

By-Laws

of the Australian Institute of Training and Development

Adopted September 2026

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1. INTRODUCTION

1.1 The following are the By-Laws of the Australian Institute of Training and Development (AITD).

1.2 The By-Laws should be read in conjunction with and are subject to the AITD Constitution.

1.3 Terms defined in the Constitution have the same meaning in these By-Laws.

2. CATEGORIES OF MEMBERSHIP

2.1 The categories of membership of the Institute are:

a) Life Member

b) Fellow

c) Associate Fellow

d) Professional Member – Individual or Corporate

e) Retiree

f) Student

2.2 The qualifications for individual membership under each membership category are set out below.

2.3 Life membership may be awarded to a member who has made an outstanding and sustained contribution to the Institute and its work beyond that of almost all other members. This includes at least 20 years of membership, plus at least 10 years of volunteering service to AITD. Members may forward recommendations for life membership to the Board for consideration.

2.4 A person may be appointed as a Fellow of the Institute provided all of the following requirements are met:

- At least 10 years' experience in Training, Learning and Development or Organisational Development
- Post-graduate qualifications in Learning and Development or a related discipline or the equivalent professional experience as determined by the AITD Board
- Demonstration of significant contribution to the Learning and Development Profession

2.5 A person may be appointed as an Associate Fellow of the Institute provided all of the following requirements are met:

- At least 5 years in Training, Learning and Development, or Organisational Development
- Undergraduate qualifications in Learning and Development or a related discipline or the equivalent professional experience as determined by the AITD Board
- Demonstration of significant contribution to the Learning and Development Profession

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2.6 A person may be appointed as a Professional Member of the Institute if at least two of the following criteria are met:

- Relevant qualifications in Learning and Development or a related discipline
- Employment in a role involved in learning, education, training and development or a related field
- Demonstration of a professional interest and active role in Learning and Development or a related field.

2.7 A person may be appointed as a Retiree Member of the Institute if all of the following criteria are met:

- Have retired from full time work and no longer working more than 8 hours per week
- Have had a career in the learning and development and related discipline
- Endorsed by the CEO.

2.8 A person may be appointed as Student Member of the Institute provided all of the following requirements are met:

- Currently studying an accredited course in Learning and Development or a related field.
- Recently graduated from an accredited course in Learning and Development or a related field with less than 3 years' experience in Learning and Development related roles
- Endorsed by the CEO.

2.9 There are multiple tiers of Corporate Membership which may be granted to an organisation which meets all of the following criteria:

- It has five or more employees which it nominates to be covered by its Corporate Membership who would be eligible for membership under one or more of the categories of membership for individuals;
- It pays for all employees with a single payment each year.

2.10 Individual memberships are not transferable. Corporate members may transfer membership between employees. The replacement employee must also meet AITD's requirements for membership under one or more of the categories listed above.

2.11 No refunds are payable to either individual or corporate members because of unused payments for membership.

3. ENTRANCE FEES AND ANNUAL SUBSCRIPTIONS

3.1 AITD member fees are dependent on the membership grade for which a new member is applying or an existing member is seeking renewal. The fees generally consist of:

a) Administration fee – a one-off joining fee to cover administrative costs

b) Annual subscription.

3.2 Corporate members must maintain a minimum of five (5) paid memberships otherwise the corporate membership will be dissolved, and the linked members will need to be

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established as individual members and will be liable for membership fees at one of the individual membership categories.

3.3 The Board decides the administration and annual subscription fees applicable.

3.4 The Board delegates its powers to the CEO to authorise variations to both the administration fee and annual subscription on a case-by-case basis where there is commercial benefit to the Institute. This may include cases where there are ten (10) or more members linked to a corporate membership, retiring members, incentives for groups of students to join the Institute or for special membership drives.

3.5 Payment options for annual subscription fees such as pay-by-the-month credit card options and direct debit annual subscription fee options can be introduced or withdrawn at the discretion of the Board and may attract a premium.

4. CONFLICT OF INTEREST

4.1 All candidates for, and members of, an AITD Divisional Council or the Board must disclose at nomination and throughout their term any actual, potential or perceived conflict of interest, being any transaction, relationship, activity or interest that may influence, or reasonably be perceived to influence, their ability to act in the best interests of AITD and its members.

4.2 Any AITD Member or staff member may identify a potential conflict of interest situation regardless of their involvement.

4.3 Any actual, potential or perceived conflict of interest raised that is not otherwise addressed under the Constitution or an AITD policy will be managed through discussion with the CEO or National President (or Board delegate), as appropriate, and may be referred to the Board for determination.

