, there are no Affiliated Associations.

(c) Each Member of the Association will be eligible for membership of such Division or Affiliated Association according to the by-laws and regulations of the Division or Affiliated Association concerned.

(d) Unless otherwise determined by the Executive Board, in addition to the Divisions and Affiliated Associations in existence at any one time, there will be a General Division which comprises of all Members who are not otherwise members of the other Divisions or Affiliated Associations. For the avoidance of doubt, the General Division will have a Divisional Committee which is elected in accordance with the by-laws and regulations of the General Division and the members of the General Division's Divisional Committee will be entitled to:

(i) elect and appoint a representative to the Industry Policy Council in accordance with clause 26;

(ii) nominate a candidate for the Executive Board in accordance with clause 18(a); and

(iii) vote in the elections for the Executive Board held in accordance with clause 18(g).

(e) Members desiring to form further Divisions or Affiliated Associations may do so with the approval of the Executive Board upon and subject to such terms and to such by-laws and regulations as the Executive Board may think fit provided that the Executive Board must not approve of the formation of any further Divisions or Affiliated Associations unless it is satisfied that the proposed Division or Affiliated Association will have a particular automotive interest to its Members.

(f) Applications for the formation of a Division or Affiliated Association must be signed and forwarded to the Secretary in the form or to the following effect:

> We, the undersigned Members of the Victorian Automotive Chamber of Commerce desire to form a Division or Affiliated Association of the Victorian Automotive Chamber of Commerce, and agree to be bound by the constitution of the Association.
>
> Dated this …….. day of ……20……
>
> Signatures ……..stating address and business.

(g) The Executive Board may from time to time dissolve, make, consolidate, or amalgamate any Division or Affiliated Association.

(h) A Division or Affiliated Association that is dissatisfied with a decision under clause 9(g) may appeal to a Special General Meeting of the Members of the Association, which has been called for that purpose, against such decision. At such Special General Meeting, a majority of the Members attending and voting may resolve whether to confirm, alter or rescind the decision of the Executive Board made pursuant to clause 9(g).

(i) Where a Division or Affiliated Association is dissolved, consolidated, or amalgamated:

(i) any members of the Industry Policy Council who were appointed by the dissolved, consolidated, or amalgamated Division or Affiliated Association, are entitled to remain on the Industry Policy Council for the remainder of their usual term in office;

(ii) any members of the Executive Board who were nominated by the dissolved, consolidated, or amalgamated Division or Affiliated Association, are entitled to remain on the Executive Board for the remainder of their usual term in office;

(iii) any member of a dissolved Division or Affiliated Association will automatically become a member of the General Division, and will be eligible for membership of any other Division or Affiliated Association according to the by-laws and regulations of the Division or Affiliated Association concerned; and

(iv) any member whose membership changes to a new Division or Affiliated Association as a result of their original Division or Affiliated Association being dissolved, consolidated, or amalgamated will have their period of financial membership of the original Division or Affiliated Association recognised if standing as a candidate for election to the Executive Committee of the new Division or Affiliated Association for the purposes of clause 10(e).

10 – GOVERNANCE OF DIVISIONS AND AFFILIATED ASSOCIATIONS

The issue of a by-law or regulation creating a Division or Affiliated Association shall be subject to the observance and performance by its members of the conditions contained in clauses 10(a) to 10(i). The members of such Division or Affiliated Association must organise themselves conformably to the Association.

(a) Subject to clause 10(b), the members of such Division or Affiliated Association must adopt by-laws and regulations for the governing of such Division or Affiliated Association provided that:

(i) the by-laws and regulations so adopted are in accordance with this Constitution and are approved by the Executive Board; and

(ii) a Division or Affiliated Association may by resolution of a general meeting of its members of which notice has been given, make, alter and amend its by-laws and regulations provided they are in accordance with this Constitution and are approved by the Executive Board.

(b) The Association may make by-laws and regulations relating to its Accreditation Program and related matters which Divisions and Affiliation Associations (as applicable) must adopt and be bound by. If there are any inconsistencies between by-laws and regulations developed by the Association under this clause 10(b) and those developed by a Division or Affiliated Association under clause 10(a), those developed by the Association will prevail to the extent of the inconsistency.

(c) A Division or Affiliated Association shall not by itself, its chairman, or by any committee or deputation appointed by it either in the name of the Association or in its own name enter into any form of negotiation, consultation or agreement with or take any action, legal or otherwise, against manufacturers, wholesalers, retailers of or any Government or Minister of the Crown or any other person or corporation in respect of any commodity, including accessories, replacement parts, wholesalers of petrol, oil and tyres of any description. Any such desired negotiation, consultation, agreement or action must be submitted to the Secretary and be approved of by the Executive Board and be handled, managed and administered as determined by the Executive Board.

(d) A Division or Affiliated Association shall not by itself or its chairman or by any committee appointed by it, form or become part of a deputation to any other organisation, company or Government without first submitting the subject matter to be presented, considered or discussed with the names of those forming the deputation to the Secretary of the Association and obtaining the approval of the Executive Board in writing.

(e) The Association shall not be responsible for any expenses incurred by any Division or Affiliated Association for which the authority has not been first granted by the Executive Board, nor shall any Division or Affiliated Association call for subscriptions from its members or make levy on its members without first obtaining the permission from the Executive Board.

(f) Each Division or Affiliated Association shall be governed by a chairman and such Executive Committee as may be determined by the by-laws and regulations of such Division or Affiliated Association provided that all such office bearers are elected for two calendar years in accordance with clause 32(a). Only a current financial Member of the Division who is or has been a financial Member of the Division for any period of no less than 1 year may stand as a candidate for election to the Executive Committee. Provided also that if the by-laws and regulations of a Division or Affiliated Association determine that the election of a chairman shall be from and by the Executive Committee of such Division or Affiliated Association, then the nominations for this office shall be in the hands of the Returning Officer, at least five weeks prior to the first Executive Committee meeting held after the Annual General Meeting at which time such election shall be held.

(g) Each Division or Affiliated Association shall meet at least twice in each year and shall within seven days after every meeting send to the Secretary, or the Secretary's delegate, a copy of the minutes of the said meeting.

(h) A person entitled to attend a meeting of a Division or Affiliated Association may attend the meeting via Electronic Communication, in such manner as may be determined by the Executive Board from time to time.

(i) Where a person is permitted to participate in a meeting via Electronic Communication, the person's attendance will be counted toward the quorum and the person will be permitted to participate in the meeting as if he/she were present at the place where the meeting was convened.

(j) The Executive Board may within twenty-eight days from the date of receipt of a resolution from a Division or Affiliated Association disallow the same if in its opinion such resolution is not in the best interests of the Association.

(k) All elections for the determination of representation on a Divisional Executive Committee or the Industry Policy Council shall be conducted in accordance with clause 32(a).

(l) The President, the Secretary and the Chief Executive Officer shall ex officio be entitled to attend any meetings convened by any Division or Affiliated Association.

11 – TERMINATION OF MEMBERSHIP

(a) Any Member who has not paid their Subscription, call or other sums presently payable by them or it to the Association within one month of its due date shall automatically be regarded as unfinancial and not entitled to vote at any meetings or proceedings nor enjoy any other privileges of Membership.

(b) The Member must be provided with a notice advising that they have become unfinancial, and that they will cease to be a Member of the Association if they do not pay the Subscription, call or other sums payable within 42 days of the due date.

(c) If a Member fails to pay any Subscription, call or other sums presently payable by them to the Association within 42 days of the due date, they shall ipso facto cease to be a Member of the Association but their Membership may be reinstated at the discretion of the Executive Board on payment of all arrears.

(d) Any Member may resign their Membership in accordance with this clause 11 and from the date of such resignation such Member will cease to be a Member, but will nevertheless remain liable for and pay to the Association all moneys which at the time they cease to be a Member may be due by the Member to the Association, and at once return (at their cost) all badges, certificates, and/or other property of the Association held by the Member.

(e) Subject to section 178 of the Act, any dues payable but not paid by a former Member of the Association, in relation to a period before the Member's resignation from the Association took effect, may be sued for and recovered in the name of the Association, in a court of competent jurisdiction, as a debt due to the Association.

(f) A notice of resignation by a Member must be in writing and addressed to the Secretary and must be delivered to the Secretary by:

(i) leaving it with the Secretary personally;

(ii) leaving it in an envelope addressed to the Secretary at the registered office of the Association; or

(iii) posting it in an envelope addressed to the Secretary at the registered office of the Association

(g) The notice of resignation takes effect:

(i) where the Member ceases to be eligible to become a Member of the Association:

(A) on the day on which the notice is received by the Association; or

(B) on the day specified in the notice, which is a day not earlier than the day when the Member ceases to be eligible to become a Member,

whichever is later; or

(ii) in any other case:

(A) at the end of two weeks after the notice is received by the Association; or

(B) on the day specified in the notice,

whichever is later.

(h) A notice delivered to the Secretary will be taken to have been received by the Association when it was delivered.

(i) A notice of resignation that has been received by the Association is not invalid because it was not addressed to and delivered to the Secretary.

(j) A resignation from Membership of the Association is valid even if it is not affected in accordance with this clause 11 if the Member is informed in writing by or on behalf of the Association that the resignation has been accepted.

(k) Where the Membership of a Member ceases for any reason whatsoever, that person, firm, corporation or association must not thereafter claim or represent any affiliation with the Association and must not display any notices or signs or do any other thing which identifies connection or affiliation with the Association.

(l) Where the Membership of a Member ceases for any reason whatsoever and the Nominated Chamber Representative of that Member holds Office, a meeting of the Executive Board must be held within 14 days to consider the removal of that Nominated Chamber Representative from Office. If the Executive Board finds that the underlying Member has ceased to be a Member, the Executive Board may, by a resolution carried by a two-thirds majority of the Executive Board, resolve to remove the Nominated Chamber Representative from Office, whereby their position on the Executive Board will become vacant.

12 – MISCONDUCT

(a) If any Member:

(i) is found guilty of a criminal offence;

(ii) wilfully refuses or wilfully neglects to comply with the provisions of this Constitution;

(iii) is in breach of the VACC Code of Conduct or any other code of conduct formed by the Association; or

(iv) is otherwise in breach of a relevant industry code,

such Member may be cautioned, fined a sum not exceeding $5,000, suspended for a period of not more than twelve months, or expelled from the Association in accordance with clause 12(b).

(b) The Executive Board may, by a resolution carried by a two-thirds majority of the Executive Board, resolve to expel a Member who has acted in a manner described in clause 12(a), provided that:

(i) the meeting at which such a resolution is made, was called for the purpose of considering that resolution;

(ii) the Member is given at least seven days' notice of the meeting of the Executive Board and of the matters to be enquired into at such meeting; and

(iii) at the meeting and before the passing of any resolution, the Member has had an opportunity of giving orally or in writing any explanation or defence they may think fit and calling before the Executive Board any person having knowledge of the facts of the matters in question to place such facts before the Executive Board.

(c) Any Member who is dissatisfied with a resolution of the Executive Board passed pursuant to clause 12(b) may appeal to a Special General Meeting of the Members of the Association against such resolution. At such Special General Meeting, a majority of the Members attending and voting may resolve whether to confirm, alter or rescind the resolution of the Executive Board passed pursuant to clause 12(b).

PART III – GENERAL MEETINGS

13 – GENERAL MEETINGS

(a) The Annual General Meeting of the Association will be held during such month and at such time and place as may be determined by the Executive Board but no later than six months after the end of the financial year.

(b) Twenty-one days notice shall be given of the Annual General Meeting, and in the case of a Special General Meeting, twenty-one days notice shall be given except where time is of the essence, in which case no less than 7 days notice will be given.

(c) A Special General Meeting may be convened by the President or five members of the Executive Board at any time.

(d) The Secretary must convene a Special General Meeting on receipt of a requisition signed by at least twenty-five Members of the Association, stating the purpose for which such meeting is required.

(e) A person entitled to attend a General Meeting may attend the meeting via Electronic Communication, in such manner as may be determined by the Executive Board from time to time.

(f) Where a person is permitted to participate in a meeting via Electronic Communication, the person's attendance will be counted toward the quorum and the person will be permitted to participate in the meeting as if he/she were present at the place where the meeting was convened.

(g) Any Member wishing to bring forward any resolution at any General Meeting must give at least nine days notice and in the case of the Annual General Meeting, thirty days notice in writing to the Secretary of their intention to do so.

(h) No business shall be transacted at any General Meeting except that stated in the notice convening the General Meeting.

(i) The Secretary shall, in giving notice of a meeting, include in such notice any resolution of which the Secretary has had due notice from any Member.

(j) The chairman may, with the consent of any meeting at which a quorum is present, and must, if so directed by the meeting, adjourn the meeting from time to time and from place to place but no business may be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

(k) When a meeting is adjourned for 30 days or more, a notice of the adjourned meeting must be given as in the case of the original meeting.

(l) Except as provided in clause 13(k) it is not necessary to give any notice of adjournment or the business to be transacted at any adjourned meeting.

14 – ENTITLEMENT TO VOTE

(a) Each Member whether a person, company, association or firm shall, subject to clause 11(a), be entitled to one vote. Votes may be given at any General Meeting either by a show of hands, by ballot, by proxy or by Electronic Communication in such manner as may be determined by the Executive Board from time to time.

(b) On a show of hands every Member present in person, by Nominated Chamber Representative or by proxy shall have one vote and upon a ballot every Member will have one vote. Where a firm or corporation being a Member is represented by a Nominated Chamber Representative or by a proxy who is not a Member, such Nominated Chamber Representative or proxy will be entitled to vote on behalf of such firm or corporation on a show of hands or by ballot.

(c) If a Member becomes unfinancial in accordance with clause 11(a) then they are not entitled to vote.

(d) The instrument appointing a proxy shall be in writing signed by the Member, or if the Member is a corporation either signed under common seal or by an authorised officer. No person shall act as a proxy unless they are entitled on their own behalf to be present and vote at the meeting at which they act as proxy, or they have been appointed to act at that meeting as a proxy for a Member. The instrument appointing a proxy shall be deposited at the registered office of the Association not less than forty-eight hours before the relevant General Meeting.

(e) An instrument appointing a proxy may be in the following form or in any other form which the Executive Board may approve:

I/We..... of .....
being a member of the Victorian Automotive Chamber of Commerce hereby
appoint ..... of
..... as my/our proxy to vote on my/our behalf at the general meeting of the Association
to be held on the .....
day of ....20 ....., and at an
adjournment thereof.

Signed this ..... day of ..... 20 ….....

15 – BUSINESS OF GENERAL MEETINGS

(a) The business of the Annual General Meeting of the Association shall, as far as practicable, be conducted as follows:

(i) receive the report of the Executive Board;

(ii) receive the statement of accounts;

(iii) receive the report of the result of the election of any Officers;

(iv) appoint an Auditor; and

(v) consider, and if necessary take action with reference to any business or motion of which due notice may have been given, or which the three-fourths of the Members present or represented of such meeting consent thereto not being inconsistent with this Constitution.

(b) Notice of any business or motion to be discussed at the Annual General Meeting of the Association shall be considered to be duly served if it is sent to the Secretary thirty days at least before the date on which the said meeting shall be called

Fifteen Members present shall respectively constitute a quorum at an Annual General Meeting or a Special General Meeting. In the event of a quorum not being present within thirty minutes of the hour for which any meeting shall have been called, it shall be in the power of the Members then present to adjourn such meeting for any period not exceeding seven days and from time to time until a meeting shall have been duly constituted.

(c) The Executive Board shall, at every Annual General Meeting, lay before the Association's Members the President's Report and the Annual Report, the Financial Statement, the Operating Report and the Auditor's Report for the financial year, each of which shall be prepared in accordance with the requirements of the Act.

(d) Every Member of the Association shall be notified of the release of the Annual Report, Financial Statement, Operating Report and Auditor's Report at least twenty-one days prior to the Annual General Meeting and a copy shall be made available on the Association's website, and if requested by a Member, a copy forwarded by post or electronically.

16 – BALLOT PARTICIPATION

Whenever a ballot is to be taken for the purpose of submitting a matter to a vote of the Members of the Association or of a Division or of an Affiliated Association, the Secretary shall notify every Member concerned of the meeting at which the vote is to take place or the arrangements for any ballot which is to be held by post and shall ensure that every financial Member concerned is given the opportunity of voting at such meeting or ballot.

PART IV – EXECUTIVE BOARD

17 – COMPOSITION OF EXECUTIVE BOARD

(a) The Association will have an Executive Board consisting of:

(i) the President;

(ii) the Vice-President;

(iii) the Secretary; and

(iv) six other board members,

all of whom may hold office as members of the Executive Board for two calendar years or until others are elected.

(b) Notwithstanding any other provision of these Rules, in particular clauses 17(a) and 32:

(i) If in an election year, the AEC notifies the Association that it is unable to conduct elections of the Executive Board at the Annual General Meeting at which the election was scheduled, this clause 17(b) shall apply.

(ii) Upon receipt of a notice under clause 17(b)(i), the Executive Board shall use its reasonable endeavours to ensure the AEC conducts the election as soon as practicable after the Annual General Meeting at which the election was scheduled.

(iii) As soon as reasonably practicable after the AEC notifies the Association that it is able to conduct elections in accordance with these Rules, the Secretary shall convene an Annual General Meeting or if the timeframe in which an Annual General Meeting must be convened under 13(a) has expired, a Special General Meeting, to conduct the election. If a Special General Meeting is convened under this clause 17(b)(iii), that Special General Meeting shall be deemed to be the Annual General Meeting in an election year at which the Executive Board is declared, for the purposes of clauses 18(a), 18(g), 32(a)(ii), 32(c), 32(e), 32(y)(iv) and 32(ii).

(iv) If the AEC is unable to conduct elections of the Executive Board before the expiry of the two-year term of an Officer, that Officer shall continue in office until their successor is declared elected.

(v) The term of an Officer elected to the Executive Board at the meeting convened under 17(b)(iii) shall be reduced by such period as the preceding Officer remained in office beyond two years under 17(b)(iv). Elections to subsequent Executive Boards shall then proceed in accordance with the procedures in these Rules.

18 – ELECTION OF EXECUTIVE BOARD

(a) Each Division or Affiliated Association in existence from time to time is entitled to one nomination for the nine positions on the Executive Board. Nominations must be in the hands of the Returning Officer at least seven weeks prior to the Annual General Meeting at which the Executive Board is to be declared.

(b) To be qualified for a position on the Executive Board, the candidate must be a member of an Executive Committee of a Division or Affiliated Association.

(c) Each Division or Affiliated Association's nomination shall be elected by ballot by the members of the Executive Committee of that Division or Affiliated Association.

(d) No person may be nominated by more than one Division, Affiliated Association and/or category of Membership. Where this occurs, clause 32(b) will apply.

(e) If the number of nominations received from the Divisions or Affiliated Associations in accordance with clause 18(c) is equal to the number of vacancies on the Executive Board to be filled, or if there are insufficient nominations received to fill all vacancies on the Executive Board, then those nominations will be declared elected.

(f) If there are insufficient nominations received to fill all vacancies on the Executive Board, each Division or Affiliated Association is entitled to submit one nomination for the remaining vacancies on the Executive Board. Nominations in accordance with this clause 18(f) must be in the hands of the Returning Officer within two weeks of notice being given to the Divisions and Affiliated Associations that they are entitled to submit a further nomination.

(g) If the number of nominations received from the Divisions or Affiliated Associations in accordance with clause 18(c) (and, if applicable, 18(f)) exceeds the number of vacancies on the Executive Board to be filled, those nominations will be elected by the Members in accordance with the provisions of clause 32. The ballot material must be sent to the Members on the roll of voters no later than four weeks prior to the Annual General Meeting at which the Executive Board is to be declared and the ballot will close on a date which is at least one week prior to that Annual General Meeting.

19 – ELECTION OF PRESIDENT, VICE PRESIDENT AND SECRETARY

(a) The Executive Board will elect from among its members, a President, Vice President and Secretary by an attendance ballot at the first meeting of the Executive Board after the AGM or, if the Executive Board was elected under clause 17(b), the first meeting of the Executive Board after the meeting at which the election took place, and in accordance with this clause 19. For the avoidance of doubt, the provisions of clause 32 do not apply to such an election.

(b) To be qualified for the Office of President, the candidate must have served as a member of the Executive Board for the preceding term.

(c) Members of the Executive Board will nominate for the positions of President, Vice President or Secretary by filling out a nomination form and returning it to the Returning Officer. For the avoidance of doubt, members of the Executive Board may self-nominate for the positions of President, Vice President and Secretary.

(d) Where there is more than one nomination for any one position, there shall be an election by secret ballot and the result ascertained on the basis of preferential voting. The names of the candidates nominated shall be arranged in alphabetic order according to their surnames.

(e) If the result of an election conducted in accordance with clause 19(d) is a tie between two Officers, the winner will be decided by the flip of a coin.

(f) Subject to this clause 19, the President, Vice President and Secretary will preside for the ensuing two years.

(g) If the position of President, Vice President or Secretary becomes vacant, the Executive Board must elect a person to the position in accordance with clauses 21(b) and 32; or appoint a person to the position in accordance with clause 21(a) within 14 days after the vacancy arises, until the retiring officer's term of Office has expired, in accordance with section 146 of the Act.

(h) Until the positions of President, Vice President and Secretary have been filled in accordance with clause 19(g), any meetings of the Executive Board shall be chaired by such person as the Executive Board determines by way of a show of hands.

20 – REMOVAL OF OFFICERS

(a) Except as provided for in clauses 6(c), and 20(c), the power to remove members of the Executive Board and all persons holding Office will be at the discretion of Members. Such removal must be passed by a resolution carried by a two-thirds majority of the Members present at a Special General Meeting called for that purpose.

(b) A member of the Executive Board or a person elected to an Office within the Association will not be removed from Office in accordance with clause 20(a) unless, after they have been afforded a reasonable opportunity of being heard in their defence, they have been found guilty by a two-thirds majority of the Members present at the meeting, of a misappropriation of the funds of the Association or a substantial breach of this Constitution, or of gross misbehaviour, or gross neglect of duty.

(c) A position on the Executive Board will be deemed vacant and the person holding such position will cease to be a member of the Executive Board if:

(i) the person sends into the Executive Board their written resignation; or

(ii) the person is removed from Office in accordance with clause 20(a).

(d) If a person holding a position on the Executive Board:

(i) ceases to be eligible to hold the position of Nominated Chamber Representative of the Member they have been appointed by in accordance with clause 6; or

(ii) the Member to which the person has been appointed as Nominated Chamber Representative ceases to be eligible to be a Member of the Association,

a meeting of the Executive Board must be held within 14 days to consider whether that person has ceased to be eligible to hold the position of Nominated Chamber Representative or the underlying Member has ceased to be eligible for Membership. If it is found that either clause 20(d)(i) or 20(d)(ii) is satisfied, the Executive Board may, by a resolution carried by a two-thirds majority of the Executive Board, resolve to remove the person from Office, whereby their position on the Executive Board will become vacant.

(e) The continuing members of the Executive Board may act notwithstanding any vacancy on the Executive Board.

21 – VACANCY ON THE EXECUTIVE BOARD

(a) In the event that any position on the Executive Board becomes vacant, the Executive Board may appoint the Nominated Chamber Representative of an appropriate Member to the vacant Office and the person will continue in Office up to the end of the term of the person they are replacing provided that the unexpired portion of the term of Office in which the vacancy occurs does not exceed three-quarters of the term.

(b) Where the unexpired portion of the term of Office in which the vacancy occurs exceeds three-quarters of the term, then the position will be filled by election in accordance with clause 32, with the necessary changes, subject to the following rules:

(i) each of the Executive Committees that does not currently have a nominee on the Executive Board (including the Executive Committee that nominated the individual in the position that has become vacant) may nominate one person to fill the vacant position on the Executive Board; and

(ii) members from all Executive Committees are entitled to vote on the appointment from the selected nominees.

(c) Any member elected or appointed to a position in accordance with clause 21(b) will hold Office for the unexpired portion of their predecessor's term of Office.

22 – POWERS AND DUTIES OF THE EXECUTIVE BOARD

(a) Subject to the Members in General Meeting, the transaction of the business of the Association and its entire management including the acceptance or rejection of applications for Membership for formation of Divisions and Affiliated Associations, will be vested in the Executive Board, which, in addition to the powers and authorities by these clauses expressly conferred on it, may exercise all powers and do all such acts and things as may be exercised and done by the Association in General Meeting.

(b) Subject to clause 31 the Executive Board must invest any moneys which are not required to be used at the time for the purposes of the Association and the Executive Board may act as trustees for any specific undertaking or enterprise authorised by the Association.

23 – MEETINGS OF THE EXECUTIVE BOARD

(a) Subject to clause 23(b), the Executive Board may meet as often as is deemed necessary for the dispatch of business. Subject to this Constitution, the Executive Board may adjourn and otherwise regulate its meetings as it thinks fit.

(b) The Executive Board must meet at least six times in each calendar year.

(c) Unless all Executive Board members agree to hold a meeting at shorter notice either by agreement that is sufficiently evidenced in writing or by their presence, or in accordance with clause 23(f), not less than two days written notice of Executive Board meetings must be given to each member of the Executive Board.

(d) Written notice of each Executive Board meeting, specifying the general nature of the time, date and place of the Executive Board meeting and the business to be transacted, must be served on each member of the Executive Board by:

(i) delivering it to that board member personally; or

(ii) sending it in writing, by facsimile, email or other means of electronic communication, in accordance with that Executive Board member's last notified contact details.

(e) Notice may be given of more than one Executive Board meeting at the same time.

(f) In cases of urgency, a meeting can be held without notice being given in accordance with clause 23(c), provided that as much notice as practicable is given to each member of the Executive Board by the quickest means practicable.

(g) Any resolution made at an Executive Board meeting called in accordance with clause 23(f) must be passed by an absolute majority of the Executive Board.

(h) Five members of the Executive Board personally present will constitute a quorum for the transaction of the business of a meeting of the Executive Board.

(i) The President or Vice-President or Secretary while presiding as chairman will not have a casting vote.

(j) A person entitled to attend a meeting of the Executive Board may attend the meeting via Electronic Communication, in such manner as may be determined by the Executive Board from time to time.

(k) Where a person is permitted to participate in a meeting via Electronic Communication, the person's attendance will be counted toward the quorum and the person will be permitted to participate in the meeting as if he/she were present at the place where the meeting was convened.

(l) Where a person is permitted to participate in a meeting via Electronic Communication, the person's attendance will be counted toward the quorum and the person will be permitted to participate in the meeting as if he/she were present at the place where the meeting was convened.

(m) The Executive Board will have the power to make circulating resolutions. A resolution in writing signed or assented to by facsimile or other form of Electronic Communication by all the voting members of the Executive Board, will be as valid and effectual as if it had been passed at a meeting of the Executive Board duly convened and held. Any such resolution may consist of several documents in like form each signed by one or more of the members of the Executive Board.

24 - DUTIES OF PRESIDENT, VICE PRESIDENT AND SECRETARY

(a) Subject to this Constitution, the President will be the Association's executive and administrative head and will generally oversee its activities and policies.

Note: for particular powers and duties see clauses 10(k), 15(c), 24(a) and 25(b).

(b) Where requested by the President or required by this Constitution, and under the general oversight of the President, the Vice-President will assist the President generally to oversee the Association's activities and policies.

(c) Subject to this Constitution, the Secretary must ensure that all matters relating to the administration and finances of the Association are carried out as required by law and/or the requirements of this Constitution, especially the Association's policies relating to its expenditure and all required statutory record-keeping and reporting requirements and/or as required by this Constitution.

Note: particular powers and duties include clauses 24(c), 24(d), and 38(a).

(d) The Secretary must attend all meetings in connection with the Association to:

(i) keep the records and minutes;

(ii) receive all memorials, letters and applications;

(iii) arrange all business for the consideration of the Executive Board;

(iv) conduct the correspondence of the President or chairman (as the case may be);

(v) give notice of all General Meetings;

(vi) collect the funds, give receipts and deposit them in a bank in the name of the Association;

(vii) collect and arrange all statistical information that may be deemed valuable;

(viii) report to the President on all bills introduced into the Victorian and Commonwealth Parliament, or such other jurisdictions which may be determined from time to time, affecting the automotive industry or allied trades and services; and

(ix) assist in all matters connected with the affairs of the Association as directed by the Executive Board.

(e) The Secretary may from time to time, delegate some of its above duties to the Chief Executive Officer.

PART V- INDUSTRY POLICY COUNCIL

25 – COMPOSITION OF INDUSTRY POLICY COUNCIL

(a) The Association will have an Industry Policy Council consisting of:

(i) two members from each Division and Affiliated Association in existence from time to time; and

(ii) one member from the General Division.

all of whom may hold office as members of the Industry Policy Council for a term of two calendar years or until others are elected.

(b) All past presidents of the Association are entitled to attend all meetings of the Industry Policy Council in accordance with clause 7(c).

(c) The Industry Policy Council may from time to time invite third parties to attend some or all meetings of the Industry Policy Council provided that those third parties are not entitled to vote.

26 – ELECTION OF INDUSTRY POLICY COUNCIL

(a) The members of the Industrial Policy Council, will be elected by the members of the Executive Committee of their Divisions or Affiliated Associations in accordance with the requirements of clause 32(a).

(b) Any Division or Affiliated Association formed during the currency of any year may upon such formation elect one representative to the Industry Policy Council and such representatives may hold office until the next regular Industry Policy Council elections.

(c) To be eligible to be elected by their Division or Affiliated Association, the candidate must be a member of the Executive Committee of their Division or Affiliated Association.

(d) A member of a Division who already holds a position on the Executive Board may also represent the Division on the Industry Policy Council.

(e) No person may be a member of the Industry Policy Council in more than one capacity. A person will not be nominated by or elected to represent more than one Division, Affiliated Association and/or category of Membership. Where this occurs, clause 32(b) will apply.

(f) Whenever a casual vacancy occurs in the members of the Industry Policy Council, who are elected as representatives of a Division or Affiliated Association, such vacancy will be filled by the Division or Affiliated Association in accordance with clause 26(a) which appointed the outgoing member and notice of such appointment must be given to the Secretary.

27 - MEETINGS OF INDUSTRY POLICY COUNCIL

(a) The Industry Policy Council must meet at least four times in each calendar year but may meet more regularly as it sees fit. At least 21 days' notice of a meeting must be given unless at least four members of the Industry Policy Council representing at least two Divisions or Affiliated Associations request a meeting at short notice.

(b) Where a meeting is called at short notice at least seven days' notice must be given.

(c) A member of the Industry Policy Council may be represented by a proxy, provided the proxy is another member of the same Division or Affiliated Association.

(d) Seven members representing at least 30% of the Divisions and Affiliated Associations represented on the Industry Policy Council constitutes a quorum at a meeting of the Industry Policy Council.

(e) A person entitled to attend a meeting of the Industry Policy Council may attend the meeting via Electronic Communication, in such manner as may be determined by the Executive Board from time to time.

(f) Where a person is permitted to participate in a meeting via Electronic Communication, the person's attendance will be counted toward the quorum and the person will be permitted to participate in the meeting as if he/she were present at the place where the meeting was convened.

28 – ROLE OF THE INDUSTRY POLICY COUNCIL

(a) The role of the Industry Policy Council is to develop the industry policy position for the Association and for the interests of Members. The members of the Industry Policy Council have a key role in bringing forward the industry policy positions from their various Divisions or Affiliated Associations for broader consultation and development through the Industry Policy Council.

(b) The Industry Policy Council may make decisions relating to industry policy development, the Association's approach to policy advocacy and the development of policy materials.

