Explanatory Memorandum
2025 Member Elected Councillor Casual Vacancy Election

Nominations open for the 2025 Member Elected Councillor casual vacancy election

Nominations are now open for representatives of voting members who are interested in becoming a Member Elected Councillor (MEC) of NSW Business Chamber Ltd trading as Business NSW (Company).

MECs sit on the Company's State Council (Council) and play an important role in the governance of the Company. MECs are eligible to serve on the board of the Company and contribute to its policy, advocacy and membership discussions and activities.

What does the Council do?

The Council's functions are outlined in the Company's constitution (Constitution) and include:

- acting as the principal advisory body to the Company and its board of directors on policy and membership issues; and
- electing from the MECs, the elected director positions on the board of the Company.

How long is the term of office of a MEC?

MECs are elected for a term of up to four years and hold up to 25 of the 40 seats on the Council. The balance of up to 15 seats on the Council are held by Regional Nominated Councillors, who represent the various regions within New South Wales and are indirectly elected by the members in those regions.

Up to one-half of the MECs must retire every two years. There are rules in the Constitution for determining which MECs are required to retire.

How many MEC positions are available in this MEC casual vacancy election?

There are 3 MEC positions available.

The election will be held at the next Council meeting on 20 February 2025 which is scheduled to commence at 1.00pm.

Who is eligible to nominate?

Only the authorised representative (ie primary contact) of a voting member of the Company is eligible to be elected as a MEC.

In addition, a Regional Nominated Councillor may not nominate for the position of MEC without first resigning as a Regional Nominated Councillor.

How do I nominate?

To nominate, candidates must complete and submit a Nomination Form to the Company. Candidates must ensure that their Nomination Form is signed by two voting members of the Company.

The nomination form (and accompanying CV) together with the Constitution can be accessed through the Company's website here.

Candidate names and CVs will be made available to Councillors.

When are nominations due?

A candidate's completed and signed nomination form (and accompanying CV) must be received by the Returning Officer, Chris Burubu by 1:00pm on Tuesday, 21 January 2025 at chris.burubu@ businessnsw.com.

Incomplete or late nominations will not be accepted.

What is the process for filling a MEC casual vacancy?

Council will elect the nominees for the casual vacancies at the next Council meeting at 1pm on 20 February 2025.

Nominees are invited to attend the above meeting.

The process for filling the casual vacancies at the above meeting will be as follows:

- any nominees present shall be asked to leave the meeting; and
- a two stage voting process will then be conducted:

    Stage 1

    Each nominee must receive the majority vote of Council. Any nominee who does not receive the majority vote will be disqualified from the process.

    Stage 2

    If the number of candidates who receive the majority vote is equal to or less than the three vacant positions, then those candidates will be deemed duly elected.

    If there are more than three candidates who receive the majority vote, then a ballot shall be conducted to elect the MECs. The three candidates who have received the largest number of votes shall be elected.

Returning Officer & Scrutineers

Chris Burubu, who is the General Counsel & Company Secretary of the Company, is the Returning Officer in respect of the election.

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The Returning Officer will appoint two scrutineers to oversee the election prior to the Council meeting at which the election is held.

Who can I contact if I have any questions?

Please contact our Business Hotline on 13 26 96 if you have any questions.

Yours sincerely

Chris Burubu
Returning Officer, General Counsel & Company Secretary