Life Saving Victoria

By Laws

Version 31.3

14 September 2026

Effective Date	Version	Notes
24 March 2026	31	Full review of Board, Councils and Committees as per governance review changes.
16 June 2026	31.1	Amendment to duties of Returning Officer
18 June 2026	31.2	Amendment to By Law 1.5 (c) regarding employees holding volunteer roles
14 September 2026	31.3	Further refinement to By Law 1.5 (c) regarding employees holding volunteer roles

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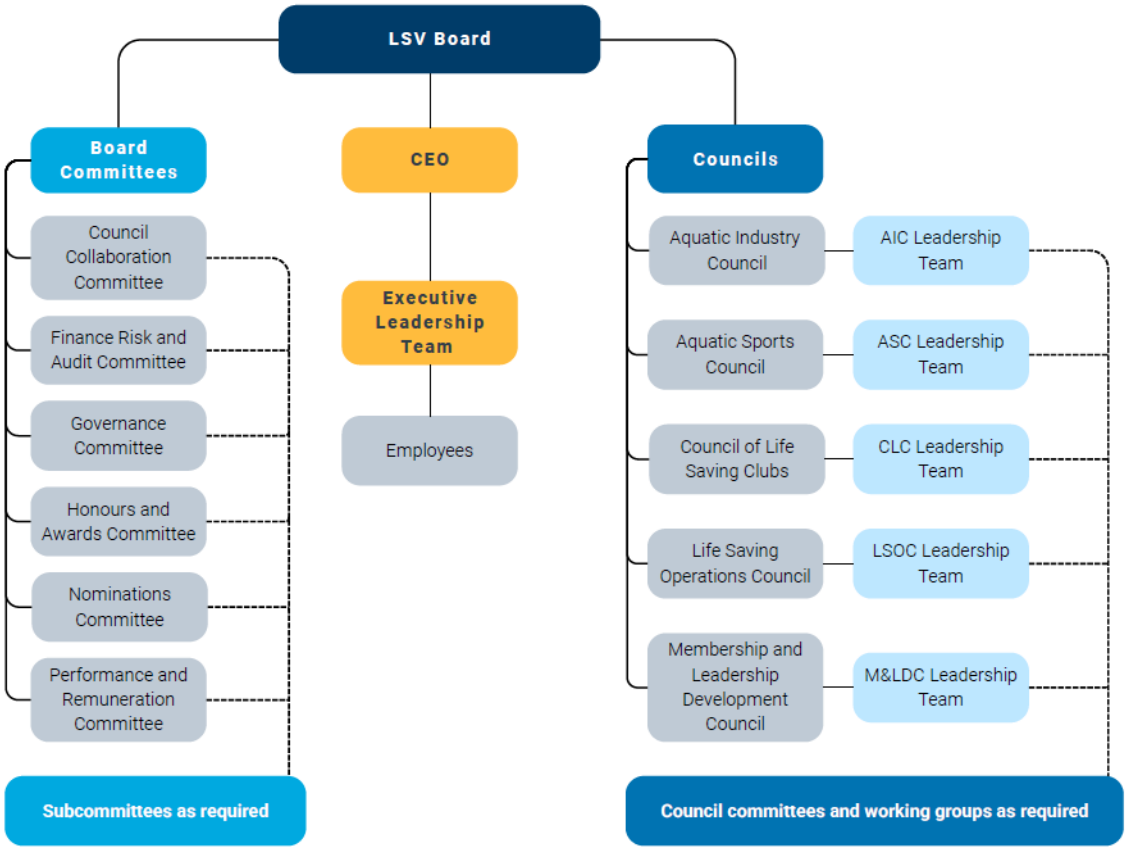
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Part 1 – General

By Law 1.1 LSV Structure



By Law 1.2 Authority

These By Laws are made under Rule 33 of the LSV Constitution and must be read and interpreted in conjunction with that Constitution. If there is any inconsistency between these By Laws and the LSV Constitution, the LSV Constitution shall prevail to the extent of that inconsistency.

By Law 1.3 Definitions and interpretation

1.3.1 Defined terms

In these By Laws:

Annual General Meeting means the Annual General Meeting of Members of LSV.

Aquatic Industry Council or AIC means the Council established under Rule 31 of the LSV Constitution.

Aquatic Sports Council or ASC means the Council established under Rule 31 of the LSV Constitution of that name.

Area means the area in which a Life Saving Club is situated, as set out in By Law 1.6

Chair means the person elected or appointed to preside over meetings.

Corporations Act means the Corporations Act 2001 (Cth).

Council means a body established in accordance with Rule 31 of the LSV Constitution that has specific subject matter expertise that assists the Board and management with knowledge and designated operational roles.

Council Committee means a standing body established by a Council Leadership Team to support the ongoing delivery, oversight or development of matters within the Council's remit.

Council Delegate means a person elected or appointed from time to time by a Life Saving Club or Associate Member to act for and on behalf of that Life Saving Club or Associate Member at Council

Council Leadership Team (CLT) means the leadership body of a Council comprised of such persons who are elected or appointed to the Council Leadership Team, as determined by the Board from time to time.

Council Officer means the elected or appointed officers of each Council, as set out in By Law 9.4, including the Council Leadership Team, Working Groups and Council Committees, but excluding Council Delegates.

Council of Life Saving Clubs or CLC means the Council established under Rule 31 of the LSV Constitution of that name.

Council Working Group means a time-limited group established by a Council Leadership Team for a specific task, project or review within the Council's remit.

Executive Leadership Team means the executive leadership team of LSV which works underneath the CEO and is responsible for the day-to-day management of LSV.

Life Saving Operations Council or LSOC means the Council established under Rule 31 of the LSV Constitution of that name.

Life Saving Victoria or LSV means Life Saving Victoria Limited (ACN 102 927 364).

LSV Constitution means the 'Life Saving Victoria Limited Constitution', as adopted by LSV and amended from time to time.

LSV Entity means a Board Committee, Council, Council Leadership Team, Council Committee or Council Working Group.

Membership and Leadership Development Council or MLDC means the Council established under Rule 31 of the LSV Constitution of that name.