(c) Any decisions that might impact on the governance of the Association (being the mechanisms, relations, and processes by which the Association is controlled and directed) must be referred to the Executive Board.

(d) The Industry Policy Council must work within the existing budgets and strategic planning of the Association as set by the Executive Board and may not work beyond these boundaries without the proper consent of the Executive Board.

(e) Where the Industry Policy Council requires resources that are beyond the annual budgeted expenses of the Association or the Association's industry policy objectives, the Industry Policy Council may make submissions to the Executive Board to extend these resources or scope.

(f) Where the Industry Policy Council determines that an industry policy direction needs to extend beyond the existing strategic plans of the Association, the Industry Policy Council may resolve to make submissions to the Executive Board to go beyond this reach.

(g) Submissions to the Executive Board for resourcing, beyond that which has been budgeted for, or for significant changes to Association's industry policy direction, may be made, subject to a resolution of the Industry Policy Council, through the Chief Executive Officer or the chairman of the Industry Policy Council at a meeting of the Executive Board.

(h) The Industry Policy Council has no power to establish sub-committees.

(i) For the avoidance of doubt:

(i) the Executive Board is not bound by any decisions of the Industry Policy Council;

(ii) the Industry Policy Council does not determine the Association's operational policy; and

(iii) the Industry Policy Council is not a committee of management.

29 – STRUCTURAL RELATIONSHIPS

(a) The Industry Policy Council is an advisory council to the Executive Board and will report its minutes to the Executive Board and the Executive Committee of each Division and Affiliated Association.

(b) The Chief Executive Officer will report the actions of the Industry Policy Council to the Executive Board.

PART VI – EMPLOYEES AND COMMITTEES

30 – CHIEF EXECUTIVE OFFICER AND INDUSTRIAL OFFICER

(a) It will be the duty of the Executive Board to appoint a Chief Executive Officer and an Industrial Officer.

(b) Both of the Chief Executive Officer and the Industrial Officer will be employees of the Association and will report to the Executive Board.

(c) The Chief Executive Officer will subject to the direction of the Executive Board be authorised to engage and manage the Association's staff.

(d) The duties of the Industrial Officer include but are not limited to representation of the Association in proceedings before any court or tribunal, in negotiations with other organisations and in the making of industrial agreements.

31 – SPECIAL CAPITAL FUND AND INVESTMENT COMMITTEE

(a) The Executive Board is responsible for the investment of the Special Capital Fund which must be retained in a separate account and may only be used on a specific motion of the Executive Board.

(b) The Executive Board may delegate the day to day management of the Special Capital Fund to the Investment Committee subject to the following requirements:

(i) the Investment Committee must provide to the Executive Board as required and not less than quarterly, a statement of the fund and income therefrom; and

(ii) the Investment Committee must not make any investment decision contrary to the unanimous advice of the Investment Advisors.

(c) The Investment Committee will comprise three members of the Executive Board appointed by the Executive Board as required for terms not exceeding four years, but may be re-appointed provided that a person so appointed or re-appointed will cease to be a member of the Investment Committee on ceasing to be a member of the Executive Board. The Investment Committee may as required appoint one of its members to be chairman of the Investment Committee. Subject to clause 31(f), a decision of the Investment Committee must be passed by no less than two of its three members.

(d) The chairman must give the Chief Executive Officer notice of meetings of the Investment Committee and the Chief Executive Officer is entitled to attend such meetings but is not entitled to vote or otherwise exercise any function of a member of the Investment Committee.

(e) A person entitled to attend a meeting of the Investment Committee may attend the meeting via Electronic Communication, in such matter as may be determined by the Executive Board from time to time.

(f) Where a person is permitted to participate in a meeting via Electronic Communication, the person's attendance will be counted toward the quorum and the person will be permitted to participate in the meeting as if he/she were present at the place where the meeting was convened.

(g) Upon appointment, the Investment Committee must as soon as reasonably practicable submit to the Executive Board a list of persons not Members of the Association who have commercial or financial experience and investment expertise. The Executive Board will select from that list, two to be the Investment Advisors for purposes of this clause for a period specified by the Executive Board but not exceeding four years or until that person dies, resigns or is removed in accordance with procedures which are as close as is reasonably practicable to those of clause 20(a). Persons who have served as Investment Advisors may be re-appointed as Investment Advisors in accordance with this clause 31(g).

(h) A decision of the Investment Committee involving any matter relating to investment of the Special Capital Fund shall not be implemented before advice is received from both Investment Advisors.

(i) Subject to this clause 31, and any general directions from time to time given to them by the Executive Board the Investment Committee shall manage the investment of the Special Capital Fund and may engage, brokers, bankers, agents and consultants to act as advisors, dealers and generally on their behalf in relation to the Special Capital Fund on such terms and conditions as are negotiated.

PART VII – ELECTIONS

32 – ELECTION RULES

(a) Unless otherwise provided, including under clause 17, in all elections held pursuant to this Constitution the following provisions shall apply:

(i) All elections shall be by secret postal ballot and the result ascertained on the basis of preferential voting. The roll of voters for any ballot is to be closed seven days before the day on which nominations for the election open. The only persons eligible to appear on the roll of voters are those Members who, on the date that the roll of voters closes, are financial Members and whose Subscriptions are not in arrears.

(ii) Except as otherwise provided in clauses 18(a), 19(c) and 21(b), all nominations shall be in the hands of the appropriate Returning Officer at least five weeks prior to the date of the Annual General Meeting of the Association in an election year, or meeting of the Division or Affiliated Association. All such nominations shall be signed by a proposer, seconder and nominee who shall be Members of the Association, Division or Affiliated Association for which the election is to be held, on the roll of voters. The Returning Officer shall check all nominations received to see that they comply with the rules, including that any seconder or proposer signing a nomination is on the roll of voters, and reject any that do not so comply, provided that if they find a nomination to be defective they shall before rejecting the nomination, notify the person concerned of the defect and, where it is practicable to do so, give them the opportunity of remedying the defect within a period of not less than seven days of receipt of their notice.

(b) In the case of an election for membership of the Executive Board or the Industry Policy Council, a person must not nominate for more than one Division or Affiliated Association:-

(i) Where more than one Division, Affiliated Association or category of Membership nominates the same person as a candidate in an Executive Board election, the Returning Officer must reject all nominations in respect of that person.

(ii) Where more than one Division, Affiliated Association or category of Membership nominates the same person as a candidate for a position on the Industry Policy Council, the Returning Officer must reject all nominations in respect of that person.

(iii) For the avoidance of doubt, nothing in this clause restricts a person from nominating for:

(A) membership on the Executive Board in their capacity as a member of one Division, Affiliated Association or category of Membership; and

(B) a position on the Industry Policy Council in their capacity as a member of a separate Division, Affiliated Association or category of Membership.

(c) Where a ballot for any office is required, the Returning Officer shall declare the successful candidates at the Annual General Meeting when all results are known, that is, at the completion of any ballot or ballots, where one or more is necessary.

(d) If the candidates nominated for each office are more in number to the positions to be elected to that office, the election of Members to fill the vacancies to that office shall be conducted by ballot as provided in this clause.

(e) If the candidates nominated for each office are more in number than the number of Members to be elected, the Returning Officer shall, subject to clause 18(g) as soon as reasonably practicable but not later than four weeks before the date of the Annual General Meeting send ballot material by prepaid post to every Member of the Association or of the Division or Affiliated Association who is on the roll of voters.

(f) The ballot material shall include one or more ballot papers, a declaration envelope and a prepaid envelope, both in the form prescribed by the Regulations.

(g) The ballot paper shall be in such form as the Executive Board from time to time directs and shall contain the following particulars:

(i) The names of the candidates nominated shall be arranged in random order determined by lot.

(ii) A short biography (or ‘pen picture’) not exceeding 100 words for each candidate.

(iii) The number of vacancies to be filled from the candidates in the list.

(iv) The day and hour on or previous to which the ballot paper must be returned to the Returning Officer.

(v) A notice that the election of candidates shall be by preferential voting.

(h) A Member who is entitled to vote, who will be absent during the period of the election may apply for an absentee vote by lodging with the Returning Officer prior to the distribution of the ballot papers, a written request for an absentee vote together with an address at which the Member can receive communications. The Returning Officer shall forward a ballot paper to the address as specified and shall notify the Member of the closing date for an absentee vote to be lodged.

(i) No ballot paper shall be counted unless the Member returns it in the declaration envelope sent to them having first filled in the Member's name and address and duly signed the envelope where provided on the flap of the envelope. The envelope containing the ballot paper must be placed in a prepaid envelope in the form prescribed by the Regulations.

(j) Members may send their ballot paper by hand or by post to the Returning Officer or deliver it to the Returning Officer by placing it in the ballot box provided at any time up to the hour appointed by the Returning Officer for the closing of the ballot at the place appointed for the taking of the ballot on the day fixed by the Returning Officer for the taking of the ballot.

(k) No ballot paper shall be received after the hour appointed by the Returning Officer on the day fixed for the taking of the ballot.

(l) The Returning Officer shall fix the closing time for the ballot and the date for the taking of the ballot.

(m) Any Member present at the ballot and entitled to vote who has not returned their ballot paper to the Returning Officer may obtain another ballot paper from the Returning Officer upon satisfying the Returning Officer that the original ballot paper sent to the Member has not been acted upon and the Member may record their vote upon the ballot paper so obtained.

(n) The Executive Board shall appoint a Returning Officer and an Assistant Returning Officer to conduct and assist in the conduct of elections. The Returning Officer and Assistant Returning Officer may not be any Office holder, a Member or an employee of the Association, except in respect of an election for the chairman of a Division, in which case the Returning Officer and the Assistant Returning Officer shall not be a Member of the Division.

(o) Each of the candidates for election may appoint one scrutineer to represent them at the ballot. Notice of appointment of the scrutineer shall be given in writing to the Returning Officer twenty-four hours before the opening of the ballot, which notice shall be signed by the candidate and shall give the name and address of the scrutineer.

(p) A scrutineer shall not be a candidate for any position which is also included in a ballot in the election. Failure of a scrutineer to attend any scheduled event shall not delay any step in the election.

(q) The Secretary or secretary of the relevant Division or Affiliated Association shall prepare a list of all eligible Members who are on the roll of voters prepared in accordance with 32(a)(i) and a copy of such list shall be handed to the Returning Officer, Assistant Returning Officer and each scrutineer prior to the commencement of the poll.

(r) All postal votes shall be checked by the Returning Officer and Assistant Returning Officer. The Returning Officer may commence the preliminary scrutiny prior to the close of the ballot. The Returning Officer and Assistant Returning Officer shall satisfy themselves that the Member whose signature appears on the flap of the outer envelope is on the roll of voters and shall place the inner envelope in the ballot box.

(s) The Returning Officer and Assistant Returning Officer shall satisfy themselves that any seconder or proposer signing a nomination is on the roll of voters.

(t) On the Returning Officer and Assistant Returning Officer admitting a ballot paper the name of the Member submitting such ballot paper shall be crossed off the list held by the Returning Officer and Assistant Returning Officer.

(u) A ballot box similar to that used at elections for Members of the Parliament of the Commonwealth of Australia shall be used for the ballot.

(v) Before any ballot paper is received by the Returning Officer the Returning Officer shall exhibit to the Assistant Returning Officer and the scrutineers the ballot box empty and shall then in the presence of the Assistant Returning Officer and the scrutineers securely fasten the box. The ballot box shall not be opened until the close of the poll.

(w) No Member shall be entitled to vote after the time fixed for the close of the poll.

(x) The result of the poll shall be ascertained by scrutiny.

(y) The scrutiny shall be conducted as follows:

(i) It shall commence as soon as practicable after the close of the poll.

(ii) The Returning Officer and Assistant Returning Officer shall be present and the scrutineers may be present if they so desire.

(iii) All the proceedings at the scrutiny shall be open to the inspection of the scrutineers if they exercise their right to be present at the scrutiny.

(iv) The scrutiny may be adjourned from time to time until the counting of the votes is complete. Provided that the scrutiny shall be completed before the close of the Annual General Meeting or such other meeting at which the result of the ballot is to be declared.

(z) If a scrutineer objects to a ballot paper as being informal, the Returning Officer shall mark the ballot paper admitted or rejected according to their decision to admit or reject the ballot paper.

(aa) The Returning Officer may reject any ballot paper as being informal although it is not objected to by the scrutineers.

(bb) A ballot paper shall be informal if it does not indicate the voter’s first preference for one candidate and the order of their preference for all the remaining candidates.

(cc) The scrutiny shall be conducted in the following manner:

(i) The Returning Officer shall in the presence of the Assistant Returning Officer and also the scrutineer if they exercise their right to be present at the scrutiny:

(A) open the ballot box or ballot boxes and open the envelopes containing the ballot papers;

(B) reject all informal ballot papers; and

(C) count first preference votes given for each candidate on all unrejected ballot papers.

(dd) The candidate who has received the largest number of first preference votes shall, if the number constitutes an absolute majority of votes, be elected.

(ee) If no candidate has received an absolute majority of first preference votes the Returning Officer shall proceed with the scrutiny as follows:

(i) The candidate who has received the fewest preference votes shall be excluded and each ballot paper counted to them shall be counted to the candidate next in order of the Member's preference.

(ii) If no candidate then has an absolute majority of votes the process of excluding the candidate who has the fewest votes and counting each of their ballot papers to the unexcluded candidate next in the order of the Member's preference shall be repeated until one candidate has received an absolute majority of votes.

(iii) The candidate who has received an absolute majority of votes shall be elected.

(ff) If more than one vacancy has to be filled the second vacancy shall be filled in the following manner:

(i) The Returning Officer shall rearrange the ballot papers under the names of the respective candidates in accordance with the first preference indicated thereon except that each ballot paper on which a first preference for the elected candidate is indicated shall be placed in the parcel of the candidate next in order of the voter’s preference.

(ii) If a candidate has an absolute majority of votes that candidate shall be elected but if no candidate has an absolute majority of votes the scrutiny shall proceed as provided in paragraph 32(ee)(i), 32(ee)(ii) and 32(ee)(iii) until one candidate has received an absolute majority of votes.

(iii) The candidate who has then received an absolute majority of votes shall be elected.

(iv) Further vacancies shall be filled one by one in the manner provided in paragraph 32(ff)(i), 32(ff)(ii) and 32(ff)(iii) above as regards the filling of the second vacancy.

(gg) If on any count two or more candidates have an equal number of votes and one of them has to be excluded, the Returning Officer shall decide which shall be excluded, and if on the final count two candidates have an equal number of votes, the Returning Officer shall decide which candidate shall be elected. The method for deciding shall be one of chance, for example by the flip of a coin.

(hh) An absolute majority of votes means a greater number than one half of the whole number of ballot papers other than informal ballot papers and rejected ballot papers.

(ii) The Returning Officer shall sign and deliver a report of the result of the election to the chairman of the Annual General Meeting who shall at the Annual General Meeting declare the names of the candidate or candidates elected.

(jj) The declaration of an election at any meeting other than an Annual General Meeting shall take place when the Returning Officer delivers a signed report to the chairman of a meeting which takes place four weeks after the closure of nominations for the appropriate vacant position or positions.

PART VIII – MISCELLANEOUS

33 – EXECUTION OF DOCUMENTS

(a) Subject to clause 33(c) and (d), any document is validly executed by the Association if the document is signed by two members of the Executive Board.

(b) A member of the Executive Board may not sign a document if that Office holder is interested in the contract or arrangement to which the document relates.

(c) The Executive Board may from time to time delegate execution authority for certain types of documents as it sees fit.

(d) Any document related to the Fair Work Commission is validly executed if the application is executed by the Industrial Officer or a member of the Executive Board, or as directed by the Industrial Officer, except as otherwise provided for in the Act.

34 – LEGAL REPRESENTATION

(a) The Executive Board may from time to time authorise and appoint any Officer or Member of the Association to represent the Association or any Member of the Association in any proceedings before any Court or Commission or other legal conciliation or arbitration tribunal or authority if such proceedings shall appear to be of concern to the Association.

(b) The solicitor of the Association may from time to time be appointed and changed by the Executive Board.

35 – EXPENDITURE AND CONTRIBUTIONS

(a) The Executive Board must develop policies relating to the expenditure of the Association and will direct the Chief Executive Officer to implement those policies.

(b) Before any expenditure of the funds of the Association is incurred, the Chief Executive Officer must give an estimate of the proposed expenditure to the Executive Board for authorisation, and afterwards submit financial reports that reflect expenditure.

36 – FINANCIAL MANAGEMENT

(a) Except for the Special Capital Fund which is governed by clause 31, the control of the funds of the Association shall is vested in the Executive Board or in such trustees or officers as the Executive Board may direct.

(b) The Executive Board shall cause true accounts to be kept of all sums of money received and expended by the Association, and of the matters in respect of which such receipts and expenditure takes place, and of all the property, credits and liabilities of the Association.

(c) All funds shall be deposited to the credit of the Association at such bank as may be approved by the Executive Board.

(d) Official receipts for subscriptions, donations, or other payments to the Association shall be given by the Secretary or person delegated by them, on request from the Member or person making the payment.

(e) Once at least in every year the accounts of the Association shall be examined and a certificate of correctness shall be given by an Auditor, who shall have at all reasonable times access to all books, papers and documents of the Association.

(f) At the Annual General Meeting an Auditor shall be appointed by the Members, and in the event of any vacancy occurring, the Executive Board shall appoint an Auditor, who shall hold office until the next Annual General Meeting.

(g) The Executive Board may from time to time authorise the opening of bank accounts in the name and on behalf of the Association and all withdrawals from any such bank accounts shall be made only in such manner as the Executive Board may from time to time determine and all cheques or other negotiable instruments paid to the Association's banker for collection and requiring endorsement by the Association, may be endorsed on its behalf by the Chief Executive Officer or such other officers as the Executive Board may from time to time appoint.

(h) A loan, grant or donation of an amount exceeding $1,000 shall not be made by the Association unless the Executive Board:

(i) has satisfied itself:

(A) that the making of the loan, grant or donation would be in accordance with the Constitution; and

(B) in relation to a loan – that, in the circumstances, the security proposed to be given for the repayment of the loan is adequate and the proposed arrangements for the repayment of the loan are satisfactory; and

(ii) has approved the making of the loan, grant or donation.

37 – REMUNERATION AND MEMBER LIABILITY

(a) The income and property of the Association, however derived, will be applied solely towards the promotion of the Principal Objects and no portion will be paid or transferred directly or indirectly by way of dividends, bonus or otherwise howsoever by way of profit to the Members of the Association.

(b) Provided that nothing here shall prevent the payment in good faith of remuneration to any Officers or servants of the Association, or to any Members of the Association, or other person in return for any services actually rendered to the Association or the reimbursement to any Member of moneys actually expended by them in respect of such services rendered by them to the Association.

38 – RECORDS

(a) All books, documents, records and papers shall be in the charge of the Secretary and kept at the offices of the Association and shall not be removed without the permission of the Executive Board.

(b) Minute books in which are recorded proceedings and resolutions of meetings of committees of the Association (being for the purposes of this Constitution the Executive Board and the Industry Policy Council) shall be kept.

(c) The Executive Board shall, from time to time, determine whether and to what extent and what time and places, and under what conditions and regulations the accounts and books of the Association or any of them shall be open to the inspection of Members, and no Member shall have the right of inspecting any account book or documents of the Association except as conferred by statute or authorised by the Executive Board.

39 – NOTICES

(a) Notice may be served upon a Member:

(i) personally;

(ii) by post addressed to the Member at the address advised in writing to the Association by the Member;

(iii) by facsimile transmission by telephone number advised in writing to the Association by the Member; or

(iv) by email to the address advised in writing to the Association by the Member.

(b) Service of a notice shall be deemed to have been effected upon the Member when:

(i) if posted, the same would have been delivered in the ordinary course of mail;

(ii) if sent by facsimile transmission, the transmitting facsimile produces a written report that the notice has been effectively sent to the Member; or

(iii) if sent by email, the transmitting computer produces a written report that the notice has been effectively sent to the Member.

40 – TRANSITIONAL ARRANGEMENTS

(a) All by-laws and regulations of the Association in force at the date of the approval of this Constitution insofar as such by-laws and regulations are not inconsistent with, or have been replaced by this Constitution, shall remain as by-laws and regulations of the Association.

(b) All individuals who are, prior to the approval of this Constitution, members of the Association shall be deemed Members of the Association from the time of approval of this Constitution under the Act.

41 – WINDING UP

(a) The Association may be wound up and dissolved on a resolution agreed to by not less than two-thirds of the Members present, to that effect passed at the General Meeting of the Association convened for that purpose.

(b) If upon the winding up or dissolution of the Association there remains after the satisfaction of all its debts and liabilities any property whatsoever, the same shall not be paid to or distributed among the Members of the Association, but shall be given or transferred to some other institution or institutions having objects similar to the Principal Objects to be determined by the Members of the Association at or before the time of dissolution, or in default by such authority as may have or acquire jurisdiction in the matter.

42 – CONSTITUTION

(a) All Members shall be considered to have assented to and agreed to be bound by this Constitution.

(b) This Constitution may be altered, added to or rescinded and a new Constitution may be made at a General Meeting of the Association called for that purpose, provided that such alterations, additions or rescissions or new Constitution is agreed to by not less than two-thirds of the Members present in person, by Nominated Chamber Representative or by proxy at such meeting.

END OF RULES

Section 1	About the VACC
	1.8 VACC Annual Report

VACC has a statutory obligation to provide an annual report, and this is normally presented at the VACC Annual General Meeting, which must be held within six months after the end of the financial year.

Whilst the annual report requires the reporting of the associations finances, and other matters relating to the governance of VACC this publication is also used to highlight major activities in the reporting years and to report where outcomes against the primary and strategic objectives of the association have been met.

The annual report is published on the VACC website at least 21 days before the Annual General Meeting which provides an ideal opportunity for members to make themselves aware of the operations of the association and its financial position.

A small number of hard copies of the annual report are made and these are distributed to the Board and to any members on request.

Attachments	VACC Annual Report
Links	https://vacc.com.au/News
Version Control	Version 1 : Created 20 November 2020

ANNUAL REPORT

VICTORIAN AUTOMOTIVE CHAMBER OF COMMERCE

2021

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MISSION AND GOALS

MISSION

The mission of VACC is to be an influential automotive industry association and to support and advance member businesses.

GOALS

- Be an efficient and effective employer association capable of meeting the legitimate business needs of members
- Seek to raise its public profile to effectively promote members' business interests with consumers, governments and regulators
- Be recognised as an independent and legitimate employer association voicing the interests of the automotive industry
- Monitor industry trends and take appropriate actions to assist members to respond to change
- Continuously seek to shape the future direction of the automotive industry
- Exploit relevant information technology and technical solutions for the benefit of the organisation and members
- Increasingly become a provider of national services to the retail automotive industry
- Enter into strategic alliances with diligently assessed partners that are able to assist VACC to achieve its goals
- Develop a skilled, informed and customer focused workforce, attuned to the needs of members and comfortable with and accepting of change
- Continue to reduce reliance on the Special Capital Fund.

EXECUTIVE BOARD

The VACC Executive Board (the Board) is the key strategy, governance and leadership body for VACC.

The Board works with senior management to form VACC's forward-looking strategies and ensure the association delivers on its constituted objectives.

The Board is made up of nine members who have been nominated by their industry divisions and, where required, have been elected by the broader VACC membership.

The Executive Board meets eight times each year.

PRESIDENT'S STATEMENT

The 2021 financial year has proved a tumultuous one. While it is true that from region to region the impact of COVID-19 varied, operating conditions across the automotive industry were very challenging.

Throughout the COVID-19 pandemic, VACC has maintained strong engagement with its members through the dissemination of practical and timely communications, as well as the demonstration of strong leadership. During the reporting period Victorian businesses have had to navigate a large number of restrictions put in place by the Victorian government, including 34 iterations of Workplace Directions issued under the Public Health and Wellbeing Act 2008 (Vic). Even at the time of writing this report, we are again in lockdown – albeit with a glimmer of hope for a full reopening, as vaccination rates start to rise.

Leadership at VACC, driven by the Executive Board (the Board) and Executive Leadership Team, has remained strong and future focussed. My leadership strategy has been centred on maintaining a strong and collaborative association, the Board and the management team working shoulder-to-shoulder and finding solutions to member challenges during difficult times.

Politically, VACC has fought hard for the industry and often unseen political and government engagement has delivered much for automotive. The voice of VACC remains loud and influential in government and, when coupled with the strength of our national body, the Motor Trades Association of Australia, we possess the power that many other associations could not achieve.

Optimistically, the development of the new VACC headquarters in North Melbourne is still on track for completion in early 2022. This is a remarkable outcome given the level and depth of work restrictions that have been imposed on all industries in Victoria, including the building industry. I remind members that the driving factors for the move from St Kilda Road to the new premises in North Melbourne are strategic. They are designed to position VACC as a forward-thinking and contemporary association, with the appropriate facilities to take us into the decades ahead. The initiative – selling old VACC House, buying land and building a new facility – has coincided with the cost of commercial real estate in Victoria increasing. Serendipitously VACC, and by extension its members, have further secured the longevity and security of VACC for decades to come, delivering valued member services and maximising member benefits through the association.

Even as I reflect on the 103-year history of the Chamber, I can confidently say the association still delivers on its promise to promote and advocate on behalf of its members. I have no hesitation in saying that each and every member of the Board reflects this sentiment in their decision-making.

Economically, VACC completes the financial year with growth and the further building of its member funds. These funds, and the earnings from them, enable VACC to reach past the ordinary delivery of member services – drawing on the earnings to deliver above and beyond what member contributions would generally allow. Even with this fortunate scenario, I have advised and will continue to advise the Board of its obligations to not spend beyond such means that could leave VACC in a vulnerable position in the future.

Governance – and the effort to ensure VACC is constantly seeking out excellence in this area – has been a feature of my time on the Board, and I will continue this in the year ahead. Conscious and respectful of the history and traditions of the association, I am also reminded that different times demand different measures and approaches, and it is the role of the Board to be alert to these circumstances. The structure and form of the Board has, in recent years, changed as the result of a strengthening of VACC's corporate governance measures. There is more to be done here and for a continued analysis to be made of governance and organisational structures, ensuring we keep pace with modern approaches and deliver the best possible governance to VACC and every member.

Notably, this year the Chamber formally changed its name to the Victorian Automotive Chamber of Commerce. The decision was in response to member feedback, as VACC represents all facets of the automotive industry in Victoria and Tasmania.

Finally, I would like to end my report with a vote of thanks for each and every member of the association. Times have been tough but, as a group collected under the VACC banner, we continue to be strong and part of an essential industry that helps drive our state and local economies. The employment opportunities – including the training of apprentices – and the support local businesses bring to their communities, is testament to the intentions and commitment of VACC members and the industry more broadly.

I have listened to many members during the year and have been privileged to be able to offer the strength and services of VACC to those in need. I thank the Board and VACC staff for their continued work in the advocacy space, and for their support of VACC members. I look forward to completing our major projects in the year ahead.

Mark Awramenko
PRESIDENT

CHIEF EXECUTIVE OFFICER'S REPORT

Throughout a challenging year, VACC has maintained a sharp focus on delivering much needed member services and critical COVID-19 related information. Balancing VACC operations against ever-changing COVID-19 regulations, the association has been able to largely maintain its membership numbers and has, in fact, seen a late drive of new members as the financial year drew to a close. In short, the industry, and its employers, have seen a large value in maintaining their VACC membership in difficult times and when industry advocacy from VACC was – and is – much needed. VACC maintains a membership of nearly 5000 members and growth targets have been established for the year ahead.

Major VACC brand and industry marketing campaigns have been undertaken with a view to raising consumer awareness of VACC and its members. Marketing initiatives have been spread across all media channels and have resonated extremely positively with members.

Staffing numbers at VACC remain stable, with 98 office and field staff and 512 apprentices occupied in the VACC Group Apprenticeship Scheme (the Scheme). The Scheme, and work undertaken in schools to encourage careers in the industry, continues to be a primary employment pathway for young people seeking a career in the industry. This role, provided by VACC Automotive Apprenticeships and the training team, remains of high value to the industry and places VACC at the centre of the skills and labour challenge.

VACC People and Culture department has continued to review VACC workplace policies during the year and compliance training for all staff has been undertaken in accordance with a 24-month training cycle.

Industry policy development has remained a central plank of the association's output over the past year. With a highly competent policy team, and with linkages to the national body, the Motor Trades Association of Australia (MTAA), VACC has been instrumental in winning major policy achievements during the year, including the ground-breaking legislation to mandate the provision of motor vehicle service and repair information to Australian automotive repairers.

The financial year also saw the release of the national automotive industry report, *Directions in Australia's Automotive Industry – An Industry Report*, researched and written by VACC. This publication forms the most comprehensive summary document for the industry in Australia, with a high-level focus on skills, labour force issues and the impacts of new technology on the industry.

VACC's policy, publication and advocacy work has raised the association's profile considerably and consequently press, media enquiries and commentary from VACC continues to increase.

The association's Workplace Relations team, consisting of Industrial Relations (IR) and Occupational Health, Safety and Environment (OHSE), has provided much needed direction and support to members in the reporting period. The quality and consistency of VACC IR advice and advocacy is extremely high and this has been reflected in positive member and stakeholder feedback. Similarly, the role of the OHSE unit has been critical to employers seeking to navigate a difficult year of evolving COVID-19 safety-related requirements, with increasing regulatory burdens creating a complex compliance environment for employers.

Commercial arrangements with VACC commercial arm, OurAuto, have been reorganised with a targeted focus on a tight but valued product range. This part of the association continues to provide returns to offset member service costs in other areas, the result of combined commercial incomes across the association reducing overall draw down on the Special Capital Fund.

With the development of the new VACC headquarters in North Melbourne, the Executive Board (the Board) and the Executive Leadership Team have maintained a critical eye on overall expenditure. This will ensure that the transitioning of VACC from its premises on St Kilda Road to the new site results in a substantial strengthening of member funds, placing VACC in a secure position for the years ahead. The new building has been designed to be fit-for-purpose for VACC and reflect the organisation as a forward-looking, contemporary association.

VACC remains closely aligned to the national bodies, MTAA and the Australian Chamber of Commerce and Industry (ACCI), and executive staff members at VACC are highly active on policy and advisory groups in both of these leading national associations.

Growth in its financial security, member value and commercial operations underpin the strength and longevity of VACC. This has been achieved through concentrated Board and VACC staff actions with member support, advocacy and policy remaining at the core of the VACC purpose and objective.

Geoff Gwilym
CHIEF EXECUTIVE OFFICER

CHIEF FINANCIAL OFFICER'S REPORT

The 2021 financial year was challenging due to the impact COVID-19 had on the Victorian and Australian economies, the automotive industry, VACC members, and customers.

VACC's financial performance for FY2021 was assisted by the performance of investment markets and impacted by the continuing COVID-19 pandemic.

In the first half of FY2021, because of COVID-19 and the restrictions implemented by government, VACC's apprentice hosting continued as it had in Q4 of FY2020.

VACC's financial result for FY2021 saw revenue at $49 million, an increase of $8 million or 20 percent from FY2020 due to the increase in VACC investments. VACC's operating surplus of $9.3 million was because of the increase in investment returns from VACC investment funds, the continued support of our 4,947 members – whose membership fees contributed nine percent of our income – the continued improved performance of OurAuto, prudent financial management and tight cost controls. In FY2021, VACC paid its 512 group scheme apprentices 853,994 hours for automotive work they completed on behalf of members.