5. ELECTION OF DIRECTORS

In addition to Section 10 of the Constitution:

5.1 Appointment Process

a) Nominees must submit supporting information outlined by AITD in a Board nomination form, accompanied by statements of support from at least two members of the Institute.

b) This supporting information will include a profile of up to 500 words for publication.

c) The Board Nominations Committee will review nominations for endorsement to the Board.

d) The Board will determine the eligibility and suitability for appointment or if an election is required, and their decision is final.

e) If there are no nominated members from a Division for a Board position within that Division, or there is a casual vacancy, the Board can co-opt an eligible financial member to the Board from that Division until the normal election timeframe of that Division is reached. No divisional quorum for endorsement is required in this instance.

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5.2 Directors who are divisional representatives are appointed on the following 3-year schedule:

Division	Next Nomination / Election Period
New South Wales	2027
South Australia	2027
Victoria/Tasmania	2028
Western Australia	2028
Australian Capital Territory	2029
Queensland/Northern Territory	2029

5.3 There is no time limit that a member may be a Director serving on the Board as long as they are re-appointed following the process and timeline specified in the By-Laws.

5.4 Nominations for Director positions will be called for in the relevant year with the National Office managing the election procedure.

5.5 The Board or National President will approve a Chief Returning Officer who will be responsible for the conduct of the election. The Chief Returning Officer may be the CEO or a financial member of the Institute who is not a candidate.

5.6 The Chief Returning Officer may appoint a Returning Officer(s) to assist with any election. This person may be an AITD staff member.

5.7 The election process will normally cover a four-to-six-week period.

Day 1: Notification of elections for board positions in the relevant division will be advised to all members via email and detailed on the website.

Day 10: Nominations close.

Day 15: The Board Nominations Committee assesses nominations, consulting with a Divisional representative, where appropriate, and prepares recommendations for the Board.

Day 20: The Board determines the outcome of nominations for appointment or election.

Day 25: If an election is required, Ballot opens. Directors will be elected using the Optional Preferential system of voting (see 5.8 for more information).

Day 38: Ballot closes.

These periods can be increased by the Chief Returning Officer as long as all candidates are advised prior to the opening of the ballot.

5.8 Ballot Process

If a ballot is required, it may be by postal or electronic means. The Chief Returning Officer will arrange for a drawing of the order of names on the ballot. Names are to be listed in order of the draw, not alphabetically.

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a) where the ballot is conducted via a postal voting process the Chief Returning Officer will arrange printing of Ballot Papers through the National Office. Ballot Papers will be printed on a distinctive coloured paper and posted to eligible Financial Members to meet the timetable requirements. An envelope for the return of the Ballot Papers will be sent with each Ballot Paper. Electors will need to sign a statement declaring their entitlement to vote.

b) where the ballot is conducted electronically an appropriate process will be initiated to comply with these By-Laws where practicable. In this instance references to a postal ballot process will no longer apply.

The profiles of candidates, if submitted, will be arranged in the same order that the candidate's names appear on the ballot paper.

5.9 Method of Voting – Formal and Informal Votes

a) The election will be determined under the Optional Preferential system of voting which effectively extends members' opportunities to exercise their vote. A member may vote in one of three ways:

b) Expressing a single primary preference for one candidate only, by placing the single figure 1 in one, and one only box to indicate the candidate you wish to adopt as your vote (all other boxes must be left blank), or

c) Expressing preferences for some, but not all candidates on the Ballot Paper by placing the numbers '1', '2', '3', '4', '5' etc in order of your preference, in the boxes of as many candidates as there are vacancies, or

d) Expressing a full set of preferences by ranking all of the candidates on the Ballot Paper in order of preference, by placing the numbers '1', '2', '3', '4', '5' etc in the boxes for each and every candidate in order of your preference for them.

e) A formal vote must contain a single preference (or number one), or a consecutive sequence of preferences. A single tick or cross is also accepted as a single primary preference. A combination of ticks or crosses and numbers must not be used. A Ballot Paper will be rejected as informal if no preference(s) are clearly shown in rank order, if any identifying mark is made on the Ballot Paper, or if the voter's intention is not clear. Only the Chief Returning Officer may rule a vote informal. The decision of the Chief Returning Officer is final.

f) Preferences beyond the first choice will only be counted if no candidate receives an absolute majority (ie. 50% + 1). Preferences will then be distributed to determine who wins. If there is an equal number of votes for candidates to fill the final position(s), the successful candidate(s) will be determined by the Chief Returning Officer 'drawing the name(s) out of a hat'.

g) The count will be commenced as soon as practicable after the close of the ballot. The Returning Officer is accountable only to the Chief Returning Officer for the conduct of the count of the ballot. The Returning Officer may appoint others to assist in the count. Others who are appointed to assist may include other AITD staff or others as the Returning Officer sees fit but may not include any candidate for election.

h) Scrutineers are not permitted, but candidates may be present at the count and view the ballot papers; they may not handle the ballot papers.