Board Committees means the Board Committees established under Rule 32 of the LSV Constitution, including:

(a) Council Collaboration Committee (CCC);

(b) Finance, Risk and Audit Committee (FRAC);

(b) Governance Committee;

(d) Honours and Awards Committee (HaAC);

(e) Nominations Committee; and

(f) Performance and Remuneration Committee

Special Events means any activity that falls outside the usual scope of lifesaving, education, or training.

Subcommittee means a group established by a Board Committee to assist in the performance of its functions or to provide specialist advice in relation to matters within the Board Committee's mandate.

1.3.2 Incorporation of definitions from the LSV Constitution

Capitalised terms used in these By Laws that are not defined in By Law 1.3.1 have the same meaning as given to them in the LSV Constitution.

By Law 1.4 Policies

(a) The Board may develop policies for the effective and consistent operation of LSV from time to time.

(b) LSV may also adopt the policies of SLSA and RLSSA from time to time. Where such policies are adopted, this will be clearly identified.

By Law 1.5 Collaboration between volunteers and employees

(a) LSV recognises that its success depends on the partnership between volunteers and employees, who must work together collaboratively and respectfully to achieve shared outcomes. LSV employees and volunteers are expected to work together in a manner consistent with LSV's Objects (as outlined in Rule 3 of the LSV Constitution) and Code of Conduct.

(b) LSV employees will provide professional, administrative, and operational support to the Board, Board Committees, Councils, Council Leadership Teams, Council Committees, and Council Working Groups. Employee support to volunteers will be provided:

  (i) in line with available resourcing and priorities;

  (ii) undertaking activities that require employee expertise, continuity, or delegated authority and

  (iii) while working in collaboration with volunteer leaders to deliver outcomes efficiently and effectively.

(c) Employees holding volunteer roles

  (i) No employee of LSV may concurrently hold a position on a Council Leadership Team, Council Committee, Council Working Group or as a Council Officer, except where the role has been formally designated to an employee through an approved Terms of Reference.

  (ii) Despite By Law 1.5(c)(i), a casual employee of LSV may hold a position on a Council Leadership Team, Council Committee, Council Working Group or as a Council Officer.

(d) For the avoidance of doubt, By Law 1.5(c) does not apply to employees who have resigned from their employment position to take up a volunteer role with LSV.

By Law 1.6 Life Saving Clubs and Areas

(Current as at the date of these By Laws)

Area	Life Saving Clubs
Bass	Woolamai Beach Cape Paterson Wonthaggi Inverloch Venus Bay Waratah Beach
Geelong	Bancoora Barwon Heads/13th Beach Ocean Grove Point Lonsdale
Kingston	Mentone Mordialloc Aspendale Edithvale Chelsea Longbeach Bonbeach Carrum Seaford Frankston
Peninsula	Mornington Mount Martha Rosebud and McCrae Dromana Bay Portsea Gunnamatta Point Leo Sorrento
Surf Coast	Anglesea Jan Juc Torquay Fairhaven Lorne

Area	Life Saving Clubs
Bayside	Brighton Hampton Sandringham Half Moon Bay Black Rock Beaumaris
Gippsland	Woodside Beach Seaspray Lakes Entrance Mallacoota
Otway	Apollo Bay Kennett River Wye River
Port Phillip	Altona Elwood Port Melbourne Sandridge South Melbourne St Kilda Williamstown
Western	Portland Port Fairy Warrnambool Port Campbell Mildura

Part 2 – Membership and affiliation

By Law 2.1 Patrons

Further to Rule 32.9 of the LSV Constitution, a Patron of LSV is any person who actively supports lifesaving activities in Victoria and who accepts that office upon invitation by the Board.

By Law 2.2 Affiliation and membership

2.2.1 Membership principle

LSV promotes an inclusive and accessible approach to membership that encourages participation in all aspects of lifesaving and aquatic activity.

2.2.2 Restriction on membership

In relation to membership restriction, the following will apply:

(a) a suspended or expelled member of a Life Saving Club will not knowingly apply to join another Life Saving Club during the period of any such suspension or following expulsion;

(b) a Life Saving Club will not knowingly admit, accept or retain in membership any past or present Member of any other Life Saving Club who is indebted to in any way, or is currently suspended or previously expelled from any Life Saving Club;

(c) Life Saving Clubs will keep and maintain a register of:

  (i) the names and addresses of Members who have been expelled or suspended; and

  (ii) any other relevant information, including the period of a Member's suspension;

(d) when there is a change to the register, a Life Saving Club will, as soon as is reasonably practicable, provide LSV with:

  (i) the names of the Member/s who have been expelled or suspended; and

  (ii) any other relevant information, including the period of a Member's suspension;

(e) upon receipt of the information contained in By Law 2.2.2(d), LSV will, as soon as reasonably practicable, notify all other relevant Life Saving Clubs of the addition to the register.

(f) a Life Saving Club will, as soon as reasonably practicable, notify LSV when a Member has completed a period of suspension and has had their membership privileges reinstated;

(g) in the event that a Member of more than one Life Saving Club is suspended or expelled by any Life Saving Club, that Member must not compete in competition for any other Life Saving Club (whether they are a Member of that Life Saving Club or not) or in any other LSV, SLSA or RLSSA competition for the period of their expulsion or suspension;

(h) any disputes relating to the matters set out in this By Law 2.2.2 will be referred to LSV's Complaints Manager via LSV's Integrity Unit;

(i) subject to the SLSA, RLSSA and LSV Constitutions, non-financial, suspended, excluded or expelled Members hold no membership rights; and

(j) the Board at its sole and absolute discretion may determine to re-admit an expelled or suspended Member following due consideration of all relevant information and such other processes as the Board may apply in such consideration.

2.2.3 Patrol exemption

In relation to patrol duties, the obligations set out in SLSA Policy 5.04 – Competition Eligibility (including proficiency, patrol and/or service hour requirements, and associated exemption provisions) apply as if fully incorporated into these By Laws.

By Law 2.3 Life Members

2.3.1 Recognition of Surf Life Saving Victoria (SLSV) and Royal Life Saving Society Australia – Victoria branch (RLSSAV) life members

Life members of SLSV and RLSSAV will be recognised as Life Members of LSV.

2.3.2 Criteria for Life Membership

(a) To be considered for Life Membership, a nominee must have distinguished voluntary service to LSV at a state level, including any voluntary service with SLSV or RLSSAV, over a period of at least fifteen (15) years (which need not be continuous).