Due to a change in accounting policy, after including $17 million of unrealised investment gains from indirect investments, the net result was increased to $26.3 million plus including other comprehensive income of $609,000, total comprehensive income was $26.9 million.

VACC's net assets increased by 12 percent, or $26.9 million, to $245.6 million, and investment funds increased by $31.5 million before deducting investment draw downs of $17 million for FY2021, of which $10.7 million funded the construction of VACC's new Head Office at 650 Victoria Street North Melbourne.

VACC investment funds totalled $219 million at June 2021, which was 89 percent of VACC's total assets, and they achieved an investment return of 18.7 percent for FY2021. VACC needs solid investment returns to fund the shortfall between income from member fees and commercial operations at VACC, and the costs of delivering a broad range of member services.

Construction of VACC's new Head Office had continued on-time and within budget. However, recent COVID-19 delays have impacted the projected delivery date by approximately two months. It is anticipated VACC will relocate to North Melbourne during Q1 of 2022.

VACC will occupy 3,172 square metres of office space on levels one to three in the new building with a 230-square metre rooftop balcony, which will provide views across the Melbourne CBD, perfect for member functions. VACC will lease out 490 square metres of office space on the ground level, which will provide VACC with additional income. The property has 91 basement car spaces and five electric charging stations that 10 cars can access and will include an interactive technical training area within basement level one.

The office will feature an inter-tenancy atrium staircase allowing natural light to flood into the building, as well as providing easy interaction and connectivity between floors.

We will use an expansive level one lobby area as a function space and exhibition area to showcase new technology and automotive achievements. The building will meet a minimum five-star green rating, which represents Australian excellence in environmentally sustainable building practices.

VACC has consolidated the operations of OurAuto New Zealand Limited into the 30 June 2021 financial statements. It incurred a trading loss as COVID-19 lockdowns in New Zealand impacted sales and prevented Australian sales staff from travelling to support staff in New Zealand.

The VACC Finance and Audit Committee, a sub-committee of the VACC Board, meets monthly with the CEO and CFO to review and discuss VACC's financial results, budgets, and operations. The committee also meets with external auditors to discuss the results from their audit and review of the Annual Financial Statements.

The VACC Investment Committee, a sub-committee of the VACC Board, meets quarterly with two independent investment advisors to review the investment returns of VACC investment funds and the investment performance of the VACC-appointed fund managers.

Iain Pizzey **CA FGIA FCIS**
CHIEF FINANCIAL OFFICER
AND GENERAL MANAGER,
FINANCE AND SHARED SERVICES

INDUSTRY CONTEXT

The National Scene

Australian Bureau of Statistics data shows that there were an estimated 379,444 people employed in aggregate within Australia's automotive industry in 2020/21. This represents a decline of approximately 9,000 people or 2.3 percent from 2019/20, and is the largest employment reduction recorded for the industry since 2015/16.

While this employment decline can be directly attributed to the economic impacts of COVID-19, the Federal JobKeeper Scheme was a key factor in containing the employment losses across the industry. Around two-thirds of all automotive businesses accessed the JobKeeper Payment scheme nationally over the period.

In 2020/21, the largest reductions in employment were observed in the following automotive sectors:

- Motor vehicle and parts manufacturing (down 7,070 people or 19.1 percent)
- Motor vehicle retailing (down 6,754 people or 19 percent)
- Motor vehicle hiring (down 2,035 people or 9.4 percent)
- Motor vehicle parts and tyre retailing (down 626 people or 1.8 percent).

Despite these declines, some automotive sectors witnessed an increase in employment over the period, and these included:

- Automotive repair and maintenance (up 3,928 people or 2.8 percent)
- Motor vehicle and parts wholesaling (up 1,991 people or 7.6 percent)
- Fuel retailing (up 701 people or two percent).

Approximately half of all automotive businesses nationally also experienced a reduction in customers, a decline in turnover of around 30 percent or more and difficulties in sourcing parts, vehicles, and other components, in what was a very challenging year for the industry.

VICTORIA

Victoria recorded an aggregate employment of 101,895 within its automotive industry in 2020/21, a reduction of 10,222 people or 9.1 percent over 2019/20. Most automotive sectors saw reduced employment levels over the period, with the largest reductions observed within:

- Motor vehicle and parts manufacturing (down 5,410 people or 27.1 percent)
- Automotive repair and maintenance (down 3,204 or 8.8 percent)
- Fuel retailing (down 2,420 or 27.9 percent)
- Motor vehicle hiring (down 821 or 31.6 percent)
- Motor vehicle parts and tyre retailing (down 534 or 4.9 percent).

State lockdowns, trading restrictions and supply chain shortages due to COVID-19 were largely responsible for these employment declines. Only two automotive sectors witnessed a growth in employment during 2020/21. These were:

- Motor vehicle and parts wholesaling (up 1,115 people or 20.4 percent)
- Motor vehicle retailing (up 473 people or 2.6 percent).

TASMANIA

Tasmania recorded an aggregate employment of 7,148 within its automotive industry in 2020/21, a slight net increase of 165 people over 2019/20. While net employment levels remained relatively stable, there were some variances in employment between automotive sectors over the period. Rises in employment levels were recorded in the following sectors:

- Automotive repair and maintenance (up 511 people or 22.4 percent)
- Motor vehicle and parts wholesaling (up 73 people or 39.6 percent)
- Motor vehicle parts and tyre retailing (up 36 people or 9.5 percent).

Decreases in employment levels were recorded across most remaining automotive sectors, with the most notable being:

- Fuel retailing (down 320 people or 27.6 percent)
- Motor vehicle retailing (down 48 people or 2.9 percent)
- Motor vehicle hiring (down 40 people or 61 percent)
- Motor vehicle and parts manufacturing (down 23 people or 9.9 percent).

Tasmania's automotive industry and economy performed better than most jurisdictions despite the challenges posed by COVID-19 in 2020/21.

SERVICE AND DELIVERY DEPARTMENTS

Workplace Relations

Industrial Relations & Occupational Health, Safety and Environment

The Industrial Relations (IR) department and the Occupational Health, Safety and Environment (OHS&E) unit remain key member services, providing advice on important employment, occupational health and safety, and environmental issues.

Both departments were heavily involved in providing assistance to members on a range of issues relating to stand downs and reduction of hours, JobKeeper, and compliance with Directions from the Victorian Chief Health Officer relating to COVID-19.

Industrial Relations

VACC maintains a lead role in changes and dialogue on the Vehicle Award and engages collaboratively with the Australian Chamber of Commerce and Industry (ACCI) on key industrial relations reforms. The IR department represents VACC on the ACCI Workplace Policy Committee. Through this forum, VACC has been able to contribute to general employment issues which impact on all industries nationally. During the reporting period, VACC worked closely with ACCI in its response to the Fair Work Amendment (Supporting Australia's Jobs and Economic Recovery) Bill 2020 (IR Omnibus Bill).

VACC also lodged a separate formal written submission on key aspects of the IR Omnibus Bill, relating to the need to provide certainty in relation to casual employment and recommended amendments focused on ensuring that the changes were both fair and practical for members operating small and medium-sized businesses. These issues were reflected in the amendments to the IR Omnibus Bill that ultimately passed into law – reflecting a good outcome for members.

The IR department also worked closely with ACCI on a range of other matters with the potential to directly affect VACC members, including the Fair Work Commission's Annual Minimum Wage and Casual Terms Award Review 2021.

Additionally, the team was successful in obtaining a number of COVID-19 related variations to the Vehicle Award during the reporting period, providing flexibility to members who did not qualify for JobKeeper.

The IR department represented VACC and other Motor Trade Associations in the successful variation of the Vehicle Award to resolve an issue relating to roadhouse attendants, driveway attendants and console operators that had been uncovered following the award modernisation process. In addition to removing Service Stations and Convenience Store Division member exposure to underpayment of wages claims and labour cost increases that would have otherwise occurred, the variation resolved a definitional error that has been an award anomaly for over 50 years.

Other major outcomes for the IR department included the handling of unfair dismissals and adverse actions claims on behalf of members, which continue to remain at elevated levels, as well as representing members in Federal Circuit Court underpayment claim matters. Delivering on-site training for members on sexual harassment, discrimination and workplace bullying was an additional key focus.

The provision of an employment contract drafting service for both Award and managerial staff also continued to be an important function for the department. Legislated changes relating to casual employment, together with the commencement of the Victorian Wage Theft Act 2020 from 1 July 2021, mean that it has never been more important for members to ensure that they have the correct arrangements in place – and are correctly remunerating their staff based on the roles they perform and the award provisions which regulate their employment.

Occupational Health, Safety and Environment

The OHSE unit provided OHS and environmental audits to members, and assisted with workers compensation and serious incident investigations throughout the past year. While OHS and environmental audits and physical visits to member workplaces were adversely impacted as a result of COVID-19 related lockdown and restriction measures, this was counteracted by a significant increase in calls from members seeking assistance over the phone. The predominant issues raised by members during the reporting period related to:

- COVID-19 related compliance
- Workshop safety
- Workers Compensation
- New environmental laws.

During 2020/21 there was a large focus on assisting members to comply with their COVIDSafe Plan obligations and we experienced a significant increase in members seeking our assistance. This provided a strong and positive indication that members were proactively managing the risks of COVID-19 in their businesses and helping protect the health and safety of their staff.

The OHSE unit participated in various committees and government working groups to ensure members were provided with the most up-to-date information on how to ensure a safe workplace and avoid costly claims or penalties for non-conformance.

In addition, the OHSE unit has been working diligently in the environmental compliance space. Working in collaboration with the Environment Protection Authority Victoria (EPA), the unit made sure new environmental legislation, set for 1 July 2021, was implemented in consultation with the automotive industry. VACC received funding to conduct five industry specific webinars aimed at providing practical and easy to understand information. The initiative provided members with industry specific information on how to comply with their obligations under the new laws.

The unit continues to strongly advocate on behalf of members through active participation in a number of key stakeholder working groups and committees within WorkSafe Victoria, EPA and the Australian Chamber of Commerce and Industry. During the period, written submissions were made on a range of OHSE issues, including sexual harassment, mental health and WorkSafe inspector enforcement powers.

The OHSE unit also presented on behalf of members to both the OHS and Workers Compensation Boards of WorkSafe Victoria. During these presentations, significant employer concerns were communicated to WorkSafe around employer dissatisfaction relating to a lack of genuine consultation and consideration of legislative changes and the impact this was having on industry.

VACC Apprenticeships and Training

VACC Automotive Apprenticeships has been through a turbulent year amidst the COVID-19 pandemic, which had an immediate impact on automotive businesses. Many apprentices were affected by work shortages within their host businesses, resulting in them being handed back to VACC. The solid work by field managers and support staff led to most of the apprentices being rotated within the VACC membership, to maintain continuity of employment. This was a great outcome considering the highly restrictive environment the program found itself operating within.

By late October 2020, the easing of restrictions – and automotive businesses being placed on the Permitted Work Premises list – saw a dramatic turnaround in business confidence, resulting in the recall of all apprentices. This strong turnaround continued through the first half of 2021, with the program attracting a record recruitment of apprentices.

School engagement and industry career promotion within secondary schools was severely curtailed due to the ongoing restrictions across Victoria. The uptake of digital mediums helped place us back in front of school leavers and their influencers. This medium allowed us to highlight the increased opportunities that our industry has to offer through new and previously unexplored avenues.

The VACC/Chisholm Institute training program was also impacted by the COVID-19 pandemic. The on-the-job training program, reliant on face-to-face contact in the workplace had to quickly adapt its training delivery methods to remain engaging and relevant to first-year apprentices. One of the key findings of the program is that training and assessment takes time and cannot be rushed to fit a funding model. The program's success was demonstrated when students transferring from the program to TAFE-based delivery were found by the TAFE teachers to be highly engaged, have good knowledge retention, and able to undertake advanced training more readily.

The Fine Tuning Automotive Mental Health program has been well received by the industry over the last 12 months. It has been seen as a much-needed support for automotive business owners, especially in the current climate. Program facilitators continue to recruit and provide support, guidance and advice to participating businesses in improving their workplace mental health.

Membership

The membership number for the year end was reported at 4,947.

This is a slight reduction from the previous year at 5,015, but considered to be a positive result during a time in which the industry faced a downturn in business and a level of uncertainty due to the COVID-19 restrictions.

There were 408 cancelled memberships during the reporting year, approximately 75 percent due to business owners exiting the industry or being financially unable to continue. However, the Chamber's activities during the pandemic re-enforced the benefits of being aligned with a strong industry association.

The membership department has gone through a renewal of personnel, with four field staff being employed to fill positions vacated following retirements and relocation of existing staff. The changes were viewed as an opportunity to refresh the team's focus on retention and growth.

VACC has a membership goal of 6,000. This goal will be achieved through a renewed retention and growth strategy; a mix of face-to-face visits and telephone calls with existing members to drive retention, and the recruitment of a dedicated Business Development Manager to secure new members.

Technical services

The technical service department's focus throughout the year was to grow the number of subscriptions to VACC MotorTech, and strengthen VACC's position as a leader in the provision of light and heavy vehicle diagnostic, service, repair and maintenance information throughout Australia and New Zealand.

VACC MotorTech is a strategic alliance between VACC and Haynes Publishing. It provides automotive businesses access to the Chamber's online and library information sources and the global reach and expertise of the Haynes Group. It is designed to ultimately replace the existing VACC technical services offering.

Despite members facing business uncertainty due to shifting industry conditions, the total number of subscriptions to VACC MotorTech has continued to grow. Launched in 2019, VACC MotorTech had approximately 300 subscribers at the end of the 2019/20 financial year. By the close of this reporting year, the number of subscribers had grown to over 2,700.

This result was bolstered by VACC MotorTech being accepted as an approved product under the Victorian Government's Small Business Digital Adaptation Program. The program allowed eligible subscribers in Victoria to claim a $1,200 rebate. VACC's commercial department also commenced selling VACC MotorTech across Australia and New Zealand in August 2020, with a high-level focus on transitioning existing customers from the OurAuto Tech Centre platform to VACC MotorTech.

The combination of VACC MotorTech success and a downturn in business for members, resulted in VACC's technical call centre answering 30,000 calls, down 25 percent on the previous year. The Chamber continued to maintain its relationship with Holden and Subaru by providing a collision repair information service on their behalf.

Members and VACC MotorTech subscribers viewed *VACC Tech Tip* videos and online repair and service information more than 520,000 times throughout the year, and on average 7,000 copies of *Tech Talk* were distributed throughout Australia and New Zealand.

The department's goal for the year ahead was to position VACC MotorTech in the market as the leading technical information provider in the region. Additionally, to develop relationships with industry and corporate groups in order to further promote the solution.

Marketing, Media, Communications & Publications

Marketing, Media, Communications & Publications (MMCP) promotes the VACC brand to key stakeholders – members, prospective members, government and regulators, the media, and motorists – and collaborates with Chamber departments to ensure the success of new products and projects.

Over this reporting year, MMCP supported the Chamber to achieve its strategic goals through the following activities:

- Engaging with primary audiences through a weekly *Herald Sun* column and 3AW radio appearance. These activities bolstered the industry profile of the VACC Chief Executive Officer as a thought-leader in automotive, in turn positioning the Chamber as the go-to body for media comment
- Ensuring members were informed of the latest initiatives and industry news through the production of relevant publications including VACC's flagship *Australian Automotive* bi-monthly magazine, news articles, a strong social media presence and a weekly eNewsletter. The monthly eNewsletter was retired in February 2021, in order to streamline member communications
- Providing marketing support to numerous VACC departments through the development and execution of considered marketing and communication plans. Projects included the launch of the Industry Policy team's trade-towing platform, Tow Me VACC; the release of the second edition of *Directions in Australia's Automotive Industry – An Industry Report*; and the introduction of the Skills and Development Centre's Fine Tuning Automotive Mental Health program.

The automotive industry faced challenges presented by the COVID-19 pandemic this reporting year. In response to member frustration and motorist confusion, the Chamber reached out to motorists across regional Victoria with television advertisements. Creative featured Immediate Past President, Fury Bortolotto and member-businesses. The aim was to engage motorists living and working in regional postcodes under Stage 3 COVID-19 restrictions; automotive businesses in these areas were open, continuing to provide valuable services to keep regional Victoria moving. Adverts were aired on Channel 9, with placements running during primetime shows including *9News*, *The Block* and *Millionaire Hot Seat*. This initiative was an extension of the Chamber's *Auto is open* state-wide community awareness campaign that ran in May 2020.

More generally, media activity included facilitating direct relationships with key trade publications and mass media journalists, MMCP issuing 17 media releases, publishing 140 news articles and 56 blogs on the VACC website.

VACC media placements included radio coverage on 3AW, ABC, Triple M and regional radio stations, along with television exposure on *7NEWS.* Print coverage included *Herald Sun*, *The Age* and *The Australian Financial Review* and many regional newspapers, along with consumer and trade magazines. Digital reach covered major trade outlets, including *GoAuto* and *AutoTalk*. The total earned coverage for the reporting period was worth $903,984.

Additionally, the Chamber's social media became a key resource for members, with updates published regularly and staff answering questions across all four platforms (Facebook, LinkedIn, Twitter and Instagram). During the reporting period, social media was brought in-house and has enjoyed a combined audience increase of 41 percent.

The OurAuto iStore and Corporate Partnership Program were moved into the MMCP portfolio in 2020/21, along with a dedicated marketing resource to manage the projects. While the OurAuto iStore saw a slight drop in sales, due to COVID-19 lockdowns, there were positive improvements made to the website and stock offering. The team engaged the website developer to improve basic user navigation, as well as platform look and feel. Additionally, MMCP adapted stock to meet industry conditions and member demand. This included an increase in OHSE products such as face masks, hand sanitiser, plastic steering wheel, seat and gear lever covers. On a separate note, the sale of the 2021 VACC Diary was a success, with all stock sold within a three-month period.

Through the Corporate Partnership Program, MMCP maintained VACC's alliance with nine leading organisations and provided exclusive offers to members. While lockdowns and the departure of several Area Managers – the primary source of lead generation – impacted program numbers, enquiries for Commonwealth Bank services remained high due to the demand for contactless customer payment options.

OurAuto

The 2020/21 financial year saw a change in management for OurAuto. It was an opportunity to take stock of operations and analyse strengths and weaknesses. Some development work was cancelled, and the sales team concentrated on products and services seen to be most valued by the industry. Despite an interrupted year, OurAuto was able to retain its entire team, and achieve a $2.95 million income.

The most significant issue needing to be addressed was the introduction of VACC MotorTech, and how OurAuto would transition its Tech Centre subscribers, approximately 1,000 users. It was no small task, with every customer needing to be provided with a one-on-one presentation – either in person or remotely. Simultaneously, the team continued to sell new subscriptions of VACC MotorTech, diagnostic tools and digital products. Additionally, this reporting year OurAuto purchased a new supply of diagnostic tools for resale. The new diagnostic tools are unique to OurAuto, with a proprietary interface providing a point of difference from competitors.

The inability to travel had a significant impact on OurAuto's growth strategy, with new business development managers (BDMs) receiving delayed face-to-face training, and planned BDMs positions for New South Wales, Queensland and New Zealand being postponed. New Zealand is a market OurAuto sees great potential in, particularly with our partnership with MTA New Zealand and Auto Super Shoppes.

The sale of digital products, including websites, also proved a challenge with many customers deferring non-essential expenses to when things return to COVID-19 normal. Despite the conditions, over 300 websites were deployed, and 99 new websites were sold.

Our insurance partnership with Marsh Advantage continues to offer VACC members and OurAuto customers a premium insurance product at competitive prices. In 2020/21 OurAuto made 530 referrals to Marsh and our insurance business grew 12 percent. Customer acceptance of the insurance product is evident with the 93 percent annual retention rate. Having a loss ratio of only 33 percent makes our business very attractive to insurers. Following the successful trial of a direct marketing campaign this year, OurAuto will expand the campaign in the next reporting year and expects significant results.

New and renewed alliances were made with Bendix, DENSO, OpenPay (previously GoPay), Podium and 5IQ.

People and Culture

In the blur of COVID-19 restrictions throughout 2020/21, People and Culture activities took on new priorities with a heavy focus on employee wellbeing. Melbourne endured 130 days in lockdown, and there were various other reduced time frames in other states. This meant workforce planning was a constant juggle between office and home, while we maintained critical services for our members and customers.

Safety was our priority as we monitored and implemented restrictions, reviewed safety plans, provided PPE, issued work permits and delivered clear communication and direction so our people were always fully informed. VACC office staff did not sustain any COVID-19 infections, WorkCover claims, near misses or safety breaches for this period.

People and Culture have maintained constant engagement with our predominately remote workforce with personal welfare calls and reminders of our employee assistance program. We also reached out with wellbeing gestures such as fruit and vegetable boxes, as a reminder that healthy eating is essential for resilience, and sweet gifts with the humorous yet genuine message of, *We're here to help*. Our staff's overwhelming response to these small acts of kindness meant we were on the right track.

Recruitment again has been challenging. However, given extended time frames – and reaching out in different ways – we were successful in placing great people in critical vacancies.

Some activities took a backward step during this period, while others were ramped up to provide process improvements. We worked on shifting our forms and documents from hardcopy to electronic online platforms such as employee files, onboarding processes and compliance training. Staff inductions were shifted to webinars, and we redesigned the performance review template to make it less ambiguous.

Another challenging year but our people have been well cared for and remain positive and engaged with our members and the business.

Organisational workforce metrics as of June 2021	
Average tenure	7
Average age	48
Males	65 (66.5 percent)
Females	33 (33.5 percent)
Full-time	88 (90 percent)
Part-time	9 (9 percent)
Casual	1 (1 percent)

Tasmanian Automotive Chamber of Commerce (TACC)

While Tasmania has not suffered the economic effects of COVID-19 lockdowns, the sense of uncertainty across the country has impacted TACC members. The Tasmanian economy is reliant on tourism and the loss of that trade has impacted the automotive industry, with the reduction of sales and service to the sector. Otherwise, the Tasmanian economy has been very resilient and members have been able to trade without significant impact.

TACC membership has been maintained at 400 members, with no measurable reduction of members or incapacity to renew membership.

Like much of the country, the skills shortage continues to be a growing issue and contributor to wages growth. The skills shortage and government incentives have seen a significant growth in apprentice take up, particularly in dealerships. There continues to be an under investment in apprentice training by the independent repair sector. TACC Auto Apprenticeships continues to be a significant part of the service to members, with 90 apprentices employed by TACC and hosted by member-businesses.

Training of apprentices in Tasmania continues to be a concern as there is no evidence that the training by the monopoly provider has improved over the last 12 months. The Tasmanian government has acknowledged this and has commenced a restructure of TasTafe to become a government business enterprise. However quickly this is done, no significant change to the delivery of training is expected in the short term.

Throughout the COVID-19 pandemic most government departments have contracted, and it has therefore been difficult to progress issues. Communication from departments has greatly reduced, although TACC member needs have significantly reduced in recent years. The last significant legislative change we had was in early 2020, with the passing of the Disposal of Uncollected Goods Act, which was communicated to members in May 2021. This revision of the Act has greatly improved the process for members to dispose of abandoned vehicles.

TACC Accreditation and Roadside Help continue to be mainstays for many members with approximately 100 members participating in accreditation, where member funds are used to pursue various advertising campaigns promoting participating businesses. Roadside Help is available to all accredited members, but not all use this product. During the reporting year, 17,000 vouchers were issued to member customers which resulted in 570 call outs for assistance. Roadside Help continues to be a member service that is self-funded.

VACC Industry Policy Council

Once a quarter, VACC's Industry Policy Council (IPC) meets to discuss industry wide issues and ratify important policy decisions.

Comprising of 34 elected representatives from across VACC's 15 divisions, the IPC is the peak industry policy committee.

Throughout 2021, the following key policy issues were discussed at IPC:

- Newly proposed amendments to Unfair Contract Terms
- Changes to Collective Bargaining criteria
- VACC's response to addressing the automotive industry's critical skills shortages
- VACC's ongoing advocacy to have motorcycle, farm machinery and truck dealerships included in the amendments to the Franchising Code
- Changes to the Road Vehicle Standards Act 2019
- The Motor Vehicle Service and Repair Information Sharing Scheme Rules 2021
- The Victorian State Budget
- Electric vehicles and related policy considerations.

Delegates heard from the following industry experts on related policy issues:

- Ms Jenny Lambert, Acting CEO and Director Employment and Skills, Australian Chamber of Commerce and Industry
- Mr David Salisbury, General Manager, Consumer and Small Business Strategies, Australian Competition and Consumer Commission
- Dr Fiona Simon, CEO, Australian Hydrogen Council

INDUSTRY DIVISIONS

Overall impact of COVID-19

In the reporting year, the impact of COVID-19 across all VACC industry divisions was immense. VACC survey data predicts that 7,500 full-time employees will be lost from the Victorian automotive retail sector between 1 July 2019 – 30 October 2021. This will likely compound existing skills shortages being experienced across the industry. Addressing the skills issue has been high on VACC's industry policy agenda, with consistent lobbying efforts being deployed on behalf of members.

VACC has been dedicated in its advocacy for additional, and more tailored, support for businesses in light of the progressive lockdowns. Specifically, VACC has lobbied hard to have support made available to members who were previously ineligible, by virtue of the business still being able to trade. We were pleased to see the implementation of the Small Business COVID Hardship Fund as a direct result.

Following its implementation, VACC continued its advocacy to have the Hardship Fund criteria align with those applied in New South Wales, arguing this was a more equitable approach to the distribution of funds. VACC was aware that the 70 percent revenue loss threshold was too high and sought to have the threshold lowered.

VACC has also worked to keep members informed of government announcements in a timely and efficient manner via regular bulletins, webinars and a dedicated COVID-19 portal on the VACC website.

Time will tell as to the long-term effects of COVID-19 on the Victorian automotive industry, however, the resilience shown by many members is testament to the tenacity and strength across all sectors.

Victorian Automobile Dealers Association (VADA)

Motorcycle Industry Division (MID)

Farm and Industrial Machinery Dealers Association of Victoria (FIMDA)

Used Car Traders Division (UCTD)

The 2020/21 financial year has been a year of mixed fortunes for many members of VADA, MID, FIMDA and UCTD.

Issues with the Australian supply chain have seen members of these divisions facing shortages of stock and extended delivery times for new and used vehicles for their customers. VACC was invited to enter a submission to the Australian Productivity Commission, who are now informed of the issues such as stock being rerouted from Victoria to other states.

Successful collaboration with carsales.com.au has seen the creation of the VACC-carsales.com.au Dealer Advisory Board (DAB), a forum dedicated to the identification of industry LMCT operation and output issues regarding the carsales.com.au platform. DAB has had several successes, and the LMCT divisions thank carsales.com.au for participating in what were, at times, robust conversations.

Franchise dealers are pleased with the Federal Government's implementation of important new car dealer-specific reforms in the Franchising Code. In response to VACC lobbying, including a submission to the Federal Government, they are now reviewing the Franchising Code to include a second tranche of proposed reforms. These include an investigation into the merit of a separate stand-alone Code, as well as options for mandatory binding arbitration. Importantly, the Federal Government is calling for an extension of car-specific protections to franchisees from the commercial vehicle, motorcycle, and farm machinery franchise sectors.

VACC was instrumental in securing consumer rebates for the purchase of Zero Emissions Vehicles (ZEV) and has been the key advisor to the Victorian Government on how the rebate should reach consumers and protect Victorian dealers, without the need for the consumer to deal directly with the manufacturer. Further gains for ZEV dealers include partial dealer exemptions for dealer trading stock from the newly introduced ZEV Road User Tax.

The Division works collaboratively with the Motor Traders Association of Australia (MTAA) and the Australian Automotive Dealer Association (AADA), and thanks MTAA and AADA for their work with VACC on delivering Franchising Code reforms.

Automotive Dismantlers and Recyclers Division (ADRD)

In a policy reform win, ADRD members should now be able to bid for salvage stock at auction against legitimate industry only. The activation of new environmental laws, that become operational in July 2021, stipulate that under the new Environment Protection Regulations 2020 (Part 4.2 Division 1 r 58) end-of-life vehicles, in this case repairable and statutory write-offs, are considered an industrial waste and can only be disposed of at a licensed location authorised to accept them – being a 'lawful place'. Much depends on Environmental Protection Agency Victoria enforcing the new laws to their full capacity.

Commercial Vehicle Industry Association (CVIA)

The commercial vehicle industry has remained robust throughout 2020/21, despite the challenges of severe skills shortages being experienced by many members.

Key policy issues addressed:

- **Heavy vehicle skills shortages**
  The effect of skills shortages across the heavy vehicle industry has been severe – with members citing they are unable to fill long-term vacancies. VACC has been committed to its advocacy to have diesel/ heavy vehicle mechanics included on the Federal Government's Priority Migration Skilled Occupation List as a matter of urgency
- **Heavy Vehicle Consultation Group**
  CVIA has been actively involved in the Victorian Government's Heavy Vehicle Consultation Group, chaired by Minister for Roads and Road Safety, the Hon. Ben Carroll MP. This forum provides a direct channel between industry and government to discuss issues affecting the heavy vehicle industry
- **E-VASS**
  VicRoad's E-VASS system is now fully implemented. CVIA remains engaged with VicRoads regarding system feedback on a needs basis
- **Road Vehicle Standards Act 2019**
  On 1 July 2021, the Road Vehicle Standards Act 2019 comes into full effect. CVIA has been vocal regarding their concerns with the system roll-out and broader ROVER (Road Vehicle Regulator) functionality. They remain in close working contact with the Department of Infrastructure, Transport, Regional Development and Communications to communicate member feedback
- **Professional Engineers Registration Act 2019**
  The Professional Engineers Registration Act 2019 comes into effect on 1 July 2021, with mechanical engineers scheduled for registration as of 1 December 2023. CVIA has consistently lobbied to have Vehicle Assessment Signatory Scheme engineers exempted from the legislation. Their advocacy is ongoing
- **Written-off Heavy Vehicle Register**
  CVIA supports the implementation of a written-off register for heavy vehicles, with an aim to reduce theft and make certain the retirement of heavy vehicles meet the requirements of a statutory write-off. CVIA's advocacy is ongoing, with engagement via the Minister's office and related government agencies
- **National Approved Examiners Scheme**
  In 2019, the National Heavy Vehicle Regulator (NHVR) flagged they would work towards a National Approved Vehicle Examiners Scheme (AVE). Its aim was to create a level-playing field for heavy vehicle modification certifications across the states and territories. Despite the interest, and CVIA's full support, this scheme is now unlikely to be taken forward. CVIA is committed to the realisation of a national AVE Scheme and is subsequently engaging with the NHVR and the Federal Government to have this project reinstated.

Service Station and Convenience Store Division (SSCSD)

The SSCSD agenda has been dominated by industrial relations and environmental policy issues. This reporting year, SSCSD maintained ongoing dialogue with Environmental Protections Agency Victoria, VACC's Industrial Relations department and the Australian Competition and Consumer Commission (ACCC) as part of its advocacy.

Key policy issues addressed:

- **Industrial Relations**
  Wage theft, industrial manslaughter, changes to the Modern Award (as they affect fuel retailing) and COVIDSafe work practices have been central issues to SSCSD members. VACC has worked to keep members informed of legislative changes and provided advice on how best to reduce risk
- **Business support**
  SSCSD successfully lobbied to have 'essential' businesses, such as fuel retailers, be eligible for COVID-19 government assistance packages including the Small Business Hardship Fund

- **Fuel theft**
  Ongoing monitoring and support for members experiencing fuel theft incidents
- **Environmental Protection Amendment Act 2018**
  The Act will be implemented on 1 July 2021, having been delayed for 12 months due to COVID-19. SSCSD provided policy input into the proposed regulations and Environment Reference Standards, and is now working with the VACC OHSE unit to assist members to comply with their new obligations under the new legislation
- **Anti-competitive behaviour and price monitoring**
  SSCSD remains engaged with the ACCC regarding suspected incidents of anti-competitive behaviour.