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i) The Returning Officer is empowered to interpret the validity of any vote, but should this be the subject of dispute by a candidate, it will be referred to the Chief Returning Officer whose decision is final.

j) The Chief Returning Officer and the Returning Officer will ensure that the confidentiality of each person's vote is maintained throughout the total process.

k) The Chief Returning Officer or the Returning Officer will advise the National President, the Divisional President and all candidates in the election of the results of the ballot as soon as possible after counting has been completed.

l) The Returning Officers will retain possession of all Ballot Papers until 30 June in the year following an election after which time they should arrange for their confidential disposal.

m) The Chief Returning Officer will advise in writing the official results of the ballots to the National President and the National Office for appropriate publication. Generally, results will be published in the next available issue of Training and Development in Australia, the AITD website and other communication vehicles.

5.10 Notification of results will take place as soon as possible after the ballot closes. An appointed Director will take up the role at the next Board meeting.

6. DIVISIONS OF THE INSTITUTE

6.1 The Divisions of the Institute are for the time being:

a) Australian Capital Territory

b) New South Wales

c) Queensland/Northern Territory

d) South Australia

e) Victoria/Tasmania

f) Western Australia

6.2 Each Division will have a Divisional Council operating as part of AITD's national structure under the direction and supervision of the CEO. The primary role of a Divisional Council is to plan and deliver local professional development events and networking opportunities that create value for AITD members and the wider learning and development community. For more information on annual KPIs and behavioural expectations of Divisional Councillors, please refer to the Divisional Council Handbook.

6.3 In exceptional circumstances, a Divisional President may also be the Division's Board representative, subject to Board approval.

6.4 The maximum number of members on any Divisional Council is ten (10). A Divisional President has the discretion to seek Board approval for more members on their Divisional Council.

6.5 The AITD Board retains the right to censure the behaviour of individual council members, dismiss individual council members or dissolve the council. Instances may include not keeping within AITD's Values, a demonstrable lack of support, lack of activity from the

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council, disruptive or unproductive conduct of individual council members or continued breaches of the AITD Code of Ethics and Professional Practice.

7. NOMINATIONS & ELECTIONS FOR DIVISIONAL COUNCILS

7.1 Nominations and Eligibility

To be eligible to stand for a Divisional Council, candidates must be financial members of AITD and must remain financial throughout their term. Candidates must also commit to regular attendance, active contribution, collaborative work within AITD's national structure, compliance with AITD's Constitution, By-Laws, policies and Code of Ethics and Professional Practice, and disclosure of conflicts of interest under clause 4.

7.2 Candidates may nominate themselves; proposers and seconders are not required.

7.3 Candidates must complete, sign, and submit the nomination form by the specified closing date. Incomplete and/or late nominations will not be accepted. Late candidates can apply to be seconded to Council once the new Council has formed, provided there is a vacancy.

7.4 Candidates must submit supporting information outlined by AITD in a Divisional Council nomination form. This supporting information will include a profile of up to 200 words for publication.

7.5 All financial members of the Division will be advised that nominations are to be received and advised of the vacant Council positions by email. The Institute may also advise members of the nomination process through other avenues (e.g. website) but these notifications will not replace notice by email.

7.6 The CEO will assess the eligibility and suitability of nominees for available Divisional Council positions and make recommendations to the National President and Divisional Board representative. Eligibility does not create an entitlement to appointment or election, and the decision is final.

7.7 Nominations and/or elections for the Divisional Councils will be conducted between June and August each year.

7.8 All members of the outgoing Council continue in their positions until the end of the council year.

7.9 All Divisional Council positions are for a one-year period and become vacant at the same time. A retiring Divisional Councillor may nominate again. Following the process in clause 7.6, nominees may be directly appointed, or, if required, an election will be held. Office-bearer positions will be determined by the incoming Divisional Council at its first meeting. If there are insufficient appointments to form an effective Divisional Council, or the incoming Council requires assistance to commence operating effectively, the CEO may determine appropriate interim arrangements. These may include support from another experienced Divisional President, an AITD representative, or the CEO.

7.10 The CEO will advise in writing the official results to the Board and the National Office for appropriate publication. Generally, results will be published in the next available issue of Training and Development in Australia, the AITD website and internal AITD directories.

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8. EXPENDITURE APPROVALS

8.1 Approving expenditure, entering into contracts or taking on financial obligations on behalf of the Institute must be done in accordance with the AITD Budget, AITD Financial Management Protocols and/or decisions of the AITD Board.

8.2 AITD staff, Board Directors and other persons engaged in AITD business must adhere to AITD financial management policies, procedures, protocols and guidelines.

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