(b) For service to be considered distinguished it must comprise both a sustained and distinct contribution to LSV in accordance with the Honours and Awards Committee (HaAC) Members Recognition Manual, as amended from time to time.

(c) Concurrent service in two or more positions may only be counted once in determining the total period of service to LSV.

(d) Service at state level that can be classified as unique and attributable to that person in an individual capacity may be taken into account for the purposes of considering a Member's nomination for Life Membership.

2.3.3 Nominations for Life Membership

(a) In accordance with Rule 7.3 of the LSV Constitution, nominations for Life Membership will be called for each year by the Board.

(b) Nominations must be in writing and on the nomination form prescribed by the HaAC. The proposer and seconder of the nominations must both be Individual Members and/or Directors.

(c) Nominations must address the specific criteria in By Law 2.3.2.

(d) Unsuccessful nominations for Life Membership may be resubmitted for consideration after two (2) years from the date that the Board last considered the nomination.

2.3.4 Consideration for Life Membership

(a) The HaAC will review all nominations to ensure that:

(i) the information provided in the nomination is true and accurate; and

(ii) the criteria for Life Membership in By Law 2.3.2 are satisfied.

(b) If a nomination satisfies the conditions in By Law 2.3.2 and the HaAC considers the nomination worthy of recommendation to the Board, the HaAC will forward a recommendation for Life Membership for that nominee to the Board.

(c) The Board may, after considering the HaAC's recommendation, resolve to appoint the nominee as a Life Member.

(d) Those persons appointed to Life Membership will be presented with a Life Membership medallion and certificate at a relevant function.

2.3.5 Posthumous award of Life Membership

The Board may posthumously award Life Membership to an individual, provided that the nomination:

(a) satisfies the criteria for Life Membership set out in By Law 2.3.2; and

(b) is made within 24 months of the Member's death.

The posthumous awarding of Life Membership under this By Law does not grant membership rights under the LSV Constitution.

By Law 2.4 Colours and badges

2.4.1 LSV colours and logo

(a) The colours of LSV are royal blue, navy blue, red and yellow.

(b) The official logo of LSV is determined by the Board from time to time and is as depicted in the current LSV Corporate Style Guide (as amended from time to time).

2.4.2 Life Saving Club colours and badges

(a) Each new Life Saving Club will apply to LSV to register its proposed colours, badge and competition cap design, which are subject to Board and SLSA approval.

(b) Existing Life Saving Clubs' colours and badges are not to be altered without approval of the Board and SLSA.

(c) Registration of colours and badges (including any additional registration) is subject to payment of a fee (as applicable). This fee is in addition to the annual Life Saving Club affiliation fee, the amount of which will be determined by LSV from time to time.

(d) LSV shall maintain a competition cap register.

2.4.3 Visits and tours

Visits and tours by Individual Members or teams (including all persons who travel with or under the arrangements made by LSV, SLSA, RLSSA or a Life Saving Club) are governed by relevant LSV, RLSSA and SLSA policies and guidelines as in force and amended from time to time.

By Law 2.5 Creation of new membership categories

2.5.1 Authority

(a) This By Law is made pursuant to Rule 7.2 of the LSV Constitution.

(b) The Board may create one or more new categories of membership from time to time and determine the rights, privileges, obligations and eligibility criteria attaching to each category.

2.5.2 Purpose and Principles

In exercising its powers under this By Law, the Board must have regard to the following principles:

(a) alignment with the Objects of LSV as set out in the LSV Constitution;

(b) consistency with LSV's Purpose, Vision, strategic direction, values and risk appetite;

(c) fairness, transparency and proportionality in the allocation of rights, privileges and obligations;

(d) the sustainability and integrity of LSV's membership framework; and

(e) the impact of any proposed change on existing members, Councils and the aquatic industry.

2.5.3 Matters for Consideration

Before establishing a new category of membership, the Board will consider, as appropriate:

(a) the purpose and rationale for the proposed category, including the outcome it seeks to achieve;

(b) eligibility criteria and admission processes;

(c) the rights, privileges and obligations to attach to the category, including (without limitation):

  (i) voting rights;

  (ii) eligibility to hold office or participate in Councils, Committees or Working Groups;

  (iii) access to services, programs, competitions or benefits; and

  (iv) fees, levies or other financial obligations;

(d) any legal, regulatory, insurance or risk implications;

(e) any operational, financial or resourcing impacts; and

(f) whether the proposed category may alter, directly or indirectly, the rights, privileges or obligations of existing Members.

2.5.4 Consultation and Socialisation Requirements

(a) Where the creation of a new membership category is likely to materially impact* the rights, privileges or obligations of an existing category of Members, the Board will ensure that appropriate consultation and socialisation is undertaken prior to making a final determination.

(b) Consultation may include, as determined by the Board:

  (i) targeted consultation with affected Member categories;

  (ii) engagement with relevant Councils, Council Leadership Teams or Committees;

(iii) circulation of explanatory material outlining the proposed changes and rationale; and/or

(iv) provision of reasonable opportunity for feedback within a timeframe determined by the Board.

(v) The purpose of consultation under this By Law is to inform the Board's decision-making by ensuring appropriate consultation is undertaken with identified affected parties

* Examples of material impacts may include, but are not limited to, changes to voting powers at a Council level, impacts on eligibility for elected or appointed roles, changes to fees.

2.5.5 Decision and Approval

(a) Following consideration of the matters in By Laws 2.5.2 to 2.5.4, the Board may resolve to establish a new category of membership on such terms as it considers appropriate.

(b) A new category of membership established by the Board must not be granted voting rights at General Meetings unless approved by Special Resolution in accordance with Rule 7.2(b) of the LSV Constitution.

2.5.6 Implementation and Communication

Once approved, the Board will ensure that:

(a) the new membership category is clearly documented, including its rights, privileges and obligations;

(b) relevant policies, procedures and systems are updated as required; and

(c) Members are informed of the new category and its implications in a clear and timely manner.