General Division (GD)

GD represents the interests of member-businesses not aligned to the Chamber's traditional divisions. These include parts suppliers, car washes, car rental and speciality vehicles. Members from across this division endured particular hardship due to many operations being forced to close during State Government mandated COVID-19 lockdowns. VACC lobbied to have broader business support made available to automotive-related businesses not covered by existing support packages such as the Business Costs Assistance Program. Supply chain issues and access to skilled labour also remained key concerns.

Automotive Repairers Division (ARD)
Automotive Electrical Division (AED)
Engine Reconditioner and Radiator Service Division (ERRD)
Victorian Tyre Dealers Association (VTDA)

After more than a decade of ongoing representations, actions, and advocacy by VACC, the Motor Vehicle Service and Repair Information Scheme, an amendment to the Competition and Consumer Act, successfully passed the Upper House. The new legislation is a significant win for automotive repairers of passenger and light commercial vehicles. The new framework delivers independent repairers access to information they need to repair, service, diagnose, modify, and dismantle vehicles. It now places an obligation on car manufacturers to make all repair information that is available to their franchised and approved networks, available to independent repairers on fair and reasonable commercial terms.

This world leading legislation paves the way for a new era in car repairs, especially as vehicles become increasingly dependent on software for their operation. It also ensures consumers are afforded choice regarding who can maintain and repair their asset. The Productivity Commission's Right to Repair Inquiry and subsequent recommendations will also ensure consumers have access to repair services and fair competition. VACC has made multiple submissions to this Inquiry, with a final report to government to be released in October 2021.

VACC and the Motor Trades Association of Australia (MTAA) continue to work with Treasury to ensure the scheme rules are fit-for-purpose and reflect membership interests. VACC is also engaged and leading discussions on the possible implementation of a secure data release model, sourced from the National Automotive Service Taskforce in America.

Further information and member briefings will be provided leading up to the commencement of the Act, set for 1 July 2022.

In the lead up to new environmental laws, to commence on 1 July 2021, VACC automotive repairers were invited to participate in a small business pilot program. This initiative provided participating businesses with free advice to ensure compliance and to identify areas for improvement.

VTDA is aware of the challenges regarding waste tyres and are in dialogue with the Environment Protection Authority Victoria and Tyre Stewardship Australia to ensure there are adequate disposal measures in place for all types of waste tyres.

Interest in electric vehicles continues to gain momentum in Australia and is forecast to disrupt and transform the automotive service and repair industry. The ARD and AED Executive Committees established a zero and low emissions sub-committee, aimed at keeping members informed of future developments, influencing government policy, developing industry standards and ensuring training is accessible for all. Work is underway to provide accredited electric and hybrid vehicle training in Victoria. Other activities include providing feedback to the development of the Certificate III in Automotive Electric Vehicle Technology, which will offer a new skilled pathway for future electric vehicle technicians.

Finally, the VACC Licensed Vehicle Testers (LVTs) Committee was pivotal in ensuring the VicRoads online e-roadworthy system provided testers with an efficient and fit-for-purpose platform. More than 70 percent of testers have already migrated to the new system, which will become mandatory for all LVTs from 1 July 2022.

Body Repair Division (BRD)

The body repair sector, albeit having to deal with the ongoing uncertainties of COVID-19, has also been dealing with aggressive consolidation within the sector. Relationships between body repairers and insurers, and the operation of the Motor Vehicle Insurance and Repair Industry Code of Conduct, remain a constant source of tension. The lack of independence of vehicle assessors, and disagreements over the hourly rate a repairer can charge, are ongoing challenges for the sector.

VACC, through Small Business Victoria, proceeds to develop a new mandatory Code to ensure a fairer trading environment for the Victorian smash repair industry and address some of the negative behaviours of large insurers. VACC's response to the Review of the Australian Financial Complaints Authority – Terms of Reference in March 2021, raised how decade old systemic issues can be redressed via relevant government and non-government authorities.

Authority to assess a vehicle as a write-off

VACC has argued that section 16 of the Road Safety Act and the Road Safety (Vehicle) Regulations 2021 should be reviewed with the intent of removing the unfettered discretion insurers have in determining if a vehicle is a Repairable Write-off or a Statutory Write-off. Allowing absolute power to an insurer causes problems that have adverse consequences on consumers and small business alike.

Unfair Contract Terms (UCT) and Collective Bargaining

The government agreed on reforms to strengthen the existing unfair contract term protections. Treasury is developing legislation to implement these reforms. The reforms will impact the UCT laws in both the Australian Consumer Law and the Australian Securities and Investments Commission Act 2001. The UCT laws in the ASIC Act extended to insurance contracts from 5 April 2021.

The UCT laws regulate the terms and conditions of any 'standard form contract' that is a 'consumer contract' or a 'small business contract' and makes void any term that is 'unfair'. The Class exemption for collective bargaining was available from 3 June 2021. However, both UCT and Collective Bargaining are closely aligned, in so far as when a contract is reviewed for a potential UCT, one would consider if the best option would be to either lodge a complaint under the UCT law or use the ACCC class exemption to collectively bargain with a group of businesses that share that same contract.

The body repair sector has proven resilient in adjusting to adverse economic conditions and insurer pressure. VACC advocacy and policy will lead the body repair division in a decade of change, both systematically and regarding future industry behaviour.

Towing Operators Division (TOD)

The towing industry continuously responds to changing circumstances. Traffic congestion and new vehicle technologies have increased significantly, and will continue to increase the complexity and time and cost of call outs. Together, these external pressures have increased the number of truck hours that the accident towing industry has had to support each year with lower revenue, in an environment of rising costs – such as labour and vehicle running costs – and high regulation, including safety and licensing.

Since 2019 there had been essentially no growth in accident towing allocations, and then we saw a steep decline during the extended COVID-19 lockdowns. The industry is continuing to seek ways to reduce costs, factors such as rising real wages and fixed costs such as rent make it extremely challenging to reduce costs to match the reduction in revenue. Motor Traders Association of Australia's *Directions in Australia's Automotive Industry – An Industry Report* revealed that 81 percent of towing operators utilised JobKeeper in Victoria during 2020/21.

VACC recommended to the Essential Services Commission that current regulated fee levels have the potential to place ongoing pressure on the industry. VACC argued that a cost-of-service methodology is required to review the current accident towing fees, with a benchmarking approach not appropriate. VACC considers the methodology of a cost-of-service approach would most accurately reflect realistic productivity improvements possible within the confines of the highly regulated industry, relative to the broader Melbourne transport sector. VACC has also been vocal in ensuring that no economic cross-subsidy occurs between regulated and unregulated portions of towing businesses.

VACC's persistent lobbying for towing operators to be included in a VicRoads Pilot Study, to commence in early 2022, has come to fruition. The study is to understand the effectiveness of initiatives that aim to improve the safety benefits from road rule 79A, of the Road Safety Road Rules 2017 (Vic), including extending the benefits to towing operators. Various coloured flashing lights will be analysed, also with the aim of affording magenta lights, or like, to all accident tow truck operators.

In the long term, the industry aims to move towards recognition as a genuine essential service.

Business and Consumer Affairs

VACC has continued to provide its members and their customers with specialised guidance and assistance in resolving many types of commercial and consumer disputes – along with managing general queries. The service also assists members with Victorian Civil and Administrative Tribunal (VCAT) claims and defences, along with assistance accessing and understanding legislation relevant to their areas of business.

VACC answered in excess of 2,200 calls from members and the public during the reporting year. These covered a wide range of automotive sectors, including new and used car sales, motorcycles, farm and earthmoving equipment sales and repairs. Over 320 members were assisted with making or defending VCAT claims. Attendance by VACC to VCAT were limited due to COVID-19 restraints.

Participation in focus groups relating to amendments to the Australian Consumer Law (ACL) is ongoing. Participation assists VACC in building its capability and, by extension, its service levels to members.

With lockdowns and e-commerce giving car dealers a national marketplace, dealing with disputes in other states and jurisdictions is becoming commonplace, and strategies to deal with this scenario is a continuing area of study in the unit.

Advice to government from VACC on ACL and similar matters alerts them to the complexity of the modern motor vehicle, which competes with sometimes unrealistic consumer expectations.

It is the view of VACC that in many cases, where issues or complaints are received against member businesses, the business owner is not at fault but still makes every effort to leave a consumer satisfied, often at the cost of the business. This is sometimes overlooked among the many thousands of calls for assistance VACC members respond to, and often paid for by good will and with a sense of community support.

Research

Over the past year the Research Unit has continued to provide high quality outputs and services to support the work of the VACC industry policy team, VACC members, senior management and other areas of the organisation. A key output was the release of *Directions in Australia's Automotive Industry – An Industry Report* in May 2021. This is a whole-of-industry report, examining the condition of Australia's automotive industry. It was produced in collaboration with the Motor Trades Association of Australia (MTAA) and its constituent state and territory industry bodies. The report was well received within Federal and State Government, gathering both positive media coverage and becoming a valuable resource for industry stakeholders.

Other notable achievements included the development of an automotive data dashboard on the VACC website. Launching shortly, the dashboard is set to represent a compilation of key industry statistics in a user-friendly visual display. The dashboard is designed to assist internal and external stakeholders in obtaining a snapshot of the latest industry data. During the year, the unit has also developed numerous surveys to assist with intelligence gathering and data analysis, to support the industry policy division policy agendas. Data and technical support were also provided for many VACC industry policy submissions to government over the course of the year. A key achievement, as a result of prior submissions made by the Research Unit, is the recent broadening of protections for small business against unfair contract terms in standard form contracts with large businesses.

VACC

ORGANISATIONAL CHART

Apprenticeships & Training

Executive Manager **Nigel Muller**

- Apprenticeships
- Skills Development
- Projects & Administration

Workplace Relations

Executive Manager **Daniel Hodges**

- Industrial Relations
- Industrial Officer
- OHS&E

Industry Divisions Research Consumer Advisory

Industry Divisions & Policy

- Research
- Consumer Advisory

Marketing, Media, Communications & Publications

Head of MMCP **David Dowsey**

- Graphic Design & Videography
- Product & Marketing
- OurAuto iStore
- Corporate Partnerships

FINANCIAL REPORT

VICTORIAN AUTOMOTIVE CHAMBER OF COMMERCE AND CONTROLLED ENTITY
(formerly Victorian Automobile Chamber of Commerce and Controlled Entity)
CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 30 JUNE 2021

	Notes	2021 Consolidated $	2020 Consolidated Restated $
Revenues from Contracts with Customers	4(A)	48,985,763	40,990,465
Expenses from Operating Activities	4(B)	(39,640,695)	(42,842,087)
Net Result from Operating Activities		9,345,068	(1,851,622)
Operating Result for the Year	16	9,345,068	(1,851,622)
Net gain/(loss) from investments at fair value through profit and loss			
- Increase/(Decrease) of VACC Special Capital Fund	4(C),17	61,444,758	(4,774,356)
- (Decrease) of VACC Building Fund	4(C),17	(44,434,927)	(1,062,047)
Net Result for the Year	16	26,354,899	(7,688,025)
Other Comprehensive Income			
Items that will not be reclassified to profit and loss			
- Change in Fair Value of Available for Sale Financial Assets - asset revaluation reserve	17	604,699	1,052,500
- Foreign Currency Transaction Reserve	17	4,804	1,009
Other Comprehensive Income for the Year		609,503	1,053,509
Total Comprehensive Income for the Year		26,964,402	(6,634,516)

The above Consolidated Statement of Comprehensive Income should be read in conjunction with the accompanying notes.

VICTORIAN AUTOMOTIVE CHAMBER OF COMMERCE AND CONTROLLED ENTITY
(formerly Victorian Automobile Chamber of Commerce and Controlled Entity)
CONSOLIDATED STATEMENT OF FINANCIAL POSITION
FOR THE YEAR ENDED 30 JUNE 2021

	Notes	2021 Consolidated $	2020 Consolidated $
CURRENT ASSETS			
Cash and Cash Equivalents	18	5,259,158	1,625,354
Receivables	6	4,692,677	5,723,446
Inventories	7	271,000	170,046
Prepayments	8	305,240	249,433
TOTAL CURRENT ASSETS		**10,528,075**	**7,768,279**
INVESTMENT FUNDS	9	**219,244,114**	**203,820,555**
NON-CURRENT ASSETS			
Investments	10	5,759,519	4,531,489
Property	11	22,953,818	9,521,483
Plant and Equipment	12	848,729	2,606,123
Lease Assets	20	1,188,829	2,493,703
TOTAL NON-CURRENT ASSETS		**30,750,895**	**19,152,798**
TOTAL ASSETS		**260,523,084**	**230,741,632**
CURRENT LIABILITIES			
Payables	13	2,336,230	2,643,786
Lease Liabilities	20	916,946	2,454,183
Income in Advance	14	8,298,787	3,912,433
Provisions	15	3,227,565	2,911,540
TOTAL CURRENT LIABILITIES		**14,779,528**	**11,921,942**
NON-CURRENT LIABILITIES			
Lease Liabilities	20	60,981	102,601
Provisions	15	85,912	84,828
TOTAL NON-CURRENT LIABILITIES		**146,893**	**187,429**
TOTAL LIABILITIES		**14,926,421**	**12,109,371**
NET ASSETS		**245,596,663**	**218,632,261**
MEMBERS' FUNDS			
Revenue Accumulation	16	199,155,136	189,810,068
Reserves	17	46,441,527	28,822,193
TOTAL MEMBERS' FUNDS		**245,596,663**	**218,632,261**

The above Consolidated Statement of Financial Position should be read in conjunction with the accompanying notes.

VICTORIAN AUTOMOTIVE CHAMBER OF COMMERCE AND CONTROLLED ENTITY
(formerly Victorian Automobile Chamber of Commerce and Controlled Entity)
CONSOLIDATED STATEMENT OF CHANGES IN MEMBERS' FUNDS
FOR THE YEAR ENDED 30 JUNE 2021

	Notes	Asset Revaluation Reserve $	Investment Funds Reserve $	Foreign Currency Transaction Reserve $	Revenue Accumulation $	Total $
CONSOLIDATED BALANCE AT 1 JULY 2019		**3,382,500**	**30,224,206**	**(1,619)**	**191,661,690**	**225,266,777**
Revaluation of shares in carsales.com Ltd	17	1,052,500	-	-	-	1,052,500
Foreign Currency Transaction Reserve	17	-	-	1,009	-	1,009
Result for the Year	17	-	-	-	(7,688,025)	(7,688,025)
TOTAL COMPREHENSIVE INCOME - RESTATED		**1,052,500**	-	**1,009**	**(7,688,025)**	**(6,634,516)**
Transfer to VACC Special Capital Fund - restated	17	-	(4,774,356)	-	4,774,356	-
Transfer to VACC Building Fund - restated	17	-	(1,062,047)	-	1,062,047	-
CONSOLIDATED BALANCE AT 30 JUNE 2020 - RESTATED		**4,435,000**	**24,387,803**	**(610)**	**189,810,068**	**218,632,261**
CONSOLIDATED BALANCE AT 1 JULY 2020		**4,435,000**	**24,387,803**	**(610)**	**189,810,068**	**218,632,261**
Revaluation of Shares	17	604,699	-	-	-	604,699
Foreign Currency Transaction Reserve	17	-	-	4,804	-	4,804
Result for the Year		-	-	-	26,354,899	26,354,899
TOTAL COMPREHENSIVE INCOME		**604,699**	**-**	**4,804**	**26,354,899**	**26,964,402**
Transfer to VACC Special Capital Fund	17	-	61,444,758	-	(61,444,758)	-
Transfer to VACC Building Fund	17	-	(44,434,927)	-	44,434,927	-
CONSOLIDATED BALANCE AT 30 JUNE 2021		**5,039,699**	**41,397,635**	**4,194**	**199,155,136**	**245,596,663**

The above Consolidated Statement of Changes in Members' Funds should be read in conjunction with the accompanying notes.

VICTORIAN AUTOMOTIVE CHAMBER OF COMMERCE AND CONTROLLED ENTITY
(formerly Victorian Automobile Chamber of Commerce and Controlled Entity)
CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 30 JUNE 2021

	Notes	2021 Consolidated $	2020 Consolidated $
CASH FLOWS FROM/(USED IN) OPERATING ACTIVITIES			
Receipts from Members and Customers		54,246,226	40,556,757
Payments to Suppliers and Employees		(53,582,777)	(45,399,266)
Interest Received		-	3
Borrowing Costs		(61,407)	(111,780)
Movement in Foreign Currency Translation Reserve		4,804	1,009
Goods and Services Tax (paid)		(458,043)	(1,650,646)
Net cash flows from/(used in) Operating Activities		**148,803**	**(6,603,923)**
CASH FLOWS FROM INVESTING ACTIVITIES			
Distributions from Special Capital Fund		6,114,619	7,260,771
Distributions from VACC Building Fund		11,649,259	3,420,949
Dividends received		125,000	117,500
Purchase of Investment		(96,512)	(96,489)
Purchase of Property and Capital Works		(11,503,817)	(1,421,598)
Purchase of Plant and Equipment		(361,311)	(309,827)
Payments for Operating Leases		(2,478,072)	(4,918,877)
Proceeds from Sale of Plant and Equipment		35,835	54,089
Net Cash Flows from Investing Activities		**3,485,001**	**4,106,518**
CASH FLOWS FROM FINANCING ACTIVITIES			
Movement in Financing facilities		-	2,556,784
Net Cash Flows from Financing Activities		**-**	**2,556,784**
Net Increase in Cash held		3,633,804	59,379
Add Opening Cash Brought Forward		1,625,354	1,565,975
CLOSING CASH CARRIED FORWARD	**18**	**5,259,158**	**1,625,354**

The above Consolidated statement of Cash Flows should be read in conjunction with the accompanying notes.

VICTORIAN AUTOMOTIVE CHAMBER OF COMMERCE AND CONTROLLED ENTITY
(formerly Victorian Automobile Chamber of Commerce and Controlled Entity)
CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 30 JUNE 2021

	Notes	2021 Consolidated $	2020 Consolidated $
RECONCILIATION OF RESULT WITH NET CASH FLOWS FROM/(USED IN) OPERATING ACTIVITIES			
Operating Result for the Year		9,345,068	(1,851,622)
NON CASH FLOWS IN OPERATING RESULT			
Bad Debt		(24,147)	(79,855)
Depreciation of Plant and Equipment		154,373	153,087
Amortisation of Right of Use Assets		2,204,089	2,425,174
Loss on Disposal of Plant and Equipment		-	18,465
Movement in Foreign Currency Translation Reserve		4,804	1,009
Impairment of VACC Building Fund Investment		-	1,131,481
Realised Movement in Investments Net of Management Fees		(16,704,446)	(7,383,896)
Dividends Received		(125,000)	(117,500)
CHANGES IN ASSETS AND LIABILITIES:			
Decrease in Receivables		1,054,916	35,773
(Increase)/Decrease in Inventories		(100,954)	10,636
(Increase) in Prepayments		(55,807)	(134,255)
(Decrease) in Payables		(307,556)	(398,160)
Increase/(Decrease) in Income in Advance		4,386,354	(236,188)
Increase/(Decrease) in Employee Provisions		317,109	(178,072)
NET CASH FLOWS FROM/(USED IN) OPERATING ACTIVITIES		**148,803**	**(6,603,923)**

The above Consolidated Statement of Cash Flows should be read in conjunction with the accompanying notes.

1. INFORMATION TO BE PROVIDED TO MEMBERS OR COMMISSIONER OF THE REGISTERED ORGANISATIONS COMMISSION

The Victorian Automotive Chamber of Commerce (VACC) is a registered Employer Association under the Fair Work (Registered Organisations) Act 2009 (RO Act), incorporated and domiciled in Australia. VACC is considered a 'reporting unit' for the purposes of section 242 of the RO Act.

In accordance with the requirements of Section 272 (5) of the Fair Work (Registered Organisations) Act 2009, the attention of Members is drawn to the provisions of Sub-Sections (1), (2), and (3) of Section 272 of the RO Act, which reads as follows:

i) A member of a reporting unit, or the Commissioner, may apply to the reporting unit for specified prescribed information in relation to the reporting unit to be made available to the person making the application.

ii) The application must be in writing and must specify the period within which, and the manner in which, the information is to be made available. The period must not be less than 14 days after the application is given to the reporting unit.

iii) A reporting unit must comply with an application made under Sub-Section (1).

2. CORPORATE INFORMATION

This Financial Report for VACC for the year ended 30 June 2021 was authorised for issue in accordance with a resolution of the Executive Board on 27 October 2021. The nature of the operations and principal activities of the VACC are described on Page 36.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

(A) Basis of Preparation

The financial report is a general purpose financial report, which has been prepared in accordance with the requirements of the RO Act and Australian Accounting Standards Interpretations and other authoritative pronouncements of the Australian Standards Board. The financial report has been prepared under the historical cost convention, as modified by revaluations to fair value for certain classes on assets as described in the accounting policies. All figures are in AUD unless otherwise stated. VACC is a not-for-profit entity for financial reporting purposes under Australian Accounting Standards.

COVID-19

The operational reduction as a consequence of COVID-19 on restrictions and working conditions are likely to impact the timing and level of VACC and its subsidiary profitability and trading over the foreseeable future.

The impact of the pandemic on VACC and its subsidiary has been moderate but will not be fully quantifiable for some time, however, in the short term, the Executive Board and management remain vigilant of changing conditions and respond accordingly.

(B) Going Concern

The Financial Report has been prepared on a going concern basis.

VACC is not reliant on the agreed financial support of another reporting unit to continue on a going concern basis.

VACC has agreed to provide financial support to another reporting unit to ensure they can continue on a going concern basis.

(C) Principles of Consolidation

The consolidated Financial Statements are those of the consolidated entity ("the group"), comprising the financial statements of the parent entity and all entities which the parent has the power to control the financial and operating policies so as to obtain benefits from its activities.

The Financial Statements of subsidiary are prepared for the same reporting period as the parent entity, using consistent accounting policies. Adjustments are made to bring into line any dissimilar accounting policies which may exist.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

All inter-company balances and transactions, including any unrealised profits or losses have been eliminated on consolidation. Subsidiaries are fully consolidated from the date on which control is transferred to the group. They are de-consolidated from the date that control ceases.

Non-controlling interests in the result of subsidiaries are shown separately in the Consolidated Statement of Comprehensive Income and Consolidated Statement of Financial Position respectively.

(D) Statement of Compliance

The financial report complies with Australian Accounting Standards, which include Australian equivalents to International Financial Reporting Standards. Compliance with Australian equivalent to International Financial Reporting Standards ensures that the financial report, comprising the financial statements and notes thereto, complies with International Financial Reporting Standards (IFRSs).

(E) Accounting Judgements, Estimates & Assumptions

In the process of applying VACC accounting policies, management has made the following Judgement, apart from those involving estimations, which have the most significant effect on the amounts recognised in the financial statements:

i) Unlisted Investments

The fair value of unlisted investments is determined using valuation techniques, including reference to recent 'arm's length' market transactions; reference to the current market value of another instrument that is substantially the same; discounted cash flow analysis and option pricing models. Management has determined the most relevant techniques for its unlisted investments.

ii) Property

The fair value of property is determined by obtaining a current market value.

(F) Revenue from contracts and customers

Revenue is recognised when or as it transfers control of goods or services to the customer. VACC accounts for an arrangement as a contract with a customer if the following criteria are met:

- The arrangement is enforceable; and
- The arrangement contains promises (that are also known as performance obligations) to transfer goods or services to the customer (or other parties on behalf of the customer) that are sufficiently specific so that it can be determined when the performance obligation has been satisfied.

The following specific recognition criteria must also be met before revenue is recognised:

i) Sale of Goods

Revenue is derived from sale of goods. Revenue is recognised as, or when, goods are transferred to the customer, and is measured at an amount that reflects the consideration to which the Association expects to be entitled in exchange for the goods.

ii) Rendering of Services

Membership subscriptions are payable annually or in installments, in advance of the membership period. Only those receipts attributable to the current year are recognised as revenue. Fees and subscription receipts relating to periods beyond the current financial year are shown in the Consolidated Statement of Financial Position as Income in Advance under the heading Current Liabilities.

iii) Interest

Interest revenue is recognised on a proportional basis taking into account the interest rates applicable to the financial assets.

iv) Dividends

Revenue is recognised when VACC's right to receive payment is established.

v) Rental Income

Rental income from properties is accounted for when VACC's right to receive the payment is established.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

vi) Government Grants

Government grants are recognised when there is reasonable certainty that the grant will be received and all grant conditions are met. Grants relating to expense items are recognised as income over the periods necessary to match the grant to the costs they are compensating. Grants relating to depreciable assets are credited to deferred income and are recognised in profit or loss over the period and in the proportions in which depreciation expense on those assets is recognised. Government grants include amounts received or receivable under the Federal Government's Jobkeeper Payment Scheme, which provided a temporary subsidy to eligible businesses significantly affected by coronavirus (COVID-19).

vii) Recovery of Apprentice Wages from Host Employers

Revenue is recognised when VACC's right to receive payment is established being the completion of the hours worked by the Apprentice.

viii) Other Income

Revenue is recognised when VACC's right to receive payment is established.

All revenue is stated net-of-the amount of goods and services tax (GST).

(G) Cash Assets

Cash assets in the Consolidated Statement of Financial Position comprise cash at bank and on hand and short-term deposits with an original maturity of three months or less, held at call with financial institutions.

(H) Trade and Other Receivables

Trade receivables, which generally have 30-45 days term, are recognised and carried at the original invoice amount less an allowance for any uncollectible amounts.

An allowance for impairment is made when there is objective evidence that VACC will not be able to collect the debts. Bad debts are written off when identified.

(I) Inventories

Inventories are valued at the lower of cost and net realisable value.

(J) Taxes

i) Income Taxes

Section 11-5 subdivision (50-15) of the Income Tax Assessment Act 1997 exempts VACC from Income Tax, however, VACC still has an obligation for Fringe Benefits Tax (FBT) and the Goods and Services Tax (GST).

ii) Goods and Services Tax (GST)

Revenues, expenses and assets are recognised net of the amount of GST except:

i. When the GST incurred on a purchase of goods and service is not recoverable from the taxation authority, in which case the GST is recognised as part of the cost of acquisition of the asset or as part of the expense item as applicable; and,

ii Receivables and Payables are stated with the amount of GST included.

The net amount of GST recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the Consolidated Statement of Financial Position.

Cash flows are included in the Consolidated Statement of Cash Flows on a gross basis and the GST component of cash flows arising from investing and financing activities, which is recoverable from, or payable to, the taxation authority, are classified as operating cash flows.

Commitments and contingencies are disclosed net of the amount of GST recoverable from, or payable to, the taxation authority.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

(K) Properties, Plant and Equipment

Plant and equipment is stated at cost, less accumulated depreciation and any accumulated impairment losses. Such cost includes the cost of replacing parts that are eligible for capitalisation when the cost of replacing the parts is incurred. Similarly, when each major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement only if it is eligible for capitalisation.

Depreciation is calculated on a straight-line or diminishing value basis over the estimated useful life commencing from the time the asset is held ready for use.

Depreciation rates and methods for each class of assets are:
Plant and equipment – 7.50%, 20%, and 33.33% diminishing value and straight-line
Furniture and fittings – 20% straight-line
Motor vehicles – 22.50% diminishing value

The assets' residual values, useful lives and amortisation methods are reviewed, and adjusted if appropriate, at each financial year end.

Freehold land and buildings are measured at revalued amounts, being the fair value at the date of the revaluation, less any subsequent accumulated depreciation and any accumulated impairment losses. At each reporting date the carrying amount of each asset is reviewed to ensure that it does not differ materially from the asset's fair value at reporting date. Where necessary, the asset is revalued to reflect its fair value.

Increases in the carrying amounts arising on revaluation of land and buildings are recognised in other comprehensive income and accumulated in equity. To the extent that the increase reverses a decrease of the same asset previously recognised in profit or loss, the increase is recognised in profit or loss. Decreases that offset previous increases of the same asset are recognised in other comprehensive income; all other decreases are recognised in profit or loss.

i) Impairment

The carrying values of plant and equipment are reviewed for impairment at each reporting date, with the recoverable amount being estimated when events or changes in circumstances indicate that the carrying value may be impaired.

The recoverable amount of plant and equipment is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the cash-generating unit, in which the asset belongs, unless the asset's value in use can be estimated to be close to its fair value.

Impairment exists when the carrying value of an asset or cash-generating unit exceeds its estimated recoverable amount. The asset or cash-generating unit is then written down to its recoverable amount.

For plant and equipment, impairment losses are recognised in the Consolidated Statement of Comprehensive Income.

ii) De-recognition and Disposal

An item of plant and equipment is de-recognised upon disposal or when no further future economic benefits are expected from its use or disposal.

Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the Consolidated Statement of Comprehensive Income in the year the asset is de-recognised.

iii) Revaluation of Property

Gains or losses from the revaluation of property are recognised in the Consolidated Statement of Comprehensive Income.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

(L) Financial Instruments

Financial Assets

Initial recognition and measurement

Financial assets and financial liabilities are recognised when the group becomes a party to the contractual provisions of the instrument. For financial assets, this is equivalent to the date that the group commits itself to either the purchase or sale of the asset (i.e. trade date accounting is adopted).

Financial instruments are initially measured at fair value adjusted for transaction costs, except where the instrument is classified as fair value through profit or loss, in which case transaction costs are immediately recognised as expenses in profit or loss.

Classification of financial assets

Financial assets recognised by the group are subsequently measured in their entirety at either amortised cost or fair value, subject to their classification and whether the group irrevocably designates the financial asset on initial recognition at fair value through other comprehensive income (FVtOCI) in accordance with the relevant criteria in AASB 9.

Financial assets not irrevocably designated on initial recognition at FVtOCI are classified as subsequently measured at amortised cost, FVtOCI or fair value through profit or loss (FVtPL) on the basis of both:

(a) the group's business model for managing the financial assets; and

(b) the contractual cash flow characteristics of the financial asset.

Classification of financial liabilities

Financial liabilities classified as held-for-trading, contingent consideration payable by the group for the acquisition of a business, and financial liabilities designated at FVtPL, are subsequently measured at fair value.

All other financial liabilities recognised by the group are subsequently measured at amortised cost.

Trade and other receivables

Trade and other receivables arise from the group's transactions with its customers and are normally settled within 30-45 days.

Consistent with both the group's business model for managing the financial assets and the contractual cash flow characteristics of the assets, trade and other receivables are subsequently measured at amortised cost.

Long-term equity instruments

Long-term equity instruments comprise ordinary shares in listed entities that are not held for trading. On initial recognition, investments identified by the group as long-term equity instruments are irrevocably designated (and measured) at fair value through other comprehensive income. This election has been made as the directors' believe that to otherwise recognise changes in the fair value of these investments in profit or loss would be inconsistent with the objective of holding the investments for the long term.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

During the financial year, the group reassessed the classification of investments indirectly held. In previous financial years, the group elected to designate, and subsequently measure, all investments held at FVtOCI. After reconsidering the underlying terms and conditions of investments indirectly held, the group has determined that it would be more appropriate for indirect investments to be classified, and subsequently measured, at FVtPL. As a result, changes in fair value for Special Capital Fund and VACC Building Fund investments are now recognised in profit or loss, instead of other comprehensive income.