Part 3 – Rules and procedures

By Law 3.1 Carnivals and competitions

Subject to the LSV Constitution and the constitutions of RLSSA and SLSA, the following applies to the conduct of LSV carnivals and competitions:

(a) carnivals, competitions and events will be conducted in accordance with the SLSA Surf Sports Manual, RLSSA Competition Handbook and/or LSV Competition Handbook (as amended from time to time) as endorsed by the Aquatic Sports Council Leadership Team;

(b) protests and disputes relating to carnivals and competitions will be adjudicated in accordance with the SLSA Surf Sports Manual, RLSSA Competition Handbook

and/or LSV competition handbook (as amended from time to time) as endorsed by the Aquatic Sports Council Leadership Team;

(c) rules referenced in By Laws 3.1(a) and (b) will be recorded in the current edition of the SLSA, RLSSA and/or LSV Competition Handbook;

(d) when rules are made, altered or repealed each Life Saving Club will be informed;

(e) the Aquatic Sports Council Leadership Team is responsible for endorsing the rules and frameworks that govern LSV carnivals and competitions; and

(f) updates to LSV carnival and competition rules will occur through the Aquatic Sports Council in line with its terms of reference.

By Law 3.2 Competitive rights, obligations and qualifications

Members, including competitors, acknowledge and agree that competing in lifesaving events, contests, carnivals and competitions attracts certain rights and obligations and requires certain qualifications. In relation to those rights, obligations and qualifications the following will apply:

(a) inherent in membership of LSV (and consequently SLSA and RLSSA), but subject always to gaining the appropriate qualification as prescribed by LSV and complying with the competition rules issued by LSV (and consequently SLSA and RLSSA), is the right to enter and participate in events, contests, carnivals and competitions conducted by LSV;

(b) Members are obliged to ensure that they obtain and maintain appropriate qualifications (including but not limited to awards, age limits, patrols, proficiency tests, equipment and limiting disabilities) to enable them to enter and participate in LSV events, contests, carnivals and competitions;

(c) Members acknowledge and agree that if they participate or use any LSV equipment in any event, contest, carnival and competition, which has not been licensed, sanctioned or otherwise authorised by LSV and/or SLSA and RLSSA, they may attract disciplinary action under the SLSA Regulations which may result in forfeiture of their competitive rights;

(d) competitive rights and obligations operate in accordance with the competition rules, policies and frameworks endorsed by the Aquatic Sports Council Leadership Team; and

(e) eligibility to compete is determined by the rules and policies issued by LSV, SLSA and RLSSA, as amended from time to time.

By Law 3.3 Trophies, prizes and eligibility

(a) In relation to trophies and prizes (whether in cash or kind) and the eligibility of Individual Members representing a section of LSV to compete for or accept such trophies or prizes, the following will apply:

(i) LSV reserves the right to determine from time to time conditions regarding the acceptance of trophies or prizes, reimbursement of accommodation, travel and other expenses, and eligibility to compete for trophies or prizes;

(ii) LSV at its absolute discretion may approve competitions involving cash prizes. Any Life Saving Club or other section of LSV intending to allocate any cash prizes for competition events must first obtain the approval of LSV or, in the case of events involving international or interstate competitors, the approval of SLSA or RLSSA as appropriate. Cash prizes will not be awarded by entities for any event at a LSV, SLSA or RLSSA championship carnival (such as state or national championships);

(iii) prize structures for LSV-sanctioned competitions must align with the competition rules and frameworks endorsed by the Aquatic Sports Council Leadership Team; and

(iv) sponsorship arrangements must not conflict with LSV, SLSA or RLSSA rules regarding prizes and eligibility.

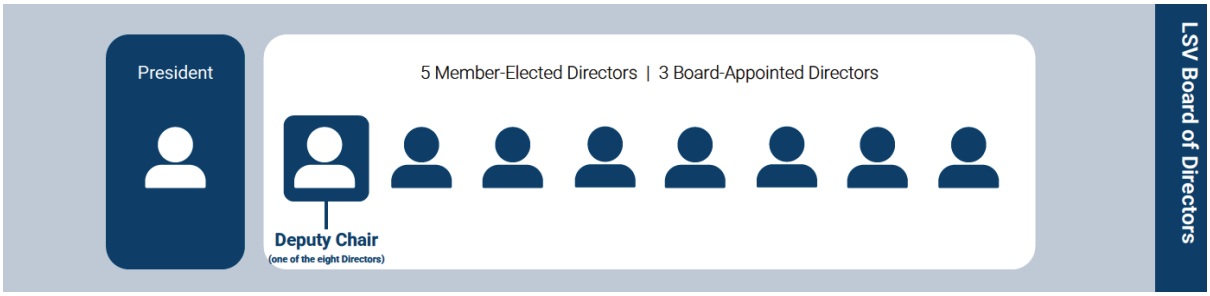
(b) Notwithstanding this By Law 3.3, sponsors should be strongly encouraged to provide items of lifesaving gear and equipment as prizes instead of cash. Where cash prizes are presented, they will be attributed directly to the relevant sponsor. Cash prizes will be distributed to a club bank account.

Part 4 Board of Directors

By Law 4.1 Board of Directors

4.1.1 Composition

The composition of the Board is set out in Rule 22 of the LSV Constitution, as represented in the following chart.



4.1.2 Role of the Board

The Board provides strategic leadership and oversight to strengthen LSV's position as the peak aquatic safety organisation in Victoria. Its role is to ensure LSV achieves its purpose and Objects through sound governance, ethical practice, and effective stakeholder engagement.

4.1.3 Powers of the Board

The powers of the Board are set out in Rule 21 of the LSV Constitution.

The Board is responsible for acting on all issues in accordance with the Objects and will operate for the collective and mutual benefit of LSV and lifesaving throughout Victoria, Australia and Internationally, and must:

(a) govern lifesaving in accordance with the Objects;

(b) enact the strategic direction of LSV;

(c) by itself, or by delegation to a Committee, formulate, approve, issue, adopt, interpret and amend By Laws and policies for the proper advancement and management of LSV;

(d) review the LSV's performance in achieving its pre-determined aims, Objects, By Laws and policies; and

(e) manage LSV's interstate and international responsibilities.