Comparative information has been restated to align with the revised accounting policy, so that both the current year and prior year information is presented on a consistent and comparable basis. Applying the revised accounting policy to the comparative information resulted in the restatement of prior year deficit from operating activities from $1,815,622 to $7,688,025, and the restatement of prior year other comprehensive income from $(4,782,894) to $1,053,509. The revised accounting policy did not impact the reported amount of profit or loss and other comprehensive income or the carrying amount of investments.

Impairment of financial assets

The following financial assets are tested for impairment by applying the 'expected credit loss' impairment model:

(a) debt instruments measured at amortised cost;

(b) debt instruments classified at fair value through other comprehensive income; and

(c) receivables from contracts with customers and contract assets.

The group applies the simplified approach under AASB 9 to measuring the allowance for credit losses for both receivables from contracts with customers and contract assets. Under the AASB 9 simplified approach, the group determines the allowance for credit losses for receivables from contracts with customers and contract assets on the basis of the lifetime expected credit losses of the financial asset. Lifetime expected credit losses represent the expected credit losses that are expected to result from default events over the expected life of the financial asset.

For all other financial assets subject to impairment testing, when there has been a significant increase in credit risk since the initial recognition of the financial asset, the allowance for credit losses is recognised on the basis of the lifetime expected credit losses. When there has not been an increase in credit risk since initial recognition, the allowance for credit losses is recognised on the basis of 12-month expected credit losses. '12-month expected credit losses' is the portion of lifetime expected credit losses that represent the expected credit losses that result from default events on a financial instrument that are possible within the 12 months after the reporting date.

The group considers a range of information when assessing whether the credit risk has increased significantly since initial recognition. This includes such factors as the identification of significant changes in external market indicators of credit risk, significant adverse changes in the financial performance or financial position of the counter party, significant changes in the value of collateral, and past due information.

The group assumes that the credit risk on a financial asset has not increased significantly since initial recognition when the financial asset is determined to have a low credit risk at the reporting date. The group considers a financial asset to have a low credit risk when the counter party has an external 'investment grade' credit rating (if available) of BBB or higher, or otherwise is assessed by the group to have a strong financial position and no history of past due amounts from previous transactions with the group.

The group assumes that the credit risk on a financial instrument has increased significantly since initial recognition when contractual payments are more than 30-45 days past due.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

The group determines expected credit losses using a provision matrix based on the group's historical credit loss experience, adjusted for factors that are specific to the financial asset as well as current and future expected economic conditions relevant to the financial asset. When material, the time value of money is incorporated into the measurement of expected credit losses. There has been no change in the estimation techniques or significant assumptions made during the reporting period.

The group has identified contractual payments more than 90 days past due as default events for the purpose of measuring expected credit losses. These default events have been selected based on the group's historical experience. Because contract assets are directly related to unbilled work in progress, contract assets have a similar credit risk profile to receivables from contracts with customers. Accordingly, the group applies the same approach to measuring expected credit losses of receivables from contracts with customers as it does to measuring impairment losses on contract assets.

The measurement of expected credit losses reflects the group's 'expected rate of loss', which is a product of the probability of default and the loss given default, and its 'exposure at default', which is typically the carrying amount of the relevant asset. Expected credit losses are measured as the difference between all contractual cash flows due and all contractual cash flows expected based on the group's exposure at default, discounted at the financial asset's original effective interest rate.

Financial assets are regarded as 'credit-impaired' when one or more events have occurred that have a detrimental impact on the estimated future cash flows of the financial asset. Indicators that a financial asset is 'credit-impaired' include observable data about the following:

(a) significant financial difficulty of the issuer or the borrower;

(b) breach of contract;

(c) the lender, for economic or contractual reasons relating to the borrower's financial difficulty, has granted concessions to the borrower that the lender would not otherwise consider; or

(d) it is becoming probable that the borrower will enter bankruptcy or other financial reorganisation.

The gross carrying amount of a financial asset is written off (i.e. reduced directly) when the counter party is in severe financial difficulty and the group has no realistic expectation of recovery of the financial asset. Financial assets written off remain subject to enforcement action by the group. Recoveries, if any, are recognised in profit or loss.

(M) Trade and Other Payables

Trade payables and other payables are carried at amortised costs and represent liabilities for goods and services provided to the group prior to the end of the financial year in which they are unpaid and arise when the group becomes obliged to make future payments in respect of the purchase of these goods and services.

(N) Provisions

Provisions are recognised when the group has a present obligation (legal or constructive) as a result of a past event, and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

When the group expects some or all of a provision to be reimbursed, for example under an insurance contract, the reimbursement is recognised as a separate asset but only when the reimbursement is virtually certain. The expense relating to any provision is presented in the Statement of Comprehensive Income net of any reimbursement. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects the risks specific to the liability.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

(O) Employee Leave Benefits

i) Short-term employee benefit obligations

Liabilities arising in respect of wages and salaries, annual leave and any other employee benefits (other than termination benefits) expected to be settled wholly before twelve months after the end of the annual reporting period are measured at the (undiscounted) amounts based on remuneration rates which are expected to be paid when the liability is settled. The expected cost of short-term employee benefits in the form of compensated absences such as annual leave is recognised in the provision for employee benefits. All other short-term employee benefit obligations are presented as payables in the statement of financial position.

ii) Long-term employee benefit obligations

The provision for other long-term employee benefits, including obligations for long service leave and annual leave, which are not expected to be settled wholly before twelve months after the end of the reporting period, are measured at the present value of the estimated future cash outflow to be made in respect of the services provided by employees up to the reporting date. Expected future payments incorporate anticipated future wage and salary levels, durations of service and employee turnover, and are discounted at rates determined by reference to market yields at the end of the reporting period on high quality corporate bonds that are denominated in the currency in which the benefits will be paid, and that have terms approximating to the terms of the related obligation.

Other long-term employee benefit obligations are presented as current liabilities in the statement of financial position if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting date, regardless of when the actual settlement is expected to occur. All other long-term employee benefit obligations are presented as non-current liabilities in the statement of financial position.

(P) Investment Funds

Both the VACC Special Capital Fund and the VACC Building Fund are administered by an Investment Committee. The Investment Committee uses various Specialist Fund Managers in the administration of a range of investments, valued by the Managers at net market value. The VACC Special Capital Fund's and VACC Building Fund's investments have been recorded in the financial Statements at redemption price.

The components of the VACC Special Capital Fund and VACC Building Fund are readily tradable, however the nature of the Funds is such that it is not expected to be ordinarily consumed or converted into cash within twelve months of the reporting date, although components of the Funds may be so consumed or converted. Accordingly, the VACC Special Capital Fund and the VACC Building Fund are considered neither a current nor a non-current asset.

The change in the value of the VACC Special Capital Fund and the VACC Building Fund during the year, including the aggregate difference between the price realised on disposal of the VACC Special Capital Fund and the VACC Building Fund components and their redemption price at reporting date have been recorded in the Consolidated Statement of Financial Position (Refer Note 17).

Interest, dividends and other distributions received from the VACC Special Capital Fund and the VACC Building Fund during the year have been recorded in the Consolidated Statement of Comprehensive Income (Refer Note 4).

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

(Q) Leases

At the commencement date of a lease (other than leases of 12-months or less and leases of low value assets), the group recognises a lease asset representing its right to use the underlying asset and a lease liability representing its obligation to make lease payments.

Lease assets

Lease assets are initially recognised at cost, comprising the amount of the initial measurement of the lease liability, any lease payments made at or before the commencement date of the lease, less any lease incentives received, any initial direct costs incurred by the group, and an estimate of costs to be incurred by the group in dismantling and removing the underlying asset, restoring the site on which it is located or restoring the underlying asset to the condition required by the terms and conditions of the lease, unless those costs are incurred to produce inventories.

Subsequent to initial recognition, lease assets are measured at cost (adjusted for any remeasurement of the associated lease liability), less accumulated depreciation and any accumulated impairment loss.

Lease assets are depreciated over the shorter of the lease term and the estimated useful life of the underlying asset, consistent with the estimated consumption of the economic benefits embodied in the underlying asset.

Lease liabilities

Lease liabilities are initially recognised at the present value of the future lease payments (i.e., the lease payments that are unpaid at the commencement date of the lease). These lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined, or otherwise using the group's incremental borrowing rate.

Subsequent to initial recognition, lease liabilities are measured at the present value of the remaining lease payments (i.e., the lease payments that are unpaid at the reporting date). Interest expense on lease liabilities is recognised in profit or loss (presented as a component of finance costs). Lease liabilities are remeasured to reflect changes to lease terms, changes to lease payments and any lease modifications not accounted for as separate leases.

Variable lease payments not included in the measurement of lease liabilities are recognised as an expense when incurred.

Leases of 12-months or less and leases of low value assets

Lease payments made in relation to leases of 12-months or less and leases of low value assets (for which a lease asset and a lease liability has not been recognised) are recognised as an expense on a straight-line basis over the lease term.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

(R) Interest in a Joint Arrangement

VACC has an interest in one joint arrangement whereby two or more entities enter into a contractual arrangement to undertake an economic activity that is subject to joint control. VACC recognises the expenses it incurs and its share of the income that it earns from the sale of goods and services by the joint arrangement in the Consolidated Statement of Comprehensive Income. Any initial funding contributed to the joint arrangement is capitalised where the Board believes the receipt of future economic benefits are probable.

(S) Use of Funds

All surpluses generated by VACC are used to advance the interests of its members and the automotive industry generally.

(T) Comparatives

Where necessary, comparative information has been reclassified and repositioned for consistency with current year disclosures.

4. OPERATING RESULT

The operating result has been determined after:

	2021 Consolidated $	2020 Consolidated $
(A) Revenues from Contracts with Customers		
Income from Investment Funds:		
Foreign Income	3,089,235	1,593,728
Dividend Income	496,862	613,734
Interest Income	261,542	765,426
Other Distribution Income	9,976,471	4,411,009
	13,824,110	7,383,897
Member Subscriptions	4,455,431	4,353,685
Capitation Fees	-	-
Compulsory Levies	-	-
Grants and Donations	-	-
Events Activity	3,500	8,377
iStore Sales	262,367	307,549
Rental Income	134,374	20,009
Bank Interest Income	-	3
Dividend Income	125,000	117,500
Advertising Income	235,470	173,319
Recovery of Apprentice Wages from Host Employers	13,786,927	16,571,323
Commissions Received	380,494	393,798
Employment, Education and Training Income	1,629,694	1,970,984
OurAuto Digital income	1,097,522	1,539,299
OurAuto Tech Centre Income	1,128,814	1,849,714
Wage Subsidy	9,530,593	5,240,079
MotorTech Income	1,606,270	133,958
Other Income	785,197	926,971
Total Revenues from Contracts with Customers	48,985,763	40,990,465

Recovery of wages activity has not occurred in the reporting period.

	2021 Consolidated $	2020 Consolidated $
(B) Expenditure from Operating Activities:		
Auditor's Remuneration in respect of:		
Audit Services	53,000	47,750
Other Services	114,967	141,433
Aggregate Auditor's Remuneration	167,967	189,183
Legal costs - Litigation	-	-
Legal costs – Other Legal Matters	78,095	84,759
Membership Subscriptions	223,931	227,347
Affiliation Fees paid to ACCI	138,700	136,200
Capitation Fees	-	-
Compulsory Levies	-	-
Investment Management Fees	200,000	145,000
Amount Paid as Remuneration to Employees of the Organisation	25,706,519	27,223,652
Amount Paid as Separation and Redundancies	139,385	598,151
Amount Paid in Respect of Superannuation	2,232,084	2,388,254

	2021 Consolidated $	2020 Consolidated $
(B) Expenditure from Operating Activities:		
Administrative Expenses	806,939	927,315
Provision for Annual Leave	153,179	8,810
Provision for Long Service Leave	163,935	(186,863)
Provision for Doubtful Debts	-	-
Grants – Total paid that were $1,000 or less	-	-
Grants – Total paid that exceeded $1,000	-	-
Donations – Total paid that were $1,000 or less	-	963
Donations – Total paid that exceeded $1,000	-	3,000
Board and IPC Expenses	216,454	261,151
Depreciation of Furniture and Fittings	615	858
Depreciation of Plant and Equipment	34,694	29,775
Depreciation of Motor Vehicles	119,064	122,454
Amortisation of Lease Assets	2,204,089	2,425,174
Impairment of Investment of VACC Building Fund	-	1,131,481
Bad Debts	24,147	79,855
Stock Write Off	130	9,178
Loss on Disposal of Plant and Equipment	-	18,465
Advertising Expenses	1,020,858	1,060,130
Cost of Inventory Purchases	178,632	231,320
Industry Divisions and Membership Expenses	556,094	568,904
Employment, Education & Training Expenses	1,806,326	1,542,228
Marketing, Media and Communication Expenses	147,287	134,220
Industrial/Workplace Relations Expenses	183,088	409,793
VACC Events Activity	13,341	31,426
Costs relating to Properties	141,684	132,258
Penalties – via RO Act or RO Regulations	-	-
Technical Expenses	700,200	152,650
OurAuto Digital Expenses	576,553	693,788
OurAuto Tech Centre Expenses	461,980	361,985
OurAuto Administrative Expenses	77,359	397,410
Other Operating Expenses	1,105,959	1,190,033
Total Operating Expenses Other than Borrowing Costs	**39,579,288**	**42,730,307**
Finance Charges	61,407	111,780
Total Borrowing Cost	61,407	111,780
Total Operating Expenses	**39,640,695**	**42,842,087**

	2021 Consolidated $	2020 Consolidated $
(C) Net Gain/(Loss) from investments at Fair Value through Profit and Loss		
Increase/(Decrease) of VACC Special Capital Fund	61,444,758	(4,774,356)
(Decrease) of VACC Building Fund	(44,434,927)	(1,062,047)
Total Net Gain/(Loss) from investments at Fair Value through Profit and Loss	17,009,831	(5,836,403)

VACC did not incur expenses relating to allowances paid to persons in respect of their attendances as representatives of VACC at conferences or other meetings or penalties imposed under the RO Act with respect to VACC's conduct during the reporting period.

VACC incurred $18,831 (2020: $73,068) of operating expenses in connection with holding meetings of members, of Industry Policy Councils and Boards of which VACC was wholly or partly responsible.

5. EMPLOYEE EXPENSES

	Employees		Office Bearers/Board		Total	
	2021 $	2020 $	2021 $	2020 $	2021 $	2020 $
CONSOLIDATED						
Wages and Salaries	24,207,968	25,601,254	-	-	24,207,968	25,601,254
Superannuation	2,232,084	2,388,254	-	-	2,232,084	2,388,254
Leave and Other Entitlements	1,498,551	1,622,398	-	-	1,498,551	1,622,398
Separation and Redundancies	139,385	598,151	-	-	139,385	598,151
Other Employee Expenses	-	-	-	-	-	-
	28,077,988	30,210,057	-	-	28,077,988	30,210,057

Office Bearers/Board Members receive an allowance of $1,000 a month, as set out in Note 26. There were no other employee expenses incurred for employees or office bearers during 2021 and 2020.

6. RECEIVABLES

	2021 Consolidated $	2020 Consolidated $
Current:		
Trade and other Receivables	4,742,677	5,773,446
Provision for Doubtful Debts	(50,000)	(50,000)
	4,692,677	5,723,446

	Gross amount	Past due and impaired	Within initial trade terms (age in days)		Past due but not impaired (age in days)	
Consolidated	$	$	<30 $	31-60 $	61-90 $	>90 $
2021 Trade receivables	3,924,967	50,000	3,535,067	292,115	36,864	10,921
Other receivables	817,710	-	817,710	-	-	-
	4,742,677	50,000	4,352,777	292,115	36,864	10,921
2020 Trade receivables	3,484,324	50,000	3,288,523	106,596	17,975	21,230
Other receivables	2,289,122	-	2,289,122	-	-	-
	5,773,446	50,000	5,577,645	106,596	17,975	21,230

7. INVENTORIES

	2021 Consolidated $	2020 Consolidated $
Printed Stationery	130,023	117,320
Scan Tool Stock	100,950	-
HazCheck Stock	21,339	19,420
Member Signs	18,688	33,306
	271,000	170,046

Inventories relate to Scan Tools, VACC signs and finished goods held at off site locations and at TACC Head Office and are valued at the lower of cost or net realisable value.

8. PREPAYMENTS

	2021 Consolidated $	2020 Consolidated $
Prepayments	305,240	249,433

9. INVESTMENT FUNDS COMPRISES

	2021 Consolidated $	2020 Consolidated $
VACC Special Capital Fund:		
Equity Funds[1]	160,289,548	95,958,071
Units in Property Trust[2]	24,158,671	21,267,787
Discounted Security and Liquidity Fund[3]	7,007,935	4,108,606
	191,456,154	121,334,464
VACC Building Fund:		
Equity Funds[1]	-	37,479,604
Units in Property Trust[2]	-	5,760,543
Discounted Security and Liquidity Fund[3]	27,787,960	39,245,944
	27,787,960	82,486,091
	219,244,114	203,820,555

The investments in the VACC Special Capital Fund and VACC Building Fund are held through units in managed investments.

1. The fair value of the units is determined with reference to the listed equities held.
2. The fair value of the units is determined with reference to the underlying investments of the fund, being unlisted property.
3. The fair value of the units is determined with reference to the underlying investments of the fund, being corporate debt instruments.

10. INVESTMENTS

	2021 Consolidated $	2020 Consolidated $
Investments at fair value:		
VTDA/ATRA Cash Investment	96,512	96,489
IAG Shares (Cost at $4,807)	5,161	-
Suncorp Shares (Cost at $10,475)	11,110	-
carsales.com Ltd[1] (Cost $658,022)	5,646,736	4,435,000
	5,759,519	4,531,489

[1]The operating activity of the Company consists of online classified and display advertising and provision of a number of software, data and other services predominantly sold to customers in the automotive industry. VACC holds a 0.001% (2020:0.001%) ownership interest in carsales.com Ltd.

11. PROPERTY

	2021 Consolidated $	2020 Consolidated $
(A) Non Current Property – 650 Victoria Street, North Melbourne – at Cost $22,253,818	22,253,818	8,821,483
Property – TACC House, 200 New Town Road, New Town, Tasmania - at fair value (Cost $676,150)	700,000	700,000
	22,953,818	9,521,483

(B) Reconciliations	North Melb.	TACC House	Total
Opening Balance	8,821,483	700,000	9,521,483
Addition	11,503,837	-	11,503,837
Transfer from Plant and Equipment	1,928,498	-	1,928,498
Closing Balance	22,253,818	700,000	22,953,818

VACC purchased 650 (formerly known as 644-658) Victoria Street North Melbourne on 17 September 2018 for $8,800,000. Consultants and builders costs incurred in constructing the new VACC Head Office have been capitalised.

The property at 200 New Town Road, New Town was revalued in June 2019. This independent valuation was based on current market evidence and comparable transactions.

12. PLANT AND EQUIPMENT

	2021 Consolidated $	2020 Consolidated $
(A) Plant and Equipment		
Furniture and Fittings – cost	103,263	120,665
Accumulated Depreciation	(102,558)	(119,345)
Net Book Value	705	1,320
Plant and Equipment – cost	524,199	314,129
Accumulated Depreciation	(184,760)	(236,468)
Net Book Value	339,439	77,661
Motor Vehicles – cost	845,799	894,417
Accumulated Depreciation	(337,214)	(295,773)
Net book value	508,585	598,644
Capital Works under progress	-	1,928,498
Total Net Book Value	848,729	2,606,123
(B) Reconciliations		
Furniture and Fittings:		
Carrying Amount at Beginning	1,320	2,178
Additions	-	-
Disposals	-	-
Depreciation Expense	(615)	(858)
	705	1,320
Plant and Equipment:		
Carrying Amount at Beginning	77,661	57,962
Additions	296,472	49,961
Disposals	-	(488)
Depreciation Expense	(34,694)	(29,774)
	339,439	77,661
Motor Vehicles:		
Carrying Amount at Beginning	598,644	533,300
Additions	64,840	259,866
Disposals	(35,835)	(72,068)
Depreciation Expense	(119,064)	(122,454)
	508,585	598,644
Capital works under progress:		
Carrying Amount at Beginning	1,928,498	506,900
Additions	-	1,421,598
Transfer to Property	(1,928,498)	-
	-	1,928,498

13. PAYABLES

	2021 Consolidated $	2020 Consolidated $
Trade Payables	587,464	591,570
Other Payables	1,748,766	2,052,216
	2,336,230	2,643,786

At balance date, there were no payables owing to employers as consideration for the employers making payroll deductions of membership subscriptions and there were no payables in respect of legal costs and other expenses relating to litigation and other legal matters.

14. INCOME IN ADVANCE

	2021 Consolidated $	2020 Consolidated $
Income In Advance	8,298,787	3,912,433

15. PROVISIONS

	2021 Consolidated $	2020 Consolidated $
Current:		
Annual Leave – employees	2,256,494	2,103,320
Annual Leave – office bearers/Board	-	-
Long Service Leave – employees	971,071	808,220
Long Service Leave – office bearers/Board	-	-
Separation & Redundancies – employees	-	-
Separation & Redundancies – office bearers/Board	-	-
Other employee provisions – employees	-	-
Other employee provisions – office bearers/Board	-	-
	3,227,565	2,911,540
Non-Current:		
Long Service Leave – employees	85,912	84,828
Long service leave – office bearers/Board	-	-
Aggregate Employee Entitlement Liability	3,313,477	2,996,368

There were no further provisions for employees or office bearers including separation and redundancies.

16. REVENUE ACCUMULATION

	2021 Consolidated $	2020 Consolidated $
Accumulated Surplus		
Opening Balance	189,810,068	191,661,690
Transfer to Reserves	(17,009,831)	5,836,403
Result for the year	26,354,899	(7,688,025)
	199,155,136	189,810,068

Restriction of Member's Funds

Retained member's funds are not available for distribution to members. The retained member's funds are available for the operations of the organisation. In the event of the organisation winding up, member's funds shall be given or transferred to some other institution or institutions having objects similar to the objects of VACC to be determined by the members in compliance with VACC's Registered Rules (clause 41).

17. RESERVES

	2021 Consolidated $	2020 Consolidated $
VACC Special Capital Fund Reserve:		
Opening Balance	24,387,803	29,162,159
Transfer from revenue accumulation	61,444,758	(4,774,356)
Transfer to VACC Building Fund Reserve	(44,434,927)	-
Closing Balance	41,397,634	24,387,803
VACC Building Fund Reserve:		
Opening Balance	-	1,062,047
Transfer from revenue accumulation	(44,434,927)	(1,062,047)
Transfer from VACC Special Capital Fund Reserve	44,434,927	-
Closing Balance	-	-
Asset Revaluation Reserve:		
Opening Balance	4,435,000	3,382,500
Revaluation of Investment in shares	604,699	1,052,500
Closing Balance	5,039,699	4,435,000
Foreign Currency Transaction Reserve:		
Opening Balance	(610)	(1,619)
Result for the Year	4,804	1,009
Closing Balance	4,194	(610)
Total Reserves	46,441,527	28,822,193

Nature and purpose of Reserves

The Special Capital Fund Reserve is used to record increments and decrements of the VACC Special Capital Fund.
The VACC Building Fund Reserve is used to record increments and decrements of the VACC Building Fund.
The Asset Revaluation Reserve is used to record increments and decrements in the value of non-current assets.
The Foreign Currency Transaction Reserve is used to translate the trial balance of Subsidiaries into the reporting currency.

18. RECONCILIATION OF CASH

	2021 Consolidated $	2020 Consolidated $
Cash and Cash Equivalents	5,259,158	1,625,354

19. INTEREST IN JOINT VENTURE ARRANGEMENT

VACC has an interest in one Joint Venture arrangement, which is not material to the group.

Leisurefest

The Melbourne Leisurefest is a Joint Venture arrangement between the Caravan Trade & Industries Association of Victoria (CTIAV), and VACC. Leisurefest is Melbourne's biggest exhibition of the latest RV, camping, touring and off road products.

As Leisurefest was not held in October 2020, VACC was not paid a License Fee from CTIAV for their use of Melbourne Leisurefest Trademarks to promote the yearly Event.

	2021 Consolidated $	2020 Consolidated $
Income	-	35,000
Capitalised Seed Funding	-	-

All income has been recorded in the Statement of Comprehensive Income.

20. LEASE ASSETS AND LEASE LIABILITIES

	2021 Consolidated $	2020 Consolidated $
Lease assets		
Carrying amount of lease assets, by class of underlying asset:		
Building under lease arrangement		
At cost	5,345,667	4,540,028
Accumulated Amortisation	(4,320,450)	(2,270,014)
	1,025,217	2,270,014
Equipment under lease arrangements		
At cost	472,425	378,849
Accumulated Amortisation	(308,813)	(155,160)
	163,612	223,689
Total carrying amount of lease assets	1,188,829	2,493,703

20. LEASE ASSETS AND LEASE LIABILITIES (continued)

	Building $	Equipment $	Total $
Reconciliation of the carrying amount of lease assets at the beginning and end of the financial year:			
Carrying amount at 1 July 2020	2,270,014	223,689	2,493,703
Additions	805,639	93,576	899,215
Amortisation	(2,050,436)	(153,653)	(2,204,089)
Carrying amount at 30 June 2021	1,025,217	163,612	1,188,829

	2021 Consolidated $	2020 Consolidated $
Lease liabilities		
Current lease liabilities	916,946	2,454,183
Non-current lease liabilities	60,981	102,601
Total carrying amount of lease liabilities	977,927	2,556,784
Lease expenses and cashflow		
Interest expense on lease liabilities	61,407	111,780
Amortisation expense on lease assets	2,204,089	2,425,174
Total cash outflow in relation to leases	2,539,478	2,473,874

21. CONTINGENCY

In the event of the winding up of the Motor Trades Association of Australia Limited (MTAA), VACC has a limited liability of $100 (2020: $100).

22. CONTROLLED ENTITIES

Name of entity	Country of Incorporation	Class of Shares	Equity holding 2021 %	Equity holding 2020 %
OurAuto New Zealand Limited	New Zealand	Ordinary	100	100
MotorTradeCard Pty Ltd	Australia	Ordinary	100	100

VACC did not provide cash flows to another reporting unit and/or controlled entity during the financial year.

VACC did not receive cash flows to another reporting unit and/or controlled entity during the financial year.

The Consolidated Financial Statements incorporate the assets, liabilities and results of OurAuto New Zealand Limited that was established on 1 October 2018 and MotorTradeCard Pty Ltd, in accordance with the accounting policy described in accounting policy note 3(C).

MotorTradeCard Pty Ltd did not trade throughout 2021 Financial Year and was deregistered on 4 July 2021.

23. FINANCIAL RISK MANAGEMENT

Terms, Conditions and Accounting Policies

Receivables arise from the sale of a range of products and services made on credit, due in 30-45 days. The total of receivable at reporting date is shown net of a provision for amounts estimated to be uncollectible. Interest is not charged on outstanding amounts.

Details of the terms, conditions and accounting policy associated with the VACC Special Capital Fund and the VACC Building Fund Investments are set out in accounting policy note 3(P). Investment Managers' mandates permit the use of derivatives to cover investment and foreign currency exposure. The use of derivatives is not to exceed the underlying physical investment.

Liabilities are recognised for amounts to be paid in the future for goods and services received, whether or not billed to VACC. Trade accounts payable are normally settled on 30-45 day terms and no interest is incurred on those accounts.

The consolidated entity is exposed to a variety of financial risks comprising:
a. Market risk
b. Interest rate risk
c. Fair values
d. Credit risk

The Executive Board has overall responsibility for identifying and managing operational and financial risks.

(A) Market Risk
Price Risk

Investments in listed securities at fair value through profit and loss are measured at fair value at reporting date based on current bid prices. If security prices were to increase/decrease by 10% from fair values as at the reporting date, assuming all other variables that might impact on fair value remain constant, then the impact on total comprehensive income for the year and equity is as follows:

Listed Securities	2021 Consolidated $	2021 Consolidated $
+/- 10% price variation	22,500,363	20,835,204
Impact on pre-tax result	22,500,363	20,835,204
Tax effect	-	-
Impact on equity	22,500,363	20,835,204

(B) Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate as a result of changes in the market interest rates.

The exposure to interest rate in relation to future cash flows and the effective weighted average interest rates on classes of financial assets and financial liabilities is as follows:

23. FINANCIAL RISK MANAGEMENT (continued)

	Level	Interest Bearing $	Non-Interest bearing $	Total carrying amount $	Weighted average effective interest rate %	Fixed/ Variable rate
Financial Instruments 2021						
(i) Financial assets						
Cash		5,259,158	-	5,259,158	0.35	Variable
Special Capital Fund	2	-	191,456,154	191,456,154		
VACC Building Fund	2	-	27,787,960	27,787,960		
Investments	1,2		5,759,518	5,759,518		
Trade and other receivables			4,742,678	4,742,678	0.00	Fixed
Total financial assets		5,259,158	229,746,310	235,005,468		
(ii) Financial liabilities						
Trade and other payables		-	2,336,230	2,336,230		
Lease Liabilities		977,927	-	977,927	6.52	Variable
Total financial liabilities		977,927	2,336,230	331,457		
Financial Instruments 2020						
(i) Financial assets						
Cash		1,625,354	-	1,625,354	0.35	Variable
Special Capital Fund	2	-	121,334,464	121,334,464		
VACC Building Fund	2	-	82,486,091	82,486,091		
Investments	1,2	-	4,531,489	4,531,489		
Trade and other receivables		-	5,773,446	5,773,446	0.00	Fixed
Total financial assets		1,625,354	214,125,490	215,750,844		
(ii) Financial liabilities						
Trade and other payables		-	2,643,786	2,643,786		
Lease Liabilities		2,556,784	-	2,556,784	6.49	Variable
Total financial liabilities		2,556,784	2,643,786	5,200,570		

23. FINANCIAL RISK MANAGEMENT (continued)

Sensitivity

If interest rates were to increase/decrease by 1% from rates used to determine fair values as at the reporting date, assuming all other variables that might impact on fair value remain constant, then the impact on profit for the year and equity is as follows:

	Consolidated Entity 2021 $	Consolidated Entity 2020 $
+/-1%		
Impact on profit after tax	52,592	16,254
Impact on equity	52,592	16,254

(C) Fair Values

The following methods and assumptions are used in determining the net fair values of financial assets and liabilities:

The net fair values of financial instruments, all of which are recognised in the financial statements, approximate the amounts at which they are carried in the Consolidated Statement of Financial Position and in the Notes to the Financial Statements. In relation to an asset, the fair value is calculated after deducting costs expected to be incurred were the asset to be exchanged, and, in relation to a liability, the fair value is calculated after adding costs expected to be incurred were the liability to be settled.

(D) Credit Risk

VACC's maximum exposure to credit risk at reporting date in relation to each class of recognised financial assets is the carrying amount of those assets as indicated in the Consolidated Statement of Financial Position. Credit risk exposure arises predominantly from outstanding receivables from customers and is limited by VACC trading with a large number of customers.

Trade receivables are all within approved terms with the exception of 5%.

24. FAIR VALUE MEASUREMENTS

The reporting unit measures and recognises the following assets and liabilities at fair value on a recurring basis after initial recognition:

- Financial assets at fair value through profit and loss, and
- Freehold land and buildings.

The reporting unit does not subsequently measure any liabilities at fair value on a recurring basis, or any assets or liabilities at fair value on a non-recurring basis.

A. Fair Value Hierarchy

AASB 13: Fair Value Measurement requires the disclosure of fair value information by level of the fair value hierarchy, which categorises fair value measurements into one of three possible levels based on the lowest level that an input that is significant to the measurement can be categorised into as follows:

Level 1	Level 2	Level 3
Measurements based on quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date.	Measurements based on inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly or indirectly.	Measurements based on unobservable inputs for the asset or liability.

24. FAIR VALUE MEASUREMENTS (continued)

The fair values of assets and liabilities that are not traded in an active market are determined using one or more valuation techniques. These valuation techniques maximise, to the extent possible, the use of observable market data. If all significant inputs required to measure fair value are observable, the asset or liability is included in Level 2. If one or more significant inputs are not based on observable market data, the asset or liability is included in Level 3.

B. Valuation Techniques

The reporting unit selects a valuation technique that is appropriate in the circumstances and for which sufficient data is available to measure fair value. The availability of sufficient and relevant data primarily depends on the specific characteristics of the asset or liability being measured. The valuation techniques selected by the reporting unit are consistent with one or more of the following valuation approaches:

- Market approach: valuation techniques that use prices and other relevant information generated by market transactions for identical or similar assets or liabilities.
- Income approach: valuation techniques that convert estimated future cash flows or income and expenses into a single discounted present value.
- Cost approach: valuation techniques that reflect the current replacement cost of an asset at its current service capacity.

Each valuation technique requires inputs that reflect the assumptions that buyers and sellers would use when pricing the asset or liability, including assumptions about risks. When selecting a valuation technique, the reporting unit gives priority to those techniques that maximise the use of observable inputs and minimise the use of unobservable inputs. Inputs that are developed using market data (such as publicly available information on actual transactions) and reflect the assumptions that buyers and sellers would generally use when pricing the asset or liability are considered observable, whereas inputs for which market data is not available and therefore are developed using the best information available about such assumptions are considered unobservable.

The tables included in Note 23 (B) provide the fair values of the reporting units' assets and liabilities measured and recognised on a recurring basis after initial recognition and their categorisation within the fair value hierarchy.

25. RELATED PARTY DISCLOSURES

The Members of the Victorian Automotive Chamber of Commerce Board during the financial year were:

M. W. Awramenko - Chairman

P. Bertoli

C. Beruldsen (Appointed to office: 9 December 2020)

F. Bortolotto

J. Buskes (Appointed to office: 9 December 2020)

M. Grubb

C. J. Hummer

T. Parkes (Appointed to office: 9 December 2020)

S. Pask (Term of office expired: 31 July 2020)

A. Sanchez

P. Savige (Term of office expired: 9 December 2020)

A. Sitch (Term of office expired: 9 December 2020)

Transactions with Board Members are carried out on arm's length commercial terms and conditions that are no more favourable than other transactions with Members. Transactions, based on arm's length commercial terms and conditions that are no more favourable than other transactions with businesses that VACC Members represent, were carried out with businesses that Board Members represent.

25. Related Party Disclosures (continued)

During the year, businesses related to Board Members paid VACC $351,354 (2020: $340,353), which included their VACC Membership subscriptions, hosting of VACC apprentices, purchasing of MotorTech licences, leasing of scan tools, participating in the A Grade Automotive Network, purchase of Roadside Help vouchers and diaries, website hosting, Workplace Relations and OHS advice, sales commissions, SEO services and domain name renewal.

During the year, VACC reimbursed Board Members $5,784 (2020:$25,881) relating to HOBEC's, costs incurred when on VACC business and attending automotive conferences and membership of the Australian Institute of Company Directors (AICD).

As at 30 June 2021, Specialist Auto Electrics Pty Ltd, owned by Michael Grubb, a Board Member owed VACC $51,983 (2020: $6,524) as a Host Employer of apprentices. This debt has been repaid in full to VACC.

26. REMUNERATION OF THE BOARD

	2021 $	2020 $
Board Members		
Amounts paid or payable or otherwise made available to Executive Board Members.	103,000	108,000

Board Members receive an allowance of $1,000 a month.

Other than disclosed in Note 25, there were no other employee expenses incurred for Board Members during 2021 and 2020.

27. MEETINGS OF DIRECTORS

The number of meetings of the Executive Board and of each Board Committee held during the year ended 30 June 2021, and the number of meetings attended by each Director was:

	EXECUTIVE BOARD		FINANCE AND AUDIT COMMITTEE		INVESTMENT COMMITTEE	
	Number eligible to attend	Number attended	Number eligible to attend	Number attended	Number eligible to attend	Number attended
M.W. Awramenko	11	11	10	10	2	*
P. Bertoli	11	10	*	*	*	*
C Beruldsen	5	5	*	*	*	*
F. Bortolotto	11	11	10	9	4	4
J Buskes	5	4	*	*	*	*
M Grubb	11	10	6	6	*	*
C J Hummer	11	10	10	10	4	4
T Parkes	5	4	*	*	*	*
S Pask	1	1	1	1	*	*
T. Sanchez	11	11	6	3	*	*
P Savige	6	5	4	4	2	2
A Sitch	6	6	4	4	*	*

* Not a member of the Committee.

28. REMUNERATION OF AUDITORS

	2021 $	2020 $
Amounts received or due and receivable by Pitcher Partners for:		
An audit or review of the financial report of the entity and any other entity in the consolidated entity	49,000	47,750
WorkWell Project Audit	4,000	-
Other non–audit services		
- Review of FBT Returns and lodgement with the ATO	51,323	19,430
- Advice regarding JobKeeper scheme	8,802	6,555
- Review of VACC Membership Structure	1,960	64,888
- General Financial Advice	10,992	11,960
- Ongoing Investment Advice	30,000	30,000
- General Advice on OurAuto New Zealand Limited	4,290	-
- Tax Advice on OurAuto New Zealand Limited	7,600	8,600
	167,967	189,183

29. SEGMENT INFORMATION

VACC operates predominantly in one industry segment as the peak Employer Organisation for the retail automotive industry in Victoria and Tasmania.

30. SUBSEQUENT EVENT

Subsequent to the reporting date, the State government of Victoria enacted their fifth and sixth lockdowns on 16 July 2021 and 5 August 2021 respectively. The operational reduction as a consequence of COVID-19 on restrictions and working conditions are likely to impact the timing and level of VACC and its subsidiaries profitability and trading over the foreseeable future.

The impact of the pandemic on VACC and its subsidiaries has been moderate but will not be fully quantifiable for some time, however, in the short term, the Executive Board and management remain vigilant of changing conditions and respond accordingly.

Except for the Coronavirus (Covid-19) and subsequent government actions described above, there were no events that occurred after 30 June 2021, and/or prior to the signing of the financial statements that has significantly affected or may significantly effect:

(a) the operations, in financial years subsequent to 30 June 2021, of the consolidated entity, or

(b) the results of those operations, or

(c) the state of affairs, in financial years subsequent to 30 June 2021, of the consolidated entity.

31. ORGANISATION INFORMATION

Victorian Automotive Chamber of Commerce (VACC) is:

- Domiciled in Australia
- Incorporated under the Fair Work (Registered Organisations) Act 2009 and its registration number is 191V.
- Registered address and principal place of business is VACC House, 464 St Kilda Road, Melbourne, Vic 3004
- Principal activity is that of an Employer Organisation.
- Number of employees as at 30 June 2021 was 97 full time and 10 part time/casual employees.
- Number of apprentices/trainees as at 30 June 2021 was 512.

32. PARENT ENTITY INFORMATION

Summarised presentation of VACC's financial statements:

		2021 $	2020 $
(A)	**Summarised Statement of financial position**		
	Assets		
	Current assets	10,802,096	7,992,359
	Investments – VACC Special Capital Fund	191,456,154	121,334,464
	Investments – VACC Building Fund	27,787,960	82,486,091
	Non-current assets	30,750,988	19,152,890
	Total assets	260,797,198	230,965,804
	Liabilities		
	Current liabilities	14,729,548	11,896,986
	Non-current liabilities	146,893	187,429
	Total liabilities	14,876,441	12,084,415
	Net assets	245,920,757	218,881,389
	Equity		
	Asset Revaluation Reserve	5,039,699	4,435,000
	VACC Special Capital Fund Reserve	41,397,634	24,387,803
	Retained Earnings	199,483,424	190,058,586
	Total equity	245,920,757	218,881,389
(B)	**Summarised statement of comprehensive**		
	Income		
	Result for the year	26,434,668	(7,587,116)
	Other comprehensive income for the year	604,699	1,052,500
	Total comprehensive income for the year	27,039,367	(6,354,616)

33. CHANGE IN ACCOUNTING POLICY

In prior years, the unrealised gains/(losses) on indirect investment portfolios were accounted for through Other Comprehensive Income. The VACC Special Fund and VACC Building Fund portfolio's is constructed with investments in various managed funds that are puttable instruments, rather than equity instruments and accordingly do not qualify to be accounted for through Other Comprehensive income (as clarified by the AASB). The unrealised gains/(losses) on the indirect investments have been reclassified to be accounted for through Profit and Loss Statement. The Net Asset position has not changed.

Restatement of other comprehensive income

	2020 Opening $	Increase/ (Decrease) $	2020 Restated $
Profit or Loss			
Net loss on restatement of financial assets to fair value through profit or loss	-	(5,836,403)	(5,836,403)
Net result for the year	(1,851,622)	(5,836,403)	(7,688,025)
Other comprehensive income			
Net loss on restatement of financial assets to fair value through profit or loss	(5,836,403)	5,836,403	-
Other comprehensive income for the year	(4,782,894)	5,836,403	1,053,509

34. ADDITIONAL DISCLOSURES – SECTION 253 OF FAIR WORK (REGISTERED ORGANISATIONS) ACT 2009

In accordance with the requirements of the RO Act Reporting Guidelines, the following disclosures are made:

- VACC's ability to continue as a going concern is not reliant on the agreed financial support of another entity.
- VACC has agreed to provide financial assistance to its subsidiaries, MotorTradeCard Pty Ltd and OurAuto New Zealand Limited, in order for its subsidiaries to be able to pay their debts as and when they become payable.
- VACC has not acquired any assets or liabilities during the financial year as a result of an amalgamation under Part 2 of Chapter 3 of the RO Act in which it was amalgamated organisation; a restructure; a determination by the General Manager under subsection 245(1) of the RO Act of an alternative reporting structure; or a revocation by the General Manager under subsection 249(1) of the RO Act of a certificate issued to an organisation under subsection 245(1).
- No funds were paid by VACC during the financial year to employers as consideration for the employers making payroll deductions of membership subscriptions.
- VACC was not involved in a business combination during the financial year.
- No funds or accounts were operated in respect of compulsory levies.
- VACC did not receive any other revenue from another reporting unit during the financial year.
- VACC did not have a receivable with another reporting unit during the financial year.
- VACC did not have a payable with another reporting unit during the financial year.
- VACC did not have another entity administer the financial affairs of the reporting unit during the financial year.
- VACC did not make a payment to a former related party of the reporting unit.

The Board recognises that a genuine commitment to sound principles of corporate governance is fundamental to the sustainability of the VACC and its performance.

BOARD RESPONSIBILITIES

The Board is responsible for identifying areas of significant business risk and ensuring arrangements are in place to adequately manage those risks.

The Board ensures that Management's objectives and activities are aligned with the expectations and risks identified by the Board and has a number of mechanisms in place to ensure this is achieved.

These mechanisms include the following:

- Development and approval of initiatives and strategies designed to ensure the continued growth and success of the Victorian Automotive Chamber of Commerce;
- Approval of operating plans and budgets prepared by Management and Board monitoring of progress against budget;
- Establishment and monitoring of key performance indicators (both financial and non-financial) for all significant business processes;
- Overseeing risk management policies, practice and performance; and,
- Overseeing compliance and governance policies and practices and ensuring the VACC business is conducted legally, ethically and responsibly.

On behalf of the Board,

(Signed)

Mark Awramenko
PRESIDENT

(Signed)

Chris Hummer
VICE PRESIDENT

27 October 2021
Melbourne

VICTORIAN AUTOMOTIVE CHAMBER OF COMMERCE AND CONTROLLED ENTITY
(formerly Victorian Automobile Chamber of Commerce and Controlled Entity)
EXECUTIVE BOARD DECLARATION FOR THE YEAR ENDED 30 JUNE 2021

On 27 October 2021, the Executive Board of the Victorian Automotive Chamber of Commerce passed the following resolution in relation to the General Purpose Financial Report (GPFR) of the organisation for the financial year ended 30 June 2021.

The Executive Board declares in relation to the GPFR that in its opinion:

(a) The Financial Statements and Notes comply with Australian Accounting Standards;

(b) The Financial Statements and Notes comply with the financial reporting guidelines of the Commissioner;

(c) The Financial Statements and Notes give a true and fair view of the financial performance, financial position and cash flows of the organisation for the financial year to which they relate;

(d) There are reasonable grounds to believe that the organisation will be able to pay its debts as and when they become due and payable;

(e) During the financial year to which the GPFR relates and since the end of that year:
   (i) Meetings of the Executive Board were held in accordance with the Rules of the Organisation,
   (ii) The financial affairs of the organisation have been managed in accordance with the Rules of the Organisation,
   (iii) The financial records of the organisation have been kept and maintained in accordance with the Fair Work (Registered Organisations) Act 2009 (RO Act),
   (iv) The information sought in any request of a member of the organisation or the Commissioner duly made under Section 272 of the RO Act has been furnished to the member or the Commissioner; and,
   (v) No orders have been made by the General Manager under Section 273 of the RO Act during the period.

This declaration is made in accordance with a resolution of the Executive Board.

On behalf of the Board,

(Signed)

Mark Awramenko
PRESIDENT

(Signed)

Chris Hummer
VICE PRESIDENT

27 October 2021
Melbourne

I, Mark Awramenko, being the designated officer responsible for preparing this Operating Report for the financial year ended 30 June 2021 of the Victorian Automotive Chamber of Commerce, report as follows:

Principal Activities:

The Victorian Automotive Chamber of Commerce ("VACC") is an employer organisation, which provides various services to members operating in the retail automotive industry, these include:

1. Representing members in industrial matters and disputes, equal opportunity matters and advocacy before industrial tribunals and courts.
2. Representing the retail automotive industry in discussions and consultations with regulators and other bodies and before Federal and State Government inquiries.
3. Promoting and protecting retail automotive businesses in Victoria and Tasmania.
4. Developing and promoting the adoption of uniform and equitable forms of contracts, hiring agreements and other documents used in retail automotive businesses.
5. Providing assistance, advice, information and consultation services in the areas of specialist technical services, industrial relations, human resource management, OHSE, workers' compensation management and education and training.
6. Conducting training seminars in equal opportunity, occupational health safety, environment, WorkCover, workplace agreements, employment, etc.
7. Provide Members with access to goods and services that will assist them and enhance their business.
8. To provide mechanisms to be in tune and aware of global trends and influences for the benefit of our members.
9. Operating a group training scheme for Apprentices and Trainees.
10. Provide support services for the industry such as apprentice mentoring, apprentice recruitment, career promotion and national training standards review.
11. Operating the VACC Skills Development Centre, offering certificate, diploma and short courses in automotive business management, technical skills and employment related short courses.
12. Facilitate for the provision of Government (Grant) Programs designed to improve employment opportunities and skills training in the industry.
13. Manage the Women in Automotive (WinA) Network.
14. Development of Codes of Practice and Accreditation programs.
15. Collection and circulation of statistics and other information relating to the retail automotive trade.
16. Publishing periodicals.
17. Market and distribute value-for-money business products (eg, Business insurance, Technical Information and digital services) to automotive businesses throughout Victoria and Tasmania.
18. Market and distribute value-for-money business products (eg, Business insurance, Technical Information and digital services) to automotive businesses throughout Australia and New Zealand.

Review of Principal Activities

VACC and its subsidiaries reported a surplus of $26,354,899 (2020: deficit of $7,688,025) for the year ended 30 June 2021.

Revenue from contracts with customers were $48,985,763 (2020: $40,990,465) and expenses from operating activities were $39,640,695 (2020: $42,842,087). The consolidated net assets at 30 June 2021 totalled $245,596,663 (2020: $218,632,261).

Significant Changes

On 11 March 2020, the World Health Organisation declared an ongoing global outbreak of a novel coronavirus, known as COVID-19, as a pandemic. The operational reduction as a consequence of COVID-19 on restrictions and working conditions are likely to impact the timing and level of VACC and its subsidiaries profitability and trading over the foreseeable future.

The impact of the pandemic on VACC and its subsidiaries has been moderate but will not be fully quantifiable for some time, however, in the short term, the Executive Board and management remain vigilant of changing conditions and respond accordingly.

Other than mentioned above, there were no significant changes in the state of affairs of the Association during the financial year.

Manner of Resignation:

Members may resign from the Association in accordance with clause 11, which reads as follows:

(1) Any member may resign their membership in accordance with this clause and from the date of such resignation, such member shall cease to be a member, but will nevertheless remain liable for and pay to the Association all moneys which at the time they cease to be a member may be due by the member to the Association, and at once return (at there cost) all badges, certificates, and/or other property of the Association held by the member.

Subject to section 178 of the Act, any dues payable but not paid by a former member of the Association, in relation to a period before the member's resignation from the Association took effect, may be sued for and recovered in the name of the Association, in a court of competent jurisdiction, as a debt due to the Association.

(2) The notice of resignation by a member must be in writing and addressed to the Secretary and must be delivered to the Secretary by:

(a) Leaving it with the Secretary personally;

(b) Leaving it in an envelope addressed to the Secretary at the registered office of the Association; or,

(c) Posting it in an envelope addressed to the Secretary at the registered office of the Association.

(3) The notice of resignation takes effect:

(a) Where the member ceases to be eligible to become a member of the Association;

(i) On the day on which the notice is received by the Association; or,

(ii) On the day specified in the notice, which is a day not earlier than the day when the member ceases to be eligible to become a member,
Whichever is later; or,

(b) In any other case:

(i) At the end of two weeks after the notice is received by the Association; or,

(ii) On the day specified in the notice,
Whichever is later.

(4) A notice delivered to the Secretary will be taken to have been received by the Association when it was delivered.

(5) A notice of resignation that has been received by the Association is not invalid because it was not addressed to and delivered to the Secretary.

(6) A resignation from membership of the Association is valid even if it is not affected in accordance with clause 11 if the member is informed in writing by or on behalf of the Association that the resignation has been accepted.

Officers or Members holding the position of a trustee of a superannuation entity.

There were no officers or members who were a trustee, or a director of a company that is a trustee, of a Superannuation entity because they are a member or an officer of VACC.

Number of Members

The number of members at 30 June 2021 who were recorded on the Register of Members of the Association was 4,947 (2020: 5,015).

Number of Employees

The number of employees of the Association at 30 June 2021 was 107 (2020: 100) employees and 512 (2020:486) apprentices/trainees.

Members of the Executive Board

During the financial year, the persons who held office as Members of the Executive Board of the Association as the governing body of VACC, were:

Mark Awramenko	
Paul Bertoli	
Craig Beruldsen	(Appointed to office: 9 December 2020)
Fiorino (Fury) Bortolotto	
John Buskes	(Appointed to office: 9 December 2020)
Michael Grubb	
Chris Hummer	
Trevor Parkes	(Appointed to office: 9 December 2020)
Sharon Pask	(Term of Office expired: 31 July 2020)
Tony Sanchez	
Peter Savige	(Term of Office expired: 9 December 2020)
Tony Sitch	(Term of Office expired: 9 December 2020)

On behalf of the Board,

(Signed)

Mark Awramenko
PRESIDENT

27 October 2021
Melbourne

VICTORIAN AUTOMOTIVE CHAMBER OF COMMERCE AND CONTROLLED ENTITY
(formerly Victorian Automobile Chamber of Commerce and Controlled Entity)
EXPENDITURE REPORT FOR THE YEAR ENDED 30 JUNE 2021

The Executive Board presents the Expenditure Report in accordance with subsection 255(2A) of the RO Act for VACC for the year ended 30 June 2021.

	2021 $	2020 $
Categories of expenditure:		
Remuneration and other employment related costs and expenses - employees	28,395,102	30,032,004
Advertising	1,020,858	1,060,130
Operating Costs	7,726,771	7,821,244
Donations to Political parties	-	-
Legal costs	78,095	84,759

On behalf of the Board,

(Signed)

Mark Awramenko
PRESIDENT

27 October 2021
Melbourne

VICTORIAN AUTOMOTIVE CHAMBER OF COMMERCE
ABN 63 009 478 209

AUDITOR'S INDEPENDENCE DECLARATION TO
THE MEMBERS OF THE EXECUTIVE BOARD OF THE VICTORIAN AUTOMOTIVE CHAMBER OF COMMERCE
AND CONTROLLED ENTITY

In relation to the independent audit for the financial year ended 30 June 2021, to the best of my knowledge and belief there have been:

(i) No contraventions of the auditor independence requirements of the *Fair Work (Registered Organisations) Act 2009*; and

(ii) No contraventions of APES 110 *Code of Ethics for Professional Accountants (including Independence Standards)*.

This declaration is in respect of Victorian Automotive Chamber of Commerce and the entity it controlled during the year.

K L BYRNE
Partner

PITCHER PARTNERS
Melbourne

Registration number (as registered by the RO Commissioner under the RO Act): AA2017/154

Date: 27 October 2021

VICTORIAN AUTOMOTIVE CHAMBER OF COMMERCE
ABN 63 009 478 209

INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF
VICTORIAN AUTOMOTIVE CHAMBER OF COMMERCE AND CONTROLLED ENTITY

Report on the Audit of the Financial Report

Opinion

We have audited the financial report of Victorian Automotive Chamber of Commerce (the VACC) and controlled entity (the Group), which comprises the consolidated statement of financial position as at 30 June 2021, the consolidated statement of comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, notes to the financial statements, including a summary of significant accounting policies, the Executive Board's declaration, the subsection 255(2A) report and the Operating Report.

In our opinion, the accompanying financial report of the Group is in accordance with the *Fair Work (Registered Organisations) Act 2009*, including:

(a) giving a true and fair view of the Group's financial position as at 30 June 2021 and of its financial performance for the year then ended; and
(b) complying with Australian Accounting Standards and other requirements imposed by the *Fair Work (Registered Organisations) Act 2009* (the RO Act).

Basis for Opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Report* section of our report. We are independent of the Group in accordance with the auditor independence requirements of the *Fair Work (Registered Organisations) Act 2009* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants (including Independence Standards)* "the Code" that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

The Executive Board are responsible for the other information. The other information comprises the information included in the Group's annual report for the year ended 30 June 2021, but does not include the financial report and our auditor's report thereon.

Our opinion on the financial report does not cover the other information and accordingly we do not express any form of assurance conclusion thereon.

VICTORIAN AUTOMOTIVE CHAMBER OF COMMERCE
ABN 63 009 478 209

INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF
VICTORIAN AUTOMOTIVE CHAMBER OF COMMERCE AND CONTROLLED ENTITY

In connection with our audit of the financial report, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial report or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the Executive Board for the Financial Report

The Executive Board of the VACC are responsible for the preparation of the financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Fair Work (Registered Organisations) Act 2009* and for such internal control as the directors determine is necessary to enable the preparation of the financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

In preparing the financial report, the Executive Board are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the Financial Report

Our objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this financial report.

As part of an audit in accordance with the Australian Auditing Standards, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.

VICTORIAN AUTOMOTIVE CHAMBER OF COMMERCE
ABN 63 009 478 209

INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF
VICTORIAN AUTOMOTIVE CHAMBER OF COMMERCE AND CONTROLLED ENTITY

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial report or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial report, including the disclosures, and whether the financial report represents the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

K L BYRNE
Partner

PITCHER PARTNERS
Melbourne

Registration number (as registered by the RO Commissioner under the RO Act): AA2017/154

27 October 2021

Pitcher Partners. An independent Victorian Partnership ABN 27 975 255 196. Level 13, 664 Collins Street, Docklands, VIC 3008
Pitcher Partners is an association of independent firms. Liability limited by a scheme approved under Professional Standards Legislation.
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Adelaide Brisbane Melbourne Newcastle Sydney Perth

pitcher.com.au

Section 1	About the VACC
	1.9 VACC Codes

From time to time associations develop Codes. Industry and association Codes can be used to guide and sometimes enforce certain behaviours or standards set by an association. These behaviours are usually designed to lift the professional standing of an association or to limit behaviours that would potentially damage the reputation of VACC, and by extension all VACC members. Codes generally have penalties attached and these are designed to ensure Codes, set by the association, are taken seriously and applied by members.

The VACC has two Codes:

1. **VACC Code of Business Practice**

   The VACC Code of Business Practice outlines the general obligations of members, as well as the guarantee and warranty obligations that all members are expected to adhere to upon joining.

2. **VACC Code of Conduct – Appropriate Member Behaviour**

   The VACC Code of Conduct outlines the Chamber expectations placed on members in regards to appropriate behaviour and best practice.

Board members should be aware of these Codes and should be sufficiently informed on them so they could inform another member on their intention and application. Both Codes are available on the VACC member website.

Attachments	i. VACC Code of Business Practice ii. VACC Code of Conduct – Appropriate Member Behaviour
Links	https://vacc.com.au/Membership/VACC-Codes
Version Control	Version 1 : Created 20 November 2020

VACC®

You're in good hands®

Code of Business Practice

ALL VACC MEMBERS SHALL ABIDE BY THE CODE OF BUSINESS PRACTICE

Members' General Obligations

1. Members will observe proper standards of conduct and act honestly and fairly in their dealings with consumers and other persons.
2. Members will not commence repairs without authorisation from the customer or agent.
3. Members will advise customers of any necessary variation to a quotation for repairs or service or supply of goods.
4. Members will carry out only those tasks for which they are properly qualified and equipped.
5. Members will ensure any goods or parts sold are of merchantable quality and fit the purpose for which they are required.

Members' Guarantee and Warranty Obligations

1. Members will not knowingly mislead a consumer in relation to the sale, purchase, service or repair of a motor vehicle or accessories nor be party to any improper practice.
2. Members shall warrant that all repairs and services provided, including sub-contracted services, shall be of good quality and workmanship and all parts supplied free of defects and such warranty shall apply for a specific number of kilometers or period of time.
3. Members must guarantee clear title to any vehicle offered for sale.

VICTORIAN AUTOMOBILE CHAMBER OF COMMERCE

Serving the retail motor industry since 1918

vacc.com.au

VACC CODE OF CONDUCT - APPROPRIATE MEMBER BEHAVIOUR

VACC Mission

To be an influential automotive industry association and to support and advance member businesses.

Context of the Code of Conduct

VACC membership is a privilege and Members have a responsibility to understand and commit to this Code of Conduct, which is a code of conduct formed by the Association within the meaning of item 12(a)(iii) of the VACC Constitution.

Unless otherwise stated, defined terms in this Code have the same meaning as in the Constitution.

Obligations of VACC Members

1. Members must:

    (a) abide by the VACC Constitution, Code of Business Practice, this Code of Conduct and any other codes of conduct formed by the VACC;

    (b) conduct all communications with professional courtesy, dignity and respect, including with:

        (i) other Members;

        (ii) VACC Executive Board members or Officers;

        (iii) members of VACC committees or sub-committees (including but not limited to members of Executive Committees, Divisional Committees and the Investment Committee); and

        (iv) VACC staff, including employees and contractors;

    (c) observe proper and respectful standards of behaviour and conduct towards all persons, including those identified in item 1(b) above.

2. Members must not:

    (a) engage in behaviour or conduct that is inappropriate toward any person, including those identified in item 1(b) above. Inappropriate behaviour includes but is not limited to disrespectful or rude language or behaviour, undermining or intimidation, Bullying, Harassment, Discrimination or Sexual Harassment;

(b) publicly disparage any persons, including those identified in item 1(b) above;

(c) breach this Code of Conduct.

3. For the purposes of this Code of Conduct:

(a) **Bullying** is repeated unreasonable behaviour towards a person or a group of persons which creates a risk to a person's health and safety;

(b) **Discrimination** means treating someone less favourably, or unfavourably, because they have a particular characteristic protected by law (including but not limited to that person's sex, age, race or disability). Such Discrimination is unlawful;

(c) **Harassment** means any unwelcome and unreasonable conduct directed towards another person because the other person has a particular characteristic protected by law (including but not limited to that person's sex, age, race or disability) where a reasonable person, having regard to all the circumstances, would have anticipated that the other person would be offended, humiliated or intimidated. Such Harassment is unlawful; and

(d) **Sexual harassment** occurs where a person makes an unwelcome sexual advance, or an unwelcome request for sexual favours, to another person, or engages in any other unwelcome conduct of a sexual nature in relation to the other person, in circumstances in which a reasonable person, having regard to all the circumstances, would have anticipated that the other person would be offended, humiliated or intimidated. Such Sexual Harassment is unlawful.

4. Breaches of the Code of Conduct

(a) A breach of this code is determined by the Executive Board.

(b) The VACC Constitution provides that a Member who breaches this Code of Conduct may be cautioned, fined up to $5,000, suspended for up to 12 months or expelled from the VACC.

End

Section 1	About the VACC
	1.10 VACC Commercial Operations

VACC charges member fees for the purposes of maintaining the association and for the provision of services to members. While trying to keep member fees as low as possible VACC also has a mandate to provide a wide range of member services and to engage with multiple political projects, both at a state and national level. Ultimately member fees seldom reflect what is actual required to provide expected member services and consequently VACC has always sought out commercial work that has the capacity to provide a surplus to the association, and consequently reduce pressures to raise membership fees.

Traditionally much commercial activity has been driven within VACC departments and the Motor Show is a good example of where this type of activity has shown good returns for VACC. Other positive areas of income earning activity are found in VACC training and apprenticeships and in the technical areas.

In 2014 VACC decided to create a dedicated department for the creation of commercial activities and this business arm is called OurAuto.

OurAuto does not consume all commercial operations at VACC as its design was to create new areas for income generation in additional to those already undertaken within departments.

Today OurAuto generates income for VACC from services such as the building of websites, insurance leads and technical tools and resources, such as MotorTech.

OurAuto provides commercial services to members and non-members and operates both nationally, in Australia, and in New Zealand.

Attachments	
Links	https://vacc.com.au/Membership/OurAuto
Version Control	Version 1 : Created 20 November 2020

Section 1	About the VACC
	1.11 VACC Industry Policy Council

Following the changes to the VACC Constitution in 2018 the VACC created a central policy body called the Industry Policy Council.

The role of the Industry Policy Council is to develop the industry policy position for the association and for the interests of members.

The members of the Industry Policy Council have a key role in bringing forward the industry policy positions from their various divisions or affiliated associations for broader consultation and development through the Industry Policy Council. The Industry Policy Council is formed by nominations from each of VACC's Industry Divisions. Terms for the Council are for two years and Members may be re-nominated by their VACC Industry Divisions, if they wish to seek more than one term.

The Chairman of the Council is led by the VACC President who is also the Chair of the Executive Board. The Industry Policy Council meets four times each year.

Board members who are not their Division's nominated Industry Policy Council representative are not required to attend the Council.

Attachments	
Links	https://vacc.com.au/About-us/Industry-Policy-Council
Version Control	Version 1 : Created 20 November 2020

Section 2	Executive Board
	2.1 Board Member Training

VACC is committed to ensuring high levels of corporate governance, both within its general operations and at an Executive Board level. To support this activity, the VACC Executive Board has approved a governance schedule that requires Directors to undertake specific board and governance training during their term in office.

All new Board members are required to undergo governance and finance training, as mandated by the Registered Organisations Act. This training is provided over a one-day session and VACC will arrange this training for all new Board members.

In 2020 the VACC Executive Board also initiated the VACC Board Professional Development Charter, which is designed to lift governance and capability on the VACC Board. This additional governance step requires new Board Members to undertake additional training in Board Governance within the first 18 months of their term of office.