4.1.4 Duties of the Board

The Board's duties include, but are not limited to:

Leadership and Governance

(i) Set LSV's strategic direction and monitor progress against objectives;

(ii) Foster a positive organisational culture grounded in integrity, transparency and ethical practice;

Executive Oversight

(iii) Appoint, support and review the performance of the CEO;

(iv) Ensure succession planning for key leadership roles, including Board-Appointed Directors and Deputy Chair;

Financial Stewardship

(v) Approve budgets and oversee financial management to ensure sustainability;

Stakeholder Engagement

(vi) Liaise with government, regulatory bodies and allied organisations, in collaboration with the CEO;

(vii) Maintain effective communications with Members, Councils, Committees and other stakeholders;

Compliance and Reporting

(viii) Ensure compliance with all relevant laws, regulations and internal policies;

Risk Management

(ix) Identify and monitor risks that may impact LSV's ability to achieve its objectives; and

(x) Implement appropriate risk mitigation strategies.

4.1.5 Governance style

The Board will govern the affairs of LSV with an emphasis on:

(a) strategy and policy that advance the interests of LSV as a whole;

(b) anticipating and planning for change to ensure organisational resilience;

(c) making decisions based on evidence, fairness and transparency;

(d) maintaining independence of judgment while considering diverse perspectives;

(e) consulting and collaborating with stakeholders to foster trust and inclusivity;

(f) providing strategic leadership that sets direction and inspires confidence;

(g) clear delineation between the governance role of the Board and the operational role of the Executive Leadership Team;

(h) collectively and collaboratively ensuring in the best interests of LSV; and

(i) being proactive rather than reactive in addressing emerging issues and opportunities.

4.1.6 Qualities, skills, experience and suitability

(a) Qualities, skills and experience

The Nominations Committee will maintain a contemporary skills matrix that reflects the collective skills, experience and personal qualities required for an effective and balanced Board. The matrix will be reviewed regularly to ensure alignment with LSV's strategic direction, governance obligations and sector context, and will expressly include core governance competencies together with sector-specific knowledge and experience in lifesaving operations, aquatic safety and the not-for-profit environment. The matrix will be used by the Nominations Committee to inform Board composition, succession planning and candidate assessment,

ensuring that the Board collectively possesses the skills and perspectives necessary to govern effectively.

(b) Suitability

To be considered suitable for appointment, and to remain eligible to serve, a Director must satisfy the following requirements and ongoing obligations.

Initial Suitability Requirements

Prior to appointment, each Director must complete:

(i) a National Police Check, to the satisfaction of the Board;

(ii) Life Saving Victoria's confidentiality agreement;

(iii) a Consent to Act, inclusive of all details required by relevant regulatory authorities;

(iv) a Declaration of Interests, disclosing all actual, potential or perceived conflicts of interest;

(v) a Working with Children Check;

(vi) an ASQA Fit and Proper Person Declaration; and

(vii) a Deed of Indemnity, Insurance and Access.

(viii) Appointment is subject to the Board being satisfied that the individual is a Fit and Proper Person and meets all governance, regulatory and organisational requirements.

Ongoing Suitability and Fit and Proper Person Requirements

To remain appropriate and eligible to hold office, a Director must continue to be a Fit and Proper Person and must not:

(i) become bankrupt;

(ii) become of unsound mind or a person whose person or estate is liable to be dealt with in any way under laws relating to mental health;

(iii) become prohibited or disqualified from managing corporations or acting as a director under the Corporations Act or any other applicable law;

(iv) be absent, without the consent of the Board, from meetings of the Board held during a period of three months, or from three consecutive Board meetings;

(v) be directly or indirectly interested in any contract or proposed contract with the LSV and fail to declare the nature of that interest in the manner required by the LSV Constitution; or

(vi) accept remuneration, payment or other benefits other than in accordance with the LSV Constitution.

Ongoing Disclosure Obligations

Directors must promptly notify the Company Secretary of any change in circumstances that may affect their suitability, including matters relevant to fitness, propriety, conflicts of interest, or regulatory compliance.

4.1.7 Board meetings

Meetings of the Board will be conducted in accordance with Rule 27 of the LSV Constitution.

4.1.8 Director induction

(a) All new Directors will complete an induction process facilitated by the Company Secretary, alongside the President and the CEO.

(b) Governing documents will be retained on a Board Portal including:

(i) LSV Constitution

(ii) Strategic plan

(iii) By Laws

(iv) Terms of reference

(v) Enterprise risk register

(vi) Policy register

(vii) Conflicts of interest policy

(viii) Delegation of Authority policy

(ix) Gifts, benefits and hospitality policy

(i) Annual Report and Financial Statements

(c) Within seven (7) days of being elected or appointed, Directors must submit to LSV:

(i) a signed copy of LSV's Confidentiality Agreement;

(ii) a signed and completed Consent to Act, inclusive of all details required by regulatory authorities;

(iii) a Declaration of Interests;

(iv) a copy of their Working with Children Check card or a copy of their receipt of application for a Working with Children Check;

(v) the ASQA Fit and Proper Person form;

(vi) the Deed of Indemnity, Insurance and Access; and

(vii) any other information required to satisfy LSV's governance or compliance obligations as advised from time to time.

4.1.9 Directors' duties

Directors must, in addition to their legal obligations, at all times:

(a) conduct themselves in an ethical and professional manner, including with proper use of authority and appropriate decorum;

(b) act in the interests of LSV as a whole;

(c) act in accordance with law, including the duties of directors under the Corporations Act;

(d) avoid (or where avoidance is not possible, appropriately manage) conflicts of interest, including actual or perceived conflicts of interest;

(e) not exercise or attempt to exercise undue influence over LSV or make decisions outside of their scope of authority;

(f) not publicly express any negative comments or opinions regarding the CEO, LSV employees, other Directors or any LSV matter or issue;

(g) speak with the media, coroner and other regulatory bodies only if requested by the CEO or the President or required by law;

(h) support and abide by the directives of the President to ensure effective governance; and

(i) respect and maintain the confidentiality of sensitive issues or business items under negotiation or discussion.

By Law 4.2 – Election of the President and Member-Elected Directors

4.2.1 Overview

(a) The procedures governing the nomination and election of the President and Member-Elected Directors are prescribed in this By Law and in Rules 23 and 25 of the LSV Constitution.

(b) Elections will occur annually, unless a vacancy requires an earlier election, subject to the term limits set out in the LSV Constitution.

(c) The election process will be overseen by a Returning Officer.

(d) In accordance with the LSV Constitution, Voting Members elect the President and all Member-Elected Directors.

4.2.2 Nomination process (applies to President and Member-Elected Director elections)

(a) Nominations for all upcoming vacancies will be called for at least twelve (12) weeks prior to the AGM.

(b) The call for nominations will include the approved nomination form, closing date, eligibility criteria and any required skills, diversity priorities and succession needs, as determined by the Nominations Committee from time to time.

(c) Each nomination must:

(i) be submitted in writing on the approved form;

(ii) clearly identify the position(s) they are nominating for (i.e. President and/or Member-elected Director);

(iii) be endorsed by a proposer and seconder, who must be Members,

(iv) be submitted by the nominee, (who must have been a Member of LSV for at least one year) expressing their willingness to accept the nomination, and its accompanying duties,

(v) include the nominee's curriculum vitae summarising relevant skills and experience; and

(vi) be lodged with LSV at least 9 weeks (63 days) prior to the relevant General Meeting.

4.2.3 Nomination assessment

(a) The Nominations Committee will:

(i) verify the eligibility and qualifications of all candidates; and

(ii) prepare a report confirming the eligibility status of each candidate for the Board and Members.

(b) A nominee deemed ineligible will not progress to election by Members.

4.2.4 Election procedure

(a) Contested Elections

If nominations exceed the number of vacancies:

(i) voting shall be conducted by electronic ballot;

(ii) each Voting Member is entitled to vote in accordance with the LSV Constitution; and

(iii) preferential voting will be utilised (where possible as determined by the Board); and

(iv) the candidate(s) receiving the majority of votes cast during the election shall be elected, or the highest number of votes cast if a system other than preferential is used.

(b) Uncontested Elections

If the number of eligible nominations is equal to or fewer than the number of vacancies, a candidate is only elected if an ordinary resolution in favour of their election is passed. Where an ordinary resolution in favour of a candidate fails to pass, the position will be filled as a casual vacancy, until a subsequent General Meeting.

(c) Timing

The Board will determine how and when the voting and election process takes place.

The election process may be completed ahead of the Annual General Meeting.

4.2.5 Additional provisions for election of the President

Eligibility and Election

(a) The President must be elected by the Voting Members in accordance with Rule 25 of the LSV Constitution.

(b) Where the election of the President and Member-Elected Directors occur concurrently, a nominee may stand for both the President and a Member-Elected Director position.

(c) In this instance, the President election will be completed first, with the outcome announced, prior to voting opening for Member-Elected Directors.

(d) Where the President elect has submitted a nomination for a Member-Elected Director position, this nomination will be automatically cancelled from the Member-Elected Director election.

(e) If the person is unsuccessful in the election for President, they remain eligible for election to any Member-Elected Director position they concurrently nominated for.

Term and Re-election

(a) Terms, limits and eligibility for re-election of the President are as set out in Rule 25 of the LSV Constitution.

4.2.6 Returning Officer

(a) A Returning Officer shall be appointed by the Board in accordance with Part 8 of these By Laws to oversee, administer and certify all elections conducted under the LSV Constitution and these By Laws.

(b) The Returning Officer must be impartial, independent and not a nominee in any election.

4.2.7 Declaration of results and tied votes

(a) Declaration

The Returning Officer will provide certified results to the Chair for formal declaration at the General Meeting.

(b) Tied Vote Procedure

If a tie occurs:

(i) the matter shall be determined by a secret ballot of Voting Members present at the General Meeting; and

(ii) an exhaustive ballot method will be used until the tie is resolved.

By Law 4.3 President

President	
Role	To preside over all activities of LSV, oversee and take responsibility for the integrity and development of LSV, and to lead and represent LSV at the highest level.
Duties	The President must perform the following duties: • Provide leadership to LSV • Act in the best interests of LSV as a whole • Subject to availability, represent LSV at any function, conference, meeting or delegation when requested by the Board or invited by another body or organisation • When requested by the Board, assist with the presentation of submissions to governments, or other bodies or organisations for financial and other assistance • Maintain contact with the Board and the CEO • Preside over LSV General Meetings • Chair all meetings in accordance with the LSV Constitution and these By Laws
Term of office	In accordance with Rule 25 of the LSV Constitution
Attends meetings of	The Board Board Committees (where appointed)

By Law 4.4 Board-Appointed Directors

Board-Appointed Directors	
Role	To discharge the duties of a Director of LSV in accordance with the LSV Constitution, By Laws and the Corporations Act.
Duties	In addition to directors' duties at general law and the duties set out in By Law 4.1.9, Board-Appointed Directors will: • provide independent and expert guidance regarding general business and lifesaving to the Board • subject to availability, represent LSV at any function, conference, meeting or delegation when requested by the Board or invited by another body or organisation • assist, when requested by the Board, with the presentation of submissions to government, or other bodies or organisations for financial and other assistance • maintain contact with the President, other Directors and the CEO
Term of office	In accordance with Rule 23 of the LSV Constitution
Consults with	President Deputy Chair CEO Other Directors Council members Government Businesses Allied organisations
Attends meetings of	The Board Board Committees (where appointed)
Special conditions	At least one of the Board-Appointed Directors should have specific skills in the aquatic industry, education and/or external training

By Law 4.5 Member-Elected Directors

Member Elected Directors	
Role	To discharge the duties of a Director of LSV in accordance with the LSV Constitution, By Laws and the Corporations Act
Duties	In addition to directors' duties at general law and the duties set out in By Law 4.1.9, Member-Elected Directors will: • provide expert guidance regarding general business and lifesaving to the Board

	• subject to availability, represent LSV at any function, conference, meeting or delegation when requested by the Board or invited by another body or organisation • when requested by the Board, assist with the presentation of submissions to government, or other bodies or organisations for financial and other assistance • maintain contact with the President, other Directors and the CEO
Eligibility	Nominees for the position of Member-Elected Director must: be eligible to be a director of a company under the Corporations Act, and of LSV under the LSV Constitution have been vetted by the Nominations Committee in accordance with By Law 22
Term of office	In accordance with Rule 23 of the LSV Constitution
Consults with	President Deputy Chair CEO Other Directors Councils Government Businesses Allied organisations
Attends meetings of	The Board Board Committees (where appointed)

By Law 4.6 Deputy Chair

Deputy Chair	
Role	To support the President and discharge the duties of a Director of LSV in accordance with the LSV Constitution, By Laws and the Corporations Act, and to act as Chair of the Board in the absence of the President.
Duties	In addition to directors' duties at general law and the duties set out in By Law 4.1.9, the Deputy Chair will: • assist the President in ensuring the effective governance and performance of the Board; • preside as Chair at Board meetings or other meetings when the President is unavailable, in accordance with the LSV Constitution; • represent LSV at functions or meetings when delegated by the President or the Board; and • undertake other duties as requested by the President or determined by the Board from time to time.