Finance training required by the Registered Organisation Act and additional governance training required by the VACC Board Professional Development Charter, in the first 18 months of office, is funded by VACC.

Board members will annually, undertake bullying and sexual harassment training in an online or face to face format.

Links to the Charter and the Professional Development Schedule are also available on the VACC member website.

Attachments	i. VACC Board Professional Development Schedule ii. Board Professional Development Charter
Links	https://vacc.com.au/About-us/Committees-Boards-Governance/Board-Training
Version Control	Version 2 : Updated 30 August 2021

VACC Board Professional Development Schedule

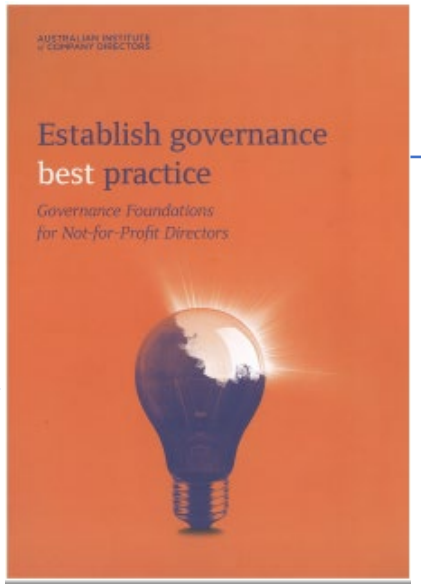
VACC funded	*Individual funded*

Within six months of becoming a Board member

Registered Organisation Training – Approved Financial Training

Within 18 months

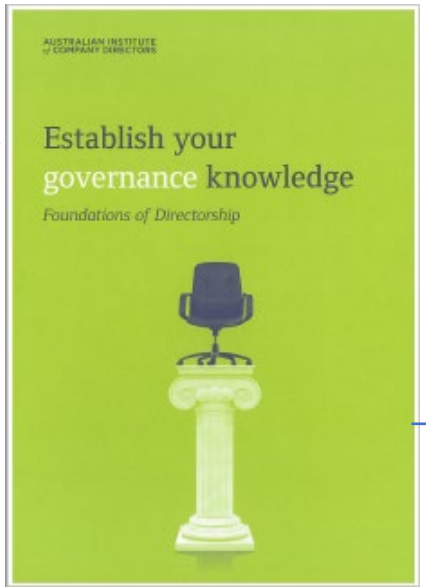
or



- Duties and responsibilities for the non-for-profit Director
- Strategy and risk for the non-for-profit Director
- Finance for the non-for-profit Director

1.5 days - $1,864.00

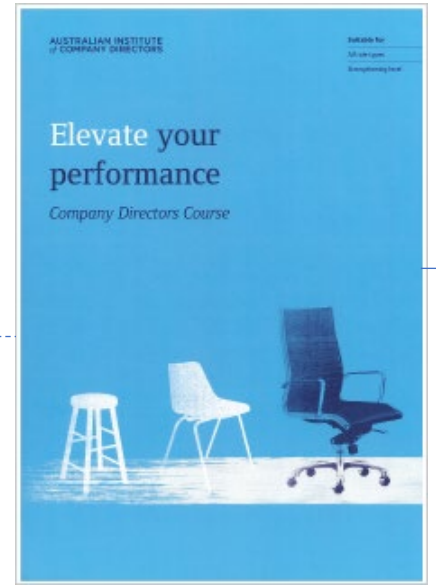
or



- Governance for Directors
- Finance for Directors
- Strategy and risk for Directors

3 Separate days - $3,821.00

Optional



10 Modules

- Five full days (consecutive over two weeks)

or

- One day per week for five weeks

or

- Over three and a half hour sessions for 10 weeks

$11,170.00

Board Professional Development Charter

New Director Induction

The Board will provide to all new directors a thorough induction into the affairs of both the Board and VACC at large.

1. All prospective directors will be provided with all relevant information

2. Upon appointment/election and prior to attendance at their first Board meeting, new directors will receive a copy of the Board's resource handbook including Governance policies, Articles/Constitution and other relevant legal governance documentation, current and recent meeting papers, an organisational chart, contact details for other directors and key staff, a glossary of key terms, definitions and acronyms, and the current year's meeting schedule

3. Meet with the Chairperson and CEO for a governance familiarisation meeting. This meeting may be held as a group session or with individuals

4. Meet with the Chief Executive for an operational familiarisation.

Board and Director professional development

The Board's value-adding role requires that the board as a whole and all directors have access to professional development relevant to the role and duties of directorship.

1. The Board will develop and periodically review a schedule for director professional development

2. The Board will make every reasonable effort to facilitate training for all directors and for the Board as a whole to maximise its value-adding contribution to the organisation

3. An annual Board development budget will be established that provides for both Board and individual director development, the quantum of this budget item to be determined on an annual basis

4. All directors will be encouraged to undertake the director development courses outlined in the professional development schedule. The Board will pay all costs as determined in the budget

5. The Board will schedule at least one occasion each year when it will undertake professional development in an aspect of its governance role. This may involve hiring a governance specialist to attend a Board meeting or specially arranged session or might be conducted by one or more directors as the result of their own specialist skills or following attendance at a governance-related training session

6. Directors will be encouraged to attend conferences relevant to their role as directors or conferences related to other aspects of their directorship. The Board will consider covering all or some of the costs associated with such attendance on a case by case basis, as per the budget

7. All costs associated with governance effectiveness will be designed to ensure the development of the highest standard of governance including; meeting costs associated with effective communication with owners and other key stakeholders, surveys and associated analysis, focus groups, the costs associated with external audit and other independent third-party reviews or consulting input.

Section 2	The Executive Board
	2.2 Board meeting Dates and Timetable

A schedule of Board meeting dates and schedules is prepared in December each year. This is provided to Board Members in advance in order for them to arrange their calendars accordingly. If Board members are not able to make a meeting, they are required to make their apologies clear to the VACC administration of the association, the President or the Secretary.

Failure to properly advise on absence will not be regarded as an apology, following the meeting.

Attachments	Board Meeting timetable
Links	
Version Control	Version 1 : Created 20 November 2020 Updated: 5 February 2021

2022

VACC Executive Board, Finance & Audit Committee, Investment Committee and Industry Policy Council (IPC) Meeting Dates

Thursday 27-Jan-22	**23-Feb-22**	**23-Mar-22**	**27-Apr-22**	**25-May-22**	**22-Jun-22**	**27-Jul-22**	**24-Aug-22**	**2-Sep-22**	**26-Oct-22**	**23-Nov-22**
Finance & Audit 7.30 - 9am	Finance & Audit 7.30 - 9am	Finance & Audit 8-9.30am	Finance & Audit 7.30 - 9am	Finance & Audit 7.30 - 9 am	Finance & Audit 8-9.30am	Finance & Audit 7.30 - 9am	Finance & Audit 7.30 - 9am		Finance & Audit 7.30 - 9am	Finance & Audit 7.30 - 9am
Exec. Board 9am - 12.30pm	Exec. Board 9am - 12.30pm		Exec. Board 9am - 12.30pm	Exec. Board 9am - 12.30pm		Exec. Board 9am - 12.30pm	Exec. Board 9am - 12.30pm		Exec. Board 9am - 12.30pm	Exec. Board 9am - 12.30pm
Executive Board Lunch 12.30pm - 2.00pm	Executive Board Lunch 12.30pm - 2.00pm		Executive Board Lunch 12.30pm - 2.00pm	Executive Board Lunch 12.30pm - 2.00pm		Executive Board Lunch 12.30pm - 2.00pm	Executive Board Lunch 12.30pm - 2.00pm		Executive Board Lunch 12.30pm - 2.00pm	Executive Board Lunch 12.30pm - 2.00pm
		IPC 2.15 - 5pm *Dinner to follow immediately after the meeting*		IPC 2.15 - 5pm *Dinner to follow immediately after the meeting*			IPC 2.15 - 5.00pm *Dinner to follow immediately after the meeting*			IPC 2.15 - 5pm AGM 5.30 - 6pm *IPC Dinner to follow immediately after the meeting*
	18-Feb-22			**20-May-22**				**9-Sep-22**		**18-Nov-22**
	Investment Committee 8am - 11.30am			Investment Committee 8am - 11.30am				Investment Committee 8am - 11.30am		Investment Committee 8am - 11.30am

Events	**8-Apr-22**	**5-May-22**
	President's Event at the Australian Grand Prix - tbc	VACC Graduation Ceremony

Section 2	The Executive Board
	2.3 At the Board Meeting

Board meetings normally begin early in the morning. It is likely that on the same day as the Board meeting there are other meetings, such as finance or an Industry Policy Council meeting, which you may or may not be part of.

All Board papers are provided electronically via a link on the VACC member website. If a Board Member does not have a device to engage in the Board meetings electronically VACC will provide one.

Board meetings normally take up three or four hours and lunch is normally served after the Board meeting. Often the Board invite a guest to the lunch and this takes the form of an informal discussion on matters pertinent to the industry, the economy, government etc. Board members are encouraged to recommend potential guests for Board meeting lunches as this provides a positive learning and discussions environment for the Board.

More recently Board members have been either attending Board meetings at VACC House or have joined the meeting electronically, and the rules provide for this.

It is expected that Board Members would have read the Board papers to the meeting. Questions and items for clarity can be provided prior to the meeting by contacting the CEO, the Chief Financial Officer or the president.

Attachments	
Links	
Version Control	Version 1 : Created 20 November 2020

Section 2	The Executive Board
	2.3 At the Board Meeting
	2.3.1 Guidelines for Minute Taking

The Victorian Automotive Chamber of Commerce (VACC) provides the following Guidelines for Minute Taking at Committee meetings.

The purpose of producing minutes is to accurately record the decisions made at a meeting. The minutes of a meeting are not a transcript of the discussion or debate during the meeting or the record of an individual's contribution to any agenda item. Key points of a discussion and broad reasons for any decisions made should be included. When taking minutes, the language should be impartial, objective and unemotional.

Any motions put forward should be recorded with the mover and seconder named. The minutes should not record the votes of individuals voting for a motion. However, those voting retain the right to have their dissent of a motion recorded in the minutes.

In general, minutes should not be audio recorded, however, if this is the case, then the audio recording should be destroyed once the minutes are approved and signed by the Chairman.

Below are some points to remember when taking minutes.

<u>What should be included:</u>

1. Name and type of meeting.
2. Place, date and starting time.
3. Who attended, invitees, absences, and any apologies received.
4. Confirmation of a quorum being present.
5. Declaration of any conflicts of interest.
6. Minutes of the previous meeting.
7. A reference to any materials distributed before and during the meeting.
8. Proceedings of the meeting.
9. Motions, including the names of the proposer and the seconder.
10. The name of a dissenter of a motion, where it is requested by that member, at the meeting.
11. Any Action items raised, as well as a separate table of action items, that form an attachment to the minutes.
12. A time notation when attendees leave and/or enter room.
13. Closing time of the meeting.
14. Chair's signature once the minutes have been approved.

What should be excluded:

1. Names of individuals participating in discussions at a meeting, unless it is requested that they be noted at that time.
2. Matters already contained in the board papers.
3. Discussion that is not related to the agenda or raised in 'other business'.
4. Summary of reports of committees.
5. Length of time spent in discussing individual agenda item.
6. Amending the minutes with any events that arise between the board meeting and the review of minutes.

Note: These Guidelines have been informed by materials received from The Associations Forum, AICD and the Governance Institute.

Attachments	
Links	
Version Control	Version 1 : Created 27 October 2021

Section 2	The Executive Board
	2.4 Carried Resolutions Register

A Register of Carried Resolutions has been developed for the purpose of tracking resolutions made by an Executive Board in any given calendar year.

The Register is updated after each Executive Board meeting and available to each Board member for review.

Attachments	
Links	
Version Control	Version 1 : Created 20 November 2020

Section 2	The Executive Board
	2.5 Office Bearer Roles and Responsibilities

Section 24 of the VACC Constitution outlines the responsibilities and roles of the President, Vice President and Secretary of the association. Understanding these requirements is important, both for the respective office bearers and for the board members more broadly. All directors should make themselves familiar with these duties and should respect the relative scope of duties and responsibilities for each role.

In addition to the materials in the VACC Constitution (Rulebook), the Registered Organisations Commission has also provided guidance notes that help describe the expectation of officer roles. These Notes also link to a series of tools that may assist new officers in navigating their new roles.

These guidance notes (*Registered Organisations Guidance Notes - Officer Induction Kit - **GN 006** 30 July 2019.)* can be found by using the ROC Flower at https://www.roc.gov.au/tools-and-resources/the-roc-flower-document-finder

Delegations

The Secretary has many duties to perform in the association many of which are administrative in nature and tied closely to the day to day operations of the association. In practice, it is not always possible for the Secretary to perform all of their official responsibilities due to time or practical constraints. Section 24 d (e) of the VACC Constitution allows for the Secretary to delegate duties to the Chief Executive Officer in order to enable to smooth operations of the association. In practice, this means that the Secretary will attend Executive Board meetings as well as other meetings of the Association where they are able and to sign-off on correspondence and notifications to the Registered Organisations Commission. The Secretary shall preside as Chair of meetings where the President and Vice President are absent and assist the Executive Board on matters relating to the Association.

President

The President generally provides leadership, vision and direction and ensures that business is properly conducted. The President is required to have sound knowledge of the organisation in order to ensure that regulatory requirements are adhered to and that policy is applied correctly.

The President can establish effective procedures within the confines of the rules, delegate responsibilities and supervise the implementation of decisions. The role bears significant responsibility, accountability, governance and authority in accordance with the law and the organisation's rules.

A President's role may incorporate the following:

- Senior leadership role
- Overseeing the operation of the organisation
- Ensuring strong governance, in accordance with the law and the organisation's rules

- Possessing sound knowledge of the organisation, its rules, policies and procedures
- Presiding at meetings, ensuring compliance with policy and procedures
- Representing the organisation externally
- Leading on the resolution of any internal disputes
- Acting within the confines of procedure and policy
- Acting as a signatory

Vice President

The Vice President generally supports and assists the President as well as other officers with their duties to ensure goals are met. They should be conversant with the President's role so that they can assume the duties and responsibilities of the President in their absence. The Vice President works closely with the President to co-ordinate activities, communicate and implement strategic visions, guide committee members and ensure the efficient management of the organisation.

A Vice President's role may incorporate the following:

- Senior leadership role
- Ensuring strong governance, in accordance with the law and the organisation's rules
- Possessing sound knowledge of the organisation, its rules, policies and procedures
- Providing support to the President and other officers
- Assuming the role of President in their absence
- Performing other responsibilities as assigned by the President
- Acting as a signatory

Secretary

The Secretary generally manages administrative functions and leads negotiations. The position is often the main contact point and source of information for members. The Secretary deals with correspondence, maintains records, consults with members and convenes events and meetings. They support the office in the management and application of proper work procedures. They are usually the officer responsible for lodged documents and making declarations on behalf of the organisation.

A Secretary's role may incorporate the following:

- Senior leadership role
- Keeping the register of members
- Ensuring strong governance in accordance with the law and organisation's rules
- Possessing sound knowledge of the organisation, its rules, policies and procedures

- Responsibility for the effective administration of the organisation
- Convening and attends all meetings of the organisation
- Preparing reports, notices and meeting agendas (in consultation with other officers)
- Distributing full and accurate minutes and papers
- Maintaining an up-to-date copy of the rules
- Arranging for information, membership and financial records to be properly kept
- Lodging documents and applications with the Fair Work Commission and the Registered Organisations Commission
- Ensuring all statutory obligations are met
- Leading negotiations
- Acting as a signatory

Attachments	
Links	
Version Control	Version 1 : Created 20 November 2020

Section 2	The Executive Board
	2.6 Board Disclosures of Interests

The purpose of the Conflict of Interest guidelines is to assist Board members to effectively identify, disclose and manage any actual, potential or perceived conflicts of interest in order to protect the integrity of VACC and manage risks.

Board Members should be aware of their obligations to disclose any conflicts of interest that they may have, and to comply with these Guidelines, to ensure they effectively manage those conflicts of interests as representatives of VACC.

These Guidelines apply in addition to any relevant provisions of the VACC Rules.

In addition to observing these Guidelines, Board Members should be aware of, and comply with, the relevant provisions of the Fair Work (Registered Organisations) Act 2009 (Cth) (Act) and other relevant legislation as well as VACC's by-laws and regulations.

If Board Members require further information or clarification regarding any aspect of these Guidelines, they should contact the VACC Chief Executive Officer.

A copy of the Guidelines, and the Conflicts Register, is attached to this document.

Attachments	i. Board Member Conflict of Interest Guidelines ii. Board Member Conflict of Interest Register
Links	
Version Control	Version 1 : Created 20 November 2020

VICTORIAN AUTOMOTIVE CHAMBER OF COMMERCE
BOARD MEMBER CONFLICT OF INTEREST GUIDELINES

1. INTRODUCTION

1.1 The purpose of these guidelines (**Guidelines**) is to assist board members (**Board Members**) of the Victorian Automotive Chamber of Commerce (**VACC**) to effectively identify, disclose and manage any actual, potential or perceived conflicts of interest in order to protect the integrity of VACC and manage risk.

1.2 Board Members should be aware of their obligations to disclose any conflicts of interest that they may have, and to comply with these Guidelines, to ensure they effectively manage those conflicts of interests as representatives of VACC.

1.3 These Guidelines apply in addition to any relevant provisions of the VACC Rules.

1.4 In addition to observing these Guidelines, Board Members should be aware of, and comply with, the relevant provisions of the *Fair Work (Registered Organisations) Act 2009* (Cth) (**Act**) and other relevant legislation as well as VACC's by-laws and regulations.

1.5 If Board Members require further information or clarification regarding any aspect of these Guidelines, they should contact the VACC Chief Executive Officer.

2. DEFINITION OF CONFLICTS OF INTEREST

2.1 A conflict of interest occurs when a person's personal interests conflict with their responsibility to act in the best interests of the organisation. A conflict of interest may be actual, potential or perceived and may be financial or non-financial.

2.2 Personal interests include direct interests (ie held by a Board Member) and indirect interests (ie those of family, friends, or other organisations a Board Member may be involved with or have an interest in).

2.3 Conflicts of interest may arise where a Board Member:

(a) has a financial interest in a matter involving, or in connection with, VACC;

(b) is a shareholder, director, contractor or employee of, or otherwise has a contractual arrangement with, an organisation from which they may benefit (financially or otherwise) and with which VACC also has a contractual arrangement;

(c) holds personal beliefs or values that may influence their impartiality on the VACC Board;

(d) has personal relationships with people within VACC or with whom VACC is dealing that go beyond the level of a professional working relationship;

(e) without restricting individual democratic rights, is involved in party political activities which could affect the ability to represent VACC's interests in a non-partisan way to the community and their elected representatives;

(f) has access to information in their capacity as a Board Member that could be used for personal gain;

(g) participates in outside activities that could adversely affect their ability to act as a Board Member; or

(h) has a duty or loyalty to another organisation that may compete with their duty to act in the best interests of VACC.

2.4 The scenarios described in 2.3 are non-exhaustive. There are numerous other situations which Board Members may encounter in which conflicts of interest arise. Board Members should therefore be mindful of other scenarios where conflicts of interest may arise in their role as Board Members.

2.5 To determine whether a conflict of interest exists, an assessment must be made of the connection between any advantage a Board Member might personally obtain, and the matter relating to VACC. If the Board Member's interest is real or substantial, it must be disclosed (see 3.4).

2.6 These situations present a risk that a Board Member will make a decision based on, or affected by, these influences, rather than in the best interests of VACC. They must therefore be managed accordingly.

3. OBLIGATIONS OF DISCLOSURE

3.1 It is the policy of VACC, as well as a responsibility of the Executive Board, that ethical, legal, financial or other conflicts of interest be avoided and that any such conflicts (where they do arise) do not conflict with the obligations to VACC.

3.2 Where there is a conflict of interest that cannot be avoided, it must be identified, disclosed and managed in accordance with these Guidelines.

3.3 All Board Members must be aware of the disclosure requirements under the Act. Particularly those requiring Board Members to disclose material personal interests and remuneration.

Material Personal Interest

3.4 Subject to 3.5, Board Members must disclose to the Executive Board:

(a) any material personal interest that they may have in a matter relating to the affairs of VACC[1]; and

(b) any other interest in a matter relating to the affairs of VACC, which may give rise to, or be perceived to give rise to, a real or substantial possibility of conflict.

3.5 A Board Member does not need to disclose an interest under 3.4 if they have given a standing notice to VACC in accordance with 3.7 or the interest:

(a) arises because the Board Member is a member or representative of an organisation or branch and the interest is held in common with other members;

(b) arises in relation to the Board Member's remuneration as a Board Member; or

[1] Section 293C(2) of the Act.

(c) relates to a contract VACC is proposing to enter into that is subject to approval by VACC members and will not impose any obligation on VACC if it is not approved by the members; or

(d) is in a contract, or proposed contract, with, for the benefit of, or on behalf of, a related party of the VACC that is a body corporate and arises merely because the Board Member is on the board of the related party.

3.6 A disclosure of a material personal interest must be made as soon as practicable after the interest is acquired or as a standing notice and provide details of:

(a) the nature and extent of the interest; and

(b) the relation of the interest to the affairs of VACC; and

(c) be made either at a meeting of the Executive Board (either orally or in writing) or to the members of the Executive Board individually in writing.

Remuneration

3.7 Board Members must also disclose in writing to VACC (either immediately or as a standing disclosure) any remuneration[2] paid to them:

(a) because they are a member of a board, if:

(i) they are a member of the board only because they are an officer of VACC; or

(ii) they were nominated for the position of member of the board by the organisation, a branch of the organisation or a peak council; or

(b) by a related party[3] of VACC in connection with the Board Member's duties as a Board Member,

as soon as practicable after the remuneration is paid.[4]

4. CONFLICTS REGISTER

4.1 The Secretary will maintain a register of Board Member's disclosed interests including any actual, potential or perceived conflict of interests (**Register**).

4.2 Board Members must advise the Secretary of any changes to their disclosures as soon as practicable after any change.

4.3 The most recent version of the Register will be tabled at each Executive Board meeting for noting by the Executive Board.

5. MANAGING CONFLICTS OF INTEREST

5.1 VACC will manage conflicts of interest by requiring Board Members to:

(a) disclose all employment and directorships prior to appointment;

[2] Remuneration is defined in s 6 of the Act to include pay, wages, salary, fees, allowances, leave, benefits or other entitlements, but does not include a non-cash benefit.
[3] As defined in section 9B of the Act.
[4] Section 293B(1) of the Act.

(b) avoid conflicts of interest where possible;

(c) identify and disclose any conflicts of interest;

(d) carefully manage any conflicts of interest; and

(e) follow these Guidelines and respond to any non-compliance.

5.2 Where a conflict of interest has been disclosed in accordance with these Guidelines, the Executive Board (excluding the Board Member(s) who has made the disclosure) will decide whether or not the conflicted Board Member(s) can, in respect of a matter deliberated in an Executive Board meeting (**Relevant Matter**):

(a) vote on the Relevant Matter;

(b) participate in any debate; or

(c) be present in the room during the debate and voting.

5.3 Any decision under 5.2 requires a simple majority of the Executive Board (excluding any conflicted Board Member) who are present and voting at the relevant meeting. The action and result of any vote on the Relevant Matter will be recorded in the minutes of the meeting and in the Register.

6. COMPLIANCE WITH THESE GUIDELINES

6.1 All Board Members have a responsibility to comply with these Guidelines.

6.2 If a person suspects a Board Member has failed to disclose a conflict of interest, they should report the circumstances to the Secretary, or in the case the Secretary is not the appropriate person, the Chief Executive Officer.

6.3 If the Executive Board has reason to believe that a Board Member has failed to comply with these Guidelines, it will investigate the circumstances. If VACC finds that the Board Member has failed to disclose a conflict of interest, the Executive Board may take appropriate action against them.

VICTORIAN AUTOMOTIVE CHAMBER OF COMMERCE

OFFICER CONFLICT OF INTEREST REGISTER

Standing Disclosures

Made by (Name)	Nature of Disclosure	From	To

VICTORIAN AUTOMOTIVE CHAMBER OF COMMERCE OFFICER CONFLICT OF INTEREST REGISTER

Other Disclosures

Made by (Name)	Nature of Disclosure	Date of Meeting	Related to item no. in the Agenda	Date Entered

Section 2	The Executive Board
	2.7 Material Personal Interest

'Material personal interest' is not defined in the RO Act, but the same concept is used in the Corporations Act, and therefore the following principles are likely to apply.

'Material' means matters that may influence an officer's consideration of a matter relevant to the organisation, including influencing how an officer may vote on an issue determined by the Committee of Management.

A 'personal interest' does not have to be financial – for example, it might arise from cultural or social interests which might influence the officer in considering some matters relevant to the organisation. A 'personal interest' does not need to be held by the officer directly – for example, where an officer's relative will benefit from a matter relevant to the organisation, this may amount to a material personal interest of the officer if it could influence the officer's consideration of the matter. An interest which does not give rise to a 'real [and] sensible possibility of conflict' of interest on the part of an officer would not be a material personal interest. An assessment must be made of the connection between any advantage an officer might personally obtain, and the matter relating to the organisation or branch. If the officer's interest is real or substantial, it must be disclosed.

A disclosing officer should consider the following questions regarding any possible material personal interest:

Step 1	Step 2	Step 3	Step 4
Does this affect me personally?	Does it affect someone I know?	Is the connection close enough or important enough to influence me?	Could the interest give rise to a real and sensible possibility of conflict?
No – Go to Ste 2 **Yes – Go to Step 3**	**No – no material personal interest** **Yes – go to Step 3**	**No – go to Step 4** **Yes – likely material personal interest**	**No – no material personal interest** **Yes – likely material personal interest**

*Reference: Registered organisations Commission: GN 013 / 3 DECEMBER 2019

Attachments	
Links	
Version Control	Version 1 : Created 20 November 2020

Section 2	The Executive Board
	2.8 Executive Board Benefits

Each Board member is remunerated according to their role on the Board and any additional duties they may perform in the Chairing Board Committees.

For more information on remuneration for Board members please contact the VACC Secretary.

Attachments	
Links	
Version Control	Version 1 : Created 21 Mach 2022

Section 2	The Executive Board
	2.9 Travel Policy

From time to time Board members will be required to travel on behalf of the Association.

The attached travel policy provides guidelines around expenditure and allowances in relation to travel where the travel is related to bona fide business activity associated with the function of the Board member.

Attachments	VACC Policy – Business Travel, Accommodation, Meals, Entertainment and Staff Recognition
Links	
Version Control	Version 1 : Created 21 March 2022

Victorian Automotive Chamber of Commerce

Policy – Business Travel, Accommodation, Meals, Entertainment and Staff Recognition

1. Purpose

1.1. The purpose of this policy is to provide staff and VACC officers (officers) the requirements in relation to business travel, accommodation, meals entertainment and staff recognition whether local, intrastate, interstate or overseas.

1.2. The policy provides guidelines around expenditure and allowances in relation to these areas where the situation is related to bona fide business activity associated with the job function of the staff member or officer.

2. Scope

2.1. This policy applies to all employees, casuals, contractors (staff) and officers.

2.2. This policy may not apply in terms of travel, accommodation or meals where the travel is associated with a tendered program which specifically provides policy and a budget for travel, accommodation and meals. Staff are to be aware of the particulars of the budget that relates to individually contracted projects and specifically travel, meal and entertainment budgets, and any contracted rules that may apply to these. There is a requirement to provide all GST tax invoices and receipts as part of project tracking or VACC documentation.

3. Policy statement

3.1. Staff and officers who are required to travel or provide for entertainment on behalf of the organisation will be responsible for ensuring that the requirements stipulated within this policy are adhered to and all corresponding tax invoices and receipts are provided to the Finance Department with appropriate departmental cost centre coding.

3.2. Staff and officers are expected to follow the requirements stated within this policy with regard to any travel-related expenditure including; flights, accommodation, car hire, transfers, meals and entertainment. Fair and reasonable departure from these requirements may be approved by executive leadership team (ELT) management, CEO or Chairman as appropriate.

3.3. Staff and officer safety and wellbeing i.e. fatigue and security as well as value for money are the overarching considerations when booking accommodation, flights and hire cars. When booking travel, management make decisions based on an impartial consideration of the fares available and length of journey and not on a personal preference for a particular airline or aircraft type, access to Loyalty Club Lounges or accumulating airline reward and loyalty points.

4. Principles

4.1. Approval to travel

4.1.1. For staff, approval to travel, including the booking of flights and accommodation, may only be granted by the ELT Manager of the department.

4.1.2. In the absence of the ELT Manager, approval is required from the CEO.

4.1.3. Where travel and accommodation is required by an officer these arrangements may be approved by the CEO or Chairman.

4.1.4. Travel Insurance is provided by VACC.

4.2. Booking of flights

4.2.1. Staff should book air travel in economy class when travelling within Australia. Board members and Chairmen of Executive Committees may travel business class. The CEO, ELT Manager and Industry Policy Advisors, when travelling with their Chairman, may also travel business class.

Approval from the relevant ELT Manager is required for all other staff requests to travel business class.

4.2.2. Where staff are required to fly for more than 4 hours actual air time (from scheduled flight departure point to scheduled arrival point including connections, but not local time differences), the ELT Manager may approve the booking of business class travel.

4.2.3. Staff should book flights in advance to obtain discounted rates where possible.

4.2.4. Flexible fares should only be purchased for urgent or pressing business requirements on outbound flights and may be purchased on return flights.

4.2.5. Flight bookings should be made utilising a corporate credit card, or through a designated booking agent. Where staff do not have access to a corporate credit card, they should use their manager's corporate credit card. If these are unavailable, staff will be required to complete a Form: Approval of VACC Expenditure (purchase requisition) and include tax invoices, receipts and boarding passes for the purchased tickets in order to obtain reimbursement. Reimbursement of flights will not be made through petty cash and will only be available through EFT.

4.2.6. Airport valet parking is not to be used by staff without prior approval from their ELT Manager except when:

(a) when constraints indicate the loss of a flight is imminent
(b) where a person's physical mobility is limited.

Officers may use Valet Parking.

4.2.7. Overseas travel must be approved by the CEO where it is not included in departmental budgets. Staff wishing to travel overseas must obtain all required documentation including a valid passport before travelling.

The purchase or renewal of passports is the responsibility of the staff member or officer. Where visas and medical inoculations are required for business travel the cost of these will be met by VACC.

4.2.8. International travel (except New Zealand) undertaken by officers or the CEO must be approved by the Board. Where timelines do not allow for Board approval the Chairman of the Board may approve the travel.

4.2.9. Where a senior staff member is required to undertake significant travel to fulfil their role, VACC (with CEO approval) will provide Club Lounge membership.

4.2.10. Officers may request Club Lounge membership.

4.3 Hotel accommodation

4.3.1 All accommodation booked should be in a safe and suitable location, where consideration is given to; proximity to the area of business and/or relevant amenities, reception check-in / out open times, security of the traveller and their belongings.

4.3.2 Refer to the Appendix A for accommodation rate guidelines.

4.3.3 Hotel laundry services may be used when staff and officers are travelling where:

(a) Where a business trip is more than two nights.

(b) The itinerary of the trip does not have enough time between travel for laundry to be undertaken by the traveller.

4.4 Travel costs

4.4.1 Staff who do not have access to a corporate credit card may apply for a financial advance to cover accommodation expenses prior to their trip. The advance must be substantiated upon return by the provision of appropriate tax receipts. Where possible, additional flights, hotels including breakfasts should be booked and pre-paid.