Eligibility	Nominees for the position of Deputy Chair must: • be a director of LSV • have been vetted by the Nominations Committee
Term of office	In accordance with Rule 26 of the LSV Constitution.
Consults with	President CEO Other Directors Government Businesses Allied organisations
Attends meetings of	The Board Board Committees (where appointed)

Part 5 – Grievances and judicial procedures

By Law 5.1 Grievance and judicial procedures

(a) The Board may appoint an Integrity and Judicial Committee in accordance with these By Laws

(b) The Board will appoint a Complaints Manager in accordance with these By Laws who will manage complaints under the Grievances, Judicial and Discipline Policies of SLSA, and (where applicable) RLSSA Member Protection Policy.

(c) Notwithstanding anything in the policies referred to in By Law 5.1(b), where the Board is advised or considers that a Member has allegedly:

(i) breached, failed, refused or neglected to comply with a provision of the LSV Constitution, these By Laws, the LSV Code of Conduct or a resolution or determination of the Board or any duly authorised Committee; or

(ii) acted in a manner unbecoming of a Member or prejudicial to the Objects or the interests of LSV; or

(iii) brought themselves, lifesaving or LSV into disrepute (as determined in the absolute discretion of the Board);

the Board may commence or cause to be commenced disciplinary proceedings against that Member, and that Member will be subject to, and submits unreservedly to the jurisdiction procedures, penalties and appeal mechanisms (if any) of LSVset out in the By Laws or any other applicable policies.

(d) LSV adopts the Grievances, Judicial and Discipline Policies of SLSA as amended from time to time, including, without limitation, the SLSA Complaints Policy, in respect of matters that fall within the scope of SLSA activities, programs, services, and events.

(e) Any grievance, complaint, disciplinary or other judicial matter not falling within Rule 5.1(d) above will be managed by LSV:

(i) In accordance with the LSV Constitution and these By Laws; or

(ii) With reference to the RLSSA Member Protection Policy (where applicable); and

(iii) By an Integrity and Judicial sub-committee, which may, subject to paragraph (a), determine its own procedures.

(f) The Integrity and Judicial sub-committee may:

(i) Utilise the SLSA Complaints Policy and RLSSA Member Protection Policy, with necessary amendments to suit the circumstances, as a guide; and

(ii) Delegate functions to the Complaints Manager.

By Law 5.2 Member wellbeing

(a) LSV is committed to fostering a psychologically safe and respectful, fair and inclusive environment, to ensure that every person involved in lifesaving and aquatic activity is treated with respect and dignity and protected from bullying, discrimination, harassment and abuse.

(b) All members, volunteers and employees are expected to conduct themselves in accordance with the LSV Code of Conduct and any relevant LSV, SLSA and RLSSA policies that promote respectful behaviour and a safe and inclusive environment.

By Law 5.3 Child safety

(a) While the safety and wellbeing of all Members must be respected and protected, specific emphasis must be placed on the inclusion and protection of Children and Young People (CYP).

(b) All people within LSV's jurisdiction, regardless of role or level of responsibility, must act to keep CYP safe from harm. They do this by:

(i) adopting the practices and behaviour set through and by SLSA, RLSSA and LSV as standard, when carrying out their roles; and

(ii) reporting any concerning behaviours or reasonable belief of abuse or neglect of which they become aware, to a Person in Position of Authority (PPA) and/or to external authorities responsible for child protection or to Police,

regardless of whether that abuse is being perpetrated by volunteers, members, or employees within lifesaving, or by those outside (including those from the CYP's family, extended family, their family's extended network or strangers).

By Law 5.4 Competition discipline

5.4.1 SLSA Regulation 5.3

Regulation 5.3 of the SLSA Regulations (as in force from time to time) is adopted in its entirety subject to any necessary amendments to suit the LSV context.

5.4.2 Surf Sports Manual

The SLSA Surf Sports Manual, as amended from time to time, and any relevant RLSSA or LSV competition rules, apply in respect to discipline, conduct and protest procedures at LSV carnivals and competitions.

5.4.3 Appeals

For the purposes of the relevant clauses of the SLSA Surf Sports Manual and any applicable RLSSA or LSV competition rules, as amended from time to time, the appeal body for any appeal against a penalty imposed by a Competition Disciplinary Committee will be the LSV Appeals Tribunal.

By Law 5.5 Revocation of LSV service and recognition Awards

(a) The Board may revoke a previously issued award of recognition, (including Life Membership) in circumstances where a Member who has been issued an award of recognition has:

(i) been convicted of a criminal offence;

(ii) committed a serious breach and/or repeated breaches of a LSV, SLSA or RLSSA policy or policies;

(iii) committed a serious breach and/or repeated breaches of LSV, SLSA or RLSSA codes of conduct;

(iv) brought lifesaving, LSV, RLSSA and/or SLSA into disrepute; or

(v) rejected and/or returned that award, as determined in the sole and absolute discretion of the Board.

(b) A Member may, where permissible, be invited to make a written submission to the Board to show cause as to why the award should not be revoked.

(c) The Board's decision to revoke an award shall be final and there is no right of appeal.

Part 6 – Board Committees

By Law 6.1 Application

Part 6 applies to Board Committees established under Rule 32 of the LSV Constitution.