4.4.2 Where a staff member incurs claimable expenses associated with intrastate or interstate travel, reasonable expenses will be approved (refer Appendix A and B).

Where overnight stays are required, reasonable dinner, breakfast, and /or lunch expenses are claimable. All receipts must be attached to the Form: Approval of VACC Expenditure (purchase requisition) and processed accordingly. Where credit cards have been used the monthly statements must be attached to the staff member's credit card reconciliation for their Manager's approval. Ask your Manager for advice on processing.

Refer to Appendix A for the meal expenses rate guide.

4.4.3 Personal expenses are not claimable from VACC.

A comprehensive list of reimbursable / non-reimbursable expenses can be found in Appendix B.

4.5 Business entertainment

4.5.1 Business entertainment is allowed where it includes a bona fide business discussion or relationship meeting with staff, officers, members, customers or other clients.

4.5.2 Business entertainment provides for reasonable budgeted expenses on, but not limited to, meals and alcohol / beverages and events. Appropriate financial discretion is required on the expenditure on each occasion. Refer to Appendix A.

4.5.3 Where entertainment at events is undertaken, this must form part of the departmental budget. Staff must refer to their ELT Manager to ensure alignment to relevant budgets. Officers must refer to the Board or Chairman.

4.5.4 Staff and officers should use their business judgement and common sense when selecting venues and activities for business meetings and entertainment. Inappropriate venues are not allowed and will not be reimbursed.

4.5.5 VACC requires discretion when ordering and providing guests with alcohol in line with responsible service of alcohol.

4.5.5 If the staff member, or an officer is dining with others for business or VACC purposes, the meal and related expenses incurred are logged as "business entertainment," and not "meals." Business entertainment expenses require additional explanation on the Form: Approval of VACC Expenditure (purchase requisition). The expense reporting will include date, names of all attendees, titles, and companies, as well as the business purpose. The most senior staff member present should pay all business entertainment expenses to capture the whole event and not split the expense over different cards.

5. Staff recognition

5.1. Staff recognition and reward is an important component of VACC's People and Culture strategy. Managers may provide opportunities for staff to come together to recognise individual or group outcomes. Where this involves company paid business entertainment, food or alcohol / beverages the following should be used as a guide:

5.2.1 Meetings with groups of staff that include food, alcohol/ beverages should have a clear business / staff engagement purpose.

5.2.2 Managers must have this expenditure stated in their budget for that year which is approved by the Board.

5.2.3 Activities outside of these may only be approved by the CEO.

6. Documentation

6.1 Where expenses are incurred on a corporate credit card all receipts and tax invoices must be reconciled against the Form: Approval of VACC Expenditure (purchase requisition) and approved by the appropriate Manager and forwarded to the Finance Department within the required timeframes.

6.2 Where out of pocket expenses are incurred and are reimbursable items, the Form: Approval of VACC Expenditure (purchase requisition) must be completed and approved by your manager and forwarded to the Finance Department within the required timeframes.

7. Inappropriate usage of VACC funds

7.1 Where a staff member or officer is suspected of using VACC funds inappropriately the matter will be investigated and managed under the Policy – Disciplinary. Matters substantiated may proceed through a formal warning process, any serious misconduct may result in termination of employment.

Appendix A

These allowances are provided as a guide. Staff and officers should seek to work within these parameters.

Entertainment, Meals, Beverages Travel	Allowance (excluding GST)
Meals / Beverages (travelling alone)	
Daily travel intrastate or interstate (home at night) 2 x meals/ beverages (non-alcoholic) **Does not apply to field staff for intrastate travel*	AU$60
Overnight intrastate or interstate. 3 x meals / beverages may include max. 2 x alcoholic beverages post duty hours.	AU$120
Overnight Overseas. 3 x meals / beverages may include max 2 x alcoholic beverages post duty hours.	AU$130
Accommodation	
Australia per night.	AU$250
Overseas per night.	AU$300
Flights	
Domestic airline travel (including trans - Tasman). Refer to Policy clause on discount and flexible fare structures.	Economy.
Domestic airline travel. Refer to Policy clause on discount and flexible fare structures	Business Approved by the relevant ELT Manager
Domestic airline travel (including trans-Tasman) Business Class may be accommodated for officers. Where the Industry Policy Advisors, ELT Manager or CEO travels with an officer, they may also travel business class.	Business

International airline travel not including trans – Tasman. (Refer to Policy clause 4.2.1 to over-ride trans-Tasman)	Business
Business Entertainment	
Where VACC is hosting 'drinks only' for staff / member / client / officers etc. and it is bona fide business entertainment.	Responsible service of alcohol is to be observed. Snacks should also be provided.
Where VACC is hosting business entertainment (meal / alcohol and / or event) for staff / members /clients / officers etc. in relation to bona fide business.	Careful consideration needs to be given to the appropriateness of the venue and price relative to business value. Inappropriate event venues will never be reimbursed. Entertainment must be budgeted for and coded the appropriate departmental cost center.

Appendix B

The following are to be used as guide.

Staff and officers will be reimbursed for the following miscellaneous expenses incurred:

- business office expenses (copy services, overnight delivery/postage, Broadband access)
- business and personal phone calls, although in most circumstances the business mobile phone is to be used
- newspapers
- conference fees (include registration form with expense report)
- currency conversion fees
- laundry or dry-cleaning services for travel of two nights or less or where itinerary prevents traveller from doing it themselves
- mini bar per day – water, max. 2 x alcoholic beverages (if not already used in meal allowance), up to 1 x snack and 1 x in-room movie
- room service – as per meal allowance
- fuel for hire cars
- ground transportation (car rental, taxi, bus, trains etc.)
- laundry/dry cleaning/suit pressing for trips of two nights or more or where itinerary prevents staff member making other arrangements
- parking and tolls
- VISA/consulate fees
- Overseas inoculations for the specific business district

Staff and officers travelling <u>will not be reimbursed</u> for the following miscellaneous expenses:

- passport
- auto repairs / tune-ups to personal vehicles
- baby-sitting / child minding services
- barbers and hairdressers
- clothing or toiletry items
- any expenses related to vacation/personal days taken before, during, or after a business trip

- laundry or dry-cleaning services for travel of one night or less
- lost baggage beyond limits of Airline/VACC insurance
- loss of cash advance money or airline tickets/see above
- loss or theft of personal funds or property/see above
- magazines, books, personal reading materials
- medical expenses while travelling (any work-related medical expenses will be a matter for travel insurance or workers compensation)
- mini-bar items above those stipulated
- "no-show" charges for hotel or car service (unless legitimate validation is provided)
- parking infringements or traffic violations
- personal accident insurance
- personal entertainment, including entrance fees, movies, shows and sports events
- personal property insurance
- rental car upgrades
- souvenirs or personal gifts
- interest charges on personal credit cards

Section 2	The Executive Board
	2.10 Board Member Insurance

VACC understands board members bring a range of capabilities and experience to the board. For many VACC members their time on the Board is seen as an opportunity to give something back to the industry and to further the role of the VACC.

Having reasonable protections for Board members is provided by VACC so that Board members do not feel unfairly exposed as they carry out their VACC board duties. The table below provides a summary of VACC's 20/21 Insurance program and this is reviewed annually.

Travel insurance is also maintained where required, however in times such as COVID, where travel is not undertaken by Board members, over a prolonged period, travel insurance will be suspended, and reinitiated as travel requirements return.

Policy	Coverage Commentary
Management Liability	Provides protection to the Board Directors against financial losses and defence expenses in the event they are alleged to have not met their duties. $10M limit of liability for Directors and Officers Liability Coverage. There are various sub-limits of liability under the policy for expenses involved in the defending of these claims. Subject to the full terms and conditions of the policy.
Journey Injury	Provides protection for employees if they are injured whilst travelling between their place of work and home. This includes the President, Executive Management, Board Members and Divisional Committee Members in the course of their Professional Duties representing VACC. The entitlements vary in accordance with the category of employee in the form of weekly pre-disability earnings up to a 104 weeks of benefit. Subject to the full terms and conditions of the policy.

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Section 2	The Executive Board
	2.11 Contact Lists
	2.11.1 Executive Board

Board Members	Contact Details
	Mark Awramenko Highton Automotive Services 96 Barrabool Road HIGHTON VIC 3216 P: (03) 5243-2169 M: 0417 337 624 E: mark@hightonautomotive.com.au
	Paul Bertoli Bertoli's Agricultural and Industrial 198-200 Numurkah Road SHEPPARTON VIC 3632 P: (03) 5821-3299 M: 0428 575 049 E: Paul.Bertoli@Bertolis.com.au
	Craig Beruldsen Mel Schmidt Panels 426 Benetook Avenue MILDURA VIC 3500 P: (03) 5023 4149 M: 0418 117 536 E: craig@melschmidt.com.au
	Fury Bortolotto Shell Diamond Creek Cnr Chute & Diamond Street DIAMOND CREEK VIC 3089 P: (03) 9438-1053 M: 0408 557 618 E: fury@shelldc.com.au

	John Buskes A1 Motorcycles 56 Maroondah Highway RINGWOOD VIC 3134 P: (03) 9870 2222 M: 0425 749 778 E: john@a1motorcycles.com.au
	Michael Grubb Specialist Auto Group 287 Liverpool Street HOBART TAS 7000 P: (03) 6231-2541 M: 0418 121 240 E: mgrubb@specialistauto.com.au
	Chris Hummer Dynamic Wheel Co Pty Ltd 82 Vision St DANDENONG SOUTH VIC 3175 P: (03) 9763-6300 M: 0418 348 696 E: ChrisH@dynamicwheelco.com.au
	Trevor Parkes Parkes Body Works 71 Westminster Road Oakleigh Vic 3166 P: (03) 9563 2222 M: 0418 374 838 E: parkes@parkesbodyworks.com
	Tony Sanchez ALS Automotive 169 Gladstone Street SOUTH MELBOURNE VIC 3205 P: (03) 9690-3872 M: 0407 970 870 E: als.auto@bigpond.net.au

Attachments	
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Section 2	The Executive Board
	2.11 Contact Lists
	2.11.2 Divisional Committee and IPC Chairs and Vice-Chairs

CHAIR, VICE CHAIR AND INDUSTRY POLICY REPRESENTATIVES 2022				
	Chair	**Vice Chair**	**IPC Representative 1**	**IPC Representative 2**
ADRD	Wayne Alway	Dale Imlach	Wayne Alway	Dale Imlach
AED	Paul Beck	Martin Sanchez	Paul Beck	Tony Sanchez
ARD	Frank Grocl	Joe Brogno	Frank Grocl	Joe Brogno
BRD	Carly Ruggeri	Bryce Marks	Deborah Stephens	Michelle Ferbrache
CVIA	Allan Bartlett	Robert Parisi	Michelle Sellars	Eddie Van Den Berg
ERRD	Eddie Woods	Antony Pearse	Eddie Wood	Antony Pearse
FIMDA	Paul Bertoli	Brendan Caffery	Paul Bertoli	Brendan Caffery
General	Brett Longhurst	David Mcleod	Mario Balen	-
MID	Donald Brown	John Buskes	John Buskes	Sam Gravette
SSCSD	Des Brown	Aslam Kazi	Fury Bortolotto	Trevor Dance
Tasmania	Michael Grubb	Terry Bienefelt	Michael Grubb	*Vacancy*
TOD	Ken Eagle	Linda Mavro	Frank D'Andrea	Craig Beruldsen
UCTD	Peter Savige	Srecko Lorbek	Srecko Lorbek	Rob Parisi
VADA	Sid Cetindag	Nick Strauss	Nick Strauss	Emma De Ruiter
VTDA	Terry Paget	Chris Hummer	Terry Paget	Chris Hummer

Updated 29 September 2020

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Section 2	The Executive Board
	2.12 Honorary Office Bearers Expense Claims (HOBEC)

VACC is a not-for-profit industry organisation where all operating costs are carefully budgeted for each financial year.

VACC recognises and values generous services provided by Honorary Office Bearers (HOBs) in relation to VACC duties.

HOBs are those current financial members elected to represent VACC members on a Divisional Executive Committee, the Industry Policy Council or Executive Board.

This policy covers travel and accommodation expenses undertaken by current financial HOBs. However, to minimise the cost associated with travel, VACC seeks the assistance of HOBs to responsibly control costs as effectively as possible.

Accommodation

1. The HOB is entitled to accommodation where they travel more than 100kms (one way) to attend a meeting in the capacity of an elected officer at VACC House, where their attendance is required either early in the morning (commencing before 10.00am), or where a scheduled meeting extends late into the evening (ends after 9.00pm).
2. VACC has a corporate arrangement with a local hotel (View Melbourne*) where members are directed to stay. When members stay at that designated hotel, VACC will cover the stay at the agreed corporate rate.
3. HOBs are entitled to a hot breakfast when staying overnight. HOBs are entitled to park at the hotel at VACC expense. VACC will not cover any other expenses, including mini bar expenses, except for water.
4. Where there are exceptional circumstances and the HOB stays at a different hotel and incurs costs directly, VACC will reimburse the HOB at the corporate rate struck for VACC's designated hotel. For a HOB to be reimbursed, the HOBEC Expense Claim form must be completed, and relevant Tax Invoices/receipts attached.
5. HOBs with disability requirements may make an application to the Chief Executive Officer for a variation to this policy to accommodate specific needs. A medical certificate to verify a disability may be required.
6. HOBs required to travel interstate or intrastate will have their accommodation organised and paid for by VACC staff.
7. Where the HOB fails to show at the reserved hotel and VACC incurs the cost for the accommodation, the HOB may be required to reimburse VACC for the expense.

Travel bookings

1. VACC will manage air travel arrangements relevant to VACC duties, and all travel by air must be authorised through the relevant General Manager or Chief Executive Officer.
2. Air travel will be economy class unless otherwise approved. The exceptional circumstances warranting travel in business class, or other than economy, must be approved by the Chief Executive Officer.

Events by invitation

1. VACC arranges various events during the year in which HOBs receive invitations.
2. Attendance at invited dinners, presentations or celebrations are not mandatory elected officer duties, therefore this HOBEC policy does not apply.

Use of the HOBEC form

1. For a HOB to be reimbursed, the HOBEC Expense Claim form must be completed, and relevant Tax Invoices/receipts attached.

Attachments	Honorary Office Bearer Expense Claim (HOBEC) Form
Links	
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Honorary Office Bearer Expense Claim (HOBEC) Form

Honorary Officer Name: .....

Business Address: .....

Email: .....

Meeting: .....Date: .....

Reimbursement of Approved Expense	**Cost $**	**Details**
Parking		
E-tag		
Taxi		From: To:
Air fare		
Accommodation		
Private vehicle mileage @ 72¢ per km*		*kms (for round trip if applicable)*

**Tax Invoices/receipts are not required when claiming the private vehicle mileage allowance.*

BSB number: ..... Bank Account number: .....

I confirm that the above expenses were incurred by me in my duties as an elected Honorary Office Bearer while attending required VACC business.

....

Signature Date

For assistance with completing this form, refer to the Policy for Honorary Office Bearers Expense Claims and attach relevant Tax Invoices/receipts.

Office Use Only

Reviewed & approved by VACC Manager (Name): .....

Date: ..... *Signature: .....*

Payment Allocation	**Codes**	**Amount**
HOBEC Travel	6262-	$
HOBEC Accommodation	6261-	$
Account Name		$
GST - Input Tax Credits	0241-01	$
Total		$

Section 2	The Executive Board
	2.13 Confidentiality at Board Meetings

Board confidentiality is important. It encourages open and frank discussion at meetings, helps facilitate the development of vision and the implementation of an effective strategy to achieve that vision, and protects information that is confidential, personal, or relates to employment, commercial or legal matters.

Board members must keep confidential all information pertaining to matters dealt with by the Board. This includes board meeting minutes, agendas, reports to the Board and associated documents, and information contained in those documents.

The obligation to maintain confidentiality continues to apply even after a person has left the Board.

Maintaining confidentiality, as a general rule, will also help ensure observance by Board members of the following legal duty:

> *A person who obtains information because they are, or have been, a member of the Board must not improperly use the information to:*
>
> - *gain an advantage for themselves or someone else; or*
> - *cause detriment to the organisation.*

If a request is made for access to one or more Board Papers, the Board may on a case by case basis resolve to provide access to the document/s. In considering this request, the Board will have regard to:

- the importance of maintaining confidentiality to facilitate effective board meetings;
- the importance of complying with the law – including privacy law - and recognising that the law sometimes creates duties to disclose or protect information;
- whether the person requesting the document is a member, and the important role of members in holding the Board accountable; and
- the need to be consistent in the way that documents are treated, and the consequence of establishing any precedents or expectations.

Nothing in this direction is intended to prevent the Board from seeking confidential legal, accounting, financial or other expert advice from independent professionals to assist the Board in carrying out its functions.

Any person [such as CEO, CFO or Secretary] who is not a member of the Board but is present at a Board meeting (or part of a meeting) must maintain in confidence all information obtained as a result of their participation in the meeting.

Board Papers means all written communications to Board member/s including without limitation monthly/quarterly board papers, submissions, minutes, letters, memoranda, board committee and sub-committee papers and copies of other documents referred to in any of the abovementioned documents made available to the Board member as a Board member during his or her time in office.

Requests for access to Board Papers should be made to the Secretary who should include consideration of the request as an item on the Board agenda.

Source //communitydirectors.com.au/tools-resources/policy-bank (2021)

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Section 2	The Executive Board
	2.14 VACC Organisation Chart

A key role of the Bord is to make decision for the betterment of the VACC and its members, and to do this, it is important Board members have a competent understanding of the key roles of the different VACC service areas.

Attachments	VACC Organisation Chart
Links	
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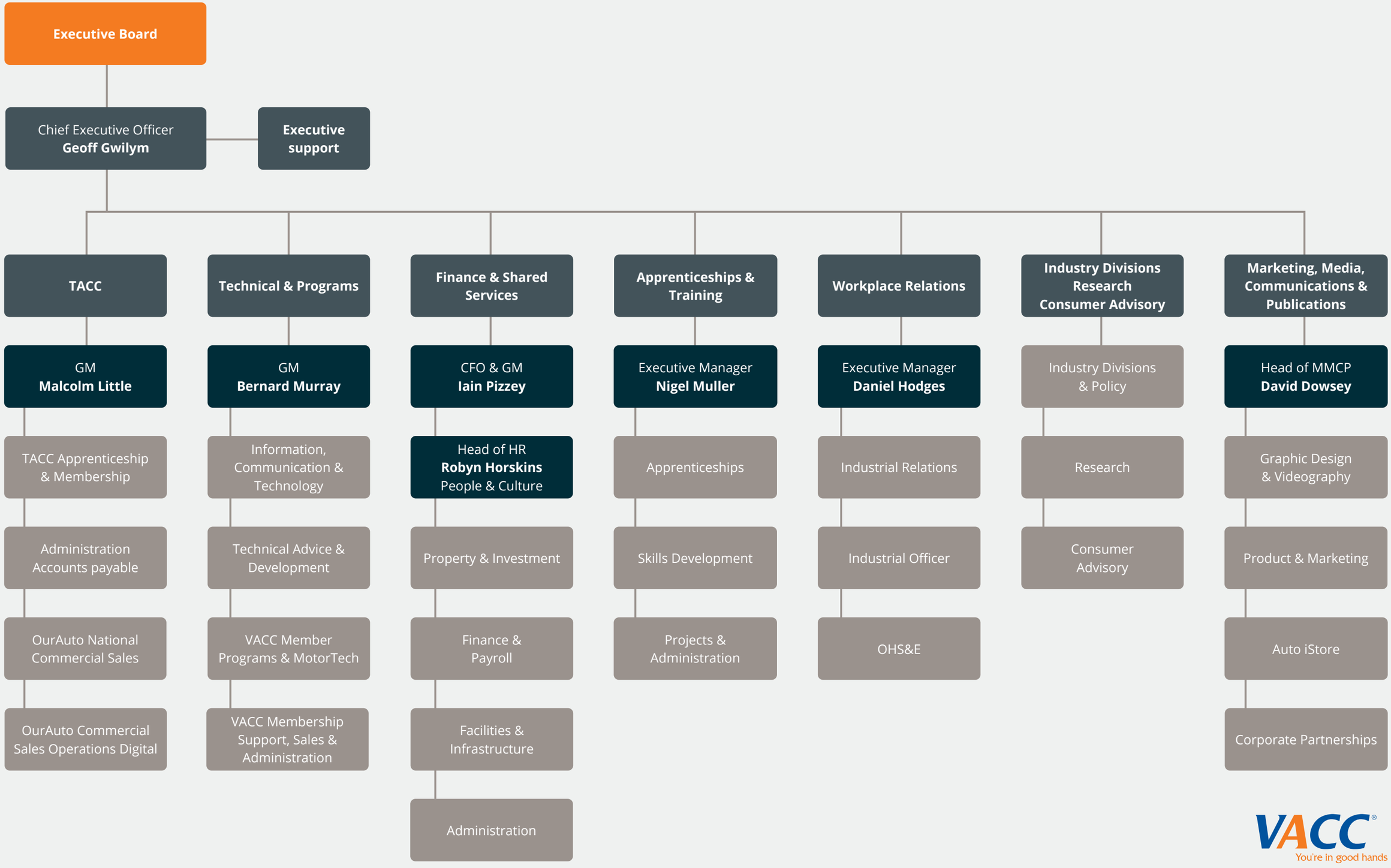
VACC ORGANISATIONAL CHART



VACC
You're in good hands

Section 3	Strategic Planning
	3.1 Strategic Planning – Processes and Outcomes

VACC strategic planning is undertaken to help provide direction and forecast for the association. Driven by Board and senior management inputs.

The most recent strategic planning workshop held on 21 September 2019 provided a collective environment for the discussion of challenges and opportunities that were likely to appear over the following year, and with a view to establishing key action areas for change.

The table below identifies high level actions that emanated from the workshop. Many of these actions are partly operation in form and will be picked up through departmental managers work. Others will require further discussions before they are acted upon.

High Level Action Areas

Focus areas		What needs to be done?	Timelines	Responsibility	Budget and resourcing impacts/opportunities
1	Membership fees and structures	Management to provide differing potential models for membership. Modeling needs to consider opportunities and risks.	Modeling to be completed by November 2019.	General Manager Membership	No budget or resourcing impacts during the modeling process.
2	Transitioning Technical Services	Haynes contract has been signed 29 September 2019. New website for product currently in development. Materials being developed for field sales team to begin promoting product to members.	First 12 months in test phase and beginning to transition current tech center members over to the new product and to a new fee structure.	General Manager Technical Manager Marketing and Communications	Roll-out costs already integrated in technical departmental budget. Additional costs may be required in sales depending on uptake levels.

Focus areas		What needs to be done actions	Timelines	Responsibility	Budget and resourcing impacts/opportunities
3	Divisional engagement strategies - digital	Creation of methods through which Division members can engage across digital platforms. Closed chat and trade forums are preferred as these encourage member to member dialogue	Test Divisional chat and trade sites to go live in November	Manager Marketing and Communications. Leader Industry Policy Advisors Industry Policy Advisors	Minimal budget and resourcing impacts at this stage as the work will be undertaken within existing budgets and staffing.
4	Accreditation	Re-build, re-brand and roll out new VACC Divisional accreditation.	Develop new draft accreditation model- end 2019 Prepare materials and roll-out for mid 2020 Measure and report back on take up rates. Monthly after roll-out.	CEO Divisional Chairs Industry Policy Advisors	Unbudgeted 200k required in the first year and 100k in the second year. There is an option to hold off expenditure until the new financial year. Costs for signage re design will need to be met. A digital platform and a Learning Management System (LMS) may be required. The LMS would likely be in the order of 20k annually. Comms strategy will be achieved in the existing budget. To achieve positive conversions from the current accreditation scheme to a new one will require face-to-face meetings with individual members.
5	Building transitions	Maintain established work and build plan for new building. Explore transitioning VACC staff onto other floors to clear a way for a tenancy in the building. Maintain on-going dialogue with staff on building developments.	Plans still focused on gaining entry to the new building in mid-2021. Immediately. On-going.	CEO CFO Head, Human Resources	Planning and resourcing impacts are reflected in the budget for the building project.

Focus areas		What needs to be done?	Timelines	Responsibility	Budget and resourcing impacts/opportunities
6	Business startup builder kit	Develop easy-to-use information maps to assist in the setting up of an automotive business (and becoming a VACC member). Develop marketing strategy.	Feb 2020 Jan 2020	CEO IPAs Manager Marketing and Communications.	Moderate consulting fees for business maps build. Marketing costs should be minimal and within existing budgets.
7	Continue to evaluate Commercial	Ongoing evaluation of OurAuto financial performance and its capacity to meet its short and longer-term objectives.	On-going	CEO	The evaluation processes have no budgeting or resource ramifications.
8	Reduce draw-down from Capital Fund	Maintain a focus on drawdowns as part of the budget process. Seek organisation efficiencies where they can be achieved. Seek efficiencies in member service delivery where they are viable.	In budgeting process. On-going. On-going.	Board members and all senior managers.	Budget impacts are minimised if a 5 per cent or less draw down on the Capital Fund is maintained.
9	Competition and acquisitions	Maintain an oversight of competition amongst other associations. Consider where collaboration between competitors may be beneficial to VACC members. Remain open minded around mergers and acquisitions, in associations and commercial operations at VACC.	On-going Establish any potential Capricorn alliances within 12 months. Confirm potential to generate national MTA commercial alliance - March 2020.	CEO, Board members as appropriate.	Nil resourcing or budget implications at the analysis stage.

Section 3	Strategic Planning
	3.2 Typical Strategic Planning Process at VACC

Planning and building on the current organisational Goals

Strategic planning provides a process and framework for organisations to plan their key actions for the coming year and to support the longer term objectives of the organisation. The culmination of a planning activity should assist VACC in:

a) The identification of key forces that will influence the industry in the coming year and the degree to which this will impact or demand change in the types of services required from VACC.

b) Creating a direction and a heightened focus for the organisations activities that create member benefits.

c) Providing an awareness to managers, staff and members around the common objectives that we are working towards.

d) Articulating a framework through which the organisations strategic performance can be monitored and measured.

e) Enabling staff to see where their efforts add to the strategic objectives and development of the organisation.

The VACC planning processes are assisted in this task as its key objectives are clearly articulated through its constitution and further manifest in the vision and mission statements. These are:

It is these more aspirational objectives that form the basis for this strategic planning process and it is through creating actions around these that the organisation has the capacity to shape and excel in the services that it provides to its members.

It is anticipated that this planning process will provide a coherent strategy for the year ahead and will build towards the longer term objectives of the organisation. The current Goals of the organisation are:

- Be an efficient and effective employer association capable of meeting the legitimate business needs of members.
- Seek to raise its public profile in order to effectively promote members' business interests with consumers, governments and regulators.
- Be recognised as an independent and legitimate employer organisation voicing the interest of the motor industry.
- Monitor industry trends and take appropriate actions in order to assist members respond to change.
- Continuously seek to shape the future direction of the automotive industry.

- Exploit relevant information technology and technical solutions for the benefit of the organisation and members.
- Increasingly become a national provider of services to the retail automotive industry.
- Enter into strategic alliances with diligently assessed partners that are able to assist the VACC achieve its goals.
- Develop a skilled, informed, and customer focused workforce, attuned to the needs of members and comfortable with and accepting of change.
- Continue to reduce reliance on the Special Capital Fund (SCF).

In addition to the stated organisational goals there are executive aspirations that will reach beyond the strategic goals and will support the longer-term direction of the association, these include:

The planning framework detailed below has been developed to enable multiple inputs to inform the planning process. In most cases the prompt for the development of strategies has been built around a series of questions that refer to our current objectives while also taking a pre-emptive look at the year ahead.

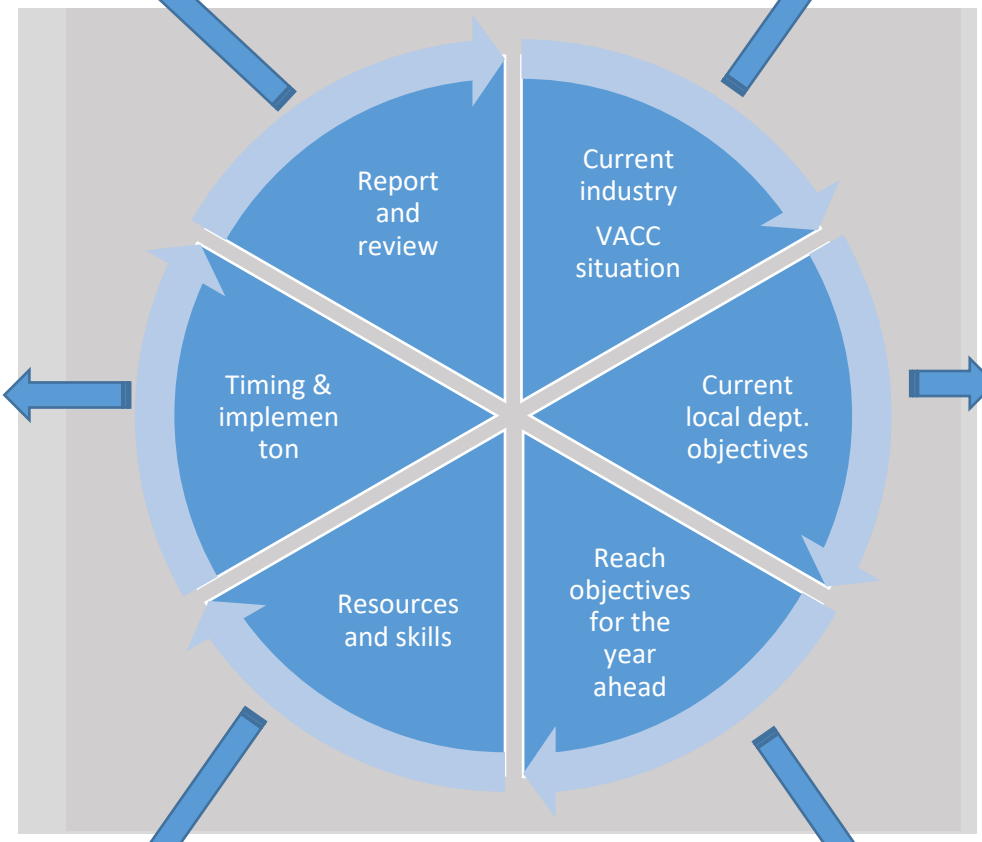
The framework is based on achieving a series of realistic and achievable objectives that will support and enhance the day to day work of the Chamber while ensuring opportunities for growth and development are fully explored and where possible implemented.

Planning Framework

Do the goals have measurable outcomes that can be reported against?

Do the plans have the capacity for modification if conditions change?

Member views
S.W.A.T
Market forces
Likelihood of market change occurring
Internal opportunities/constraints



Has the timing to implement the proposed goals been scoped?

Are there any major timing constraints?

Do you believe the goals can be reached within a 12 month cycle?

Have you identified goals that have a longer duration?

What are the current objectives?

Are the objectives linked to the VACC's core role?

Are we meeting last year's objectives, and how well?

Will some of the previous objectives flow into this year?

Are the resources available to meet the proposed any or all of the proposed goals?

If additional resources are needed have they been quantified?

Will the structure in the business support the achievement of the goals?

Does the organisation have the right skill sets to support the meeting of the goals?

What are the proposed goals for the year ahead?

How will these goals build on the work of the previous year?

Are these goals reasonable and achievable?

Has risk management been built into the proposed goals?

Attachments	
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