Current Committees established to assist the Board in carrying out duties and functions include:

(a) Council Collaboration Committee (CCC);

(b) Finance, Risk and Audit Committee (FRAC);

(c) Governance Committee;

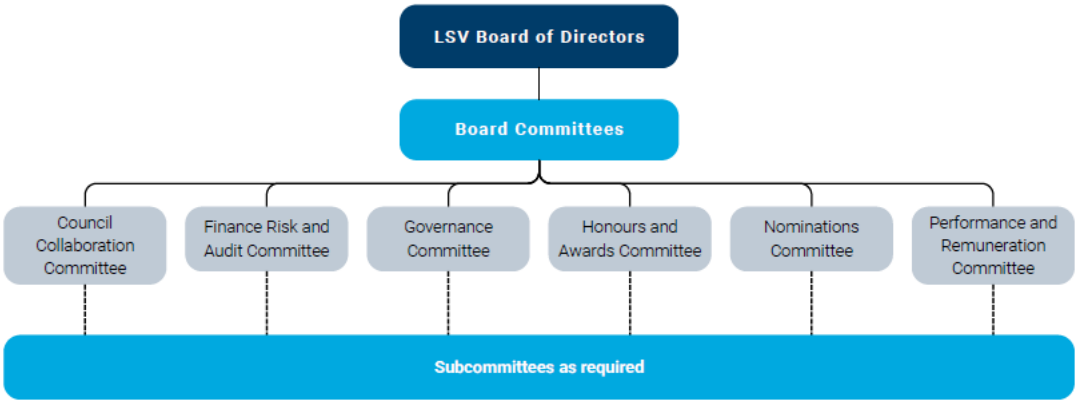
(d) Honours and Awards Committee (HaAC);

(e) Nominations Committee; and

(f) Performance and Remuneration Committee

By Law 6.2 Board Committee structure

The structure of the Board Committees is set out in the following chart. Each Committee will have a defined terms of reference.



6.2.1 Board Committee Composition

(a) Each Board Committee shall include a Chair appointed by the Board.

(i) The Chair is not required to be a Director, but must possess the relevant skills, knowledge and experience necessary to effectively lead the Committee and fulfil its purpose.

(ii) The Chair is responsible for presiding over Committee meetings, ensuring the effective operation of the Committee, and providing reports and recommendations to the Board following each meeting or as otherwise required.

(b) Each Board Committee shall include at least one (1) Director appointed by the Board to ensure alignment between the work of the Committee and the strategic and governance priorities of the Board.

(c) Other members of the Committee will be appointed by the Board, based on recommendations from the Nominations Committee, having regard to values-alignment and the mix of skills, knowledge, experience, and diversity required to support the effective discharge of the Committee's role and responsibilities.

(d) The composition, membership profile, and requisite skills for each Board Committee will be detailed in the relevant Board Committee terms of reference, approved by the Board.

In appointing members to a Board Committee, the Board will have regard to the importance of diversity, including but not limited to gender, culture, age, experience and geographical representation.

By Law 6.3 Delegation to Board Committees

(a) Any delegation by the Board will be made in accordance with Rule 32 of the LSV Constitution.

(b) A delegation of powers is not a delegation of responsibility, and the Board remains accountable for the actions of the delegate made under the delegation.

By Law 6.4 Board Committee role

Under the leadership of the Board Committee Chair, Board Committee members must:

(a) work within their role and responsibilities as set out in the terms of reference;

(b) discuss, debate and submit objective recommendations on designated issues to the Board; and

(c) assess any items that may be referred to them from time to time.

By Law 6.5 Board Committee duties

Board Committee members will have the following duties:

(a) submit recommendations to the Board or management (as appropriate);

(b) make decisions in the best interests of LSV;

(c) avoid (or where avoidance is not possible, appropriately manage) conflicts of interest, including actual or perceived conflicts of interest;

(d) interact with key stakeholders and Members as required;

(e) report back to Board meetings as required; and

(f) evaluate their effectiveness as a Committee on an ongoing basis.

By Law 6.6 Board Committee limitations

(a) Board Committees report to the Board and are accountable for the performance of their duties as a Board Committee.

(b) Board Committees, the CEO (or their delegate) and LSV employees are required to work cooperatively.

(c) Board Committee members:

  (i) are not authorised to incur expenses or debts on behalf of LSV;

  (ii) must abide by these By Laws, the LSV Constitution and any other LSV rules, policies, regulations and directives;

  (iii) will be appointed by the Board (or Council in the case of the CCC) and will serve on the Board Committee until the earlier of:

    i. the expiration of their term (including any subsequent terms if reappointed);

    ii. removal by the Board (or Council in the case of the CCC); or

    iii. resignation from the Board Committee,

    iv. and will generally be appointed for a term of two (2) years and in any case for no longer than six (6) consecutive years.

(d) The Board will review membership of the Board Committee annually to ensure that:

  (i) a rotation schedule is adopted; and

  (ii) there is continuity in membership.

By Law 6.7 Board Committee confidentiality and declaration

Within seven (7) days of being appointed to a Board Committee, a Board Committee member must sign and return to LSV a copy of the LSV Confidentiality Agreement and declaration of interests, via LSV's online form.

By Law 6.8 Board Committee reporting

(a) Each Board Committee will report to the Board through the Director representative to the Committee or the Chair of that Board Committee.

(b) For the avoidance of doubt, if a Board Committee forms a Subcommittee, then that Subcommittee will report to the Board Committee, unless expressly required by the Board Committee or the Board to report directly to the Board.

By Law 6.9 Board Committee consultation

Committees will consult with the CEO (or their delegate) and the Directors.

By Law 6.10 Subcommittees

(a) With the approval of the Board, a Board Committee may establish one or more Subcommittees to assist in the performance of its functions or to provide specialist advice in relation to specific matters within the Board Committee's mandate.

(b) A Subcommittee will operate under a terms of reference approved by the Board on the recommendation of the establishing Board Committee.

(c) Subcommittees are advisory in nature and have no delegated decision-making authority unless expressly authorised by the Board.

(d) The Board Committee establishing a Subcommittee retains responsibility for oversight of the Subcommittee and for ensuring that its operations align with the approved terms of reference.

(e) The Board may dissolve a Subcommittee or amend its terms of reference at any time.

Part 7 Meeting procedure – Board Committees (and Sub-committees)

By Law 7.1 Application

The meeting procedure set out in this By Law 7.1 applies to meetings of Board Committees of LSV (in this By Law 7.1, each a LSV Entity).

By Law 7.2 Meeting frequency

The frequency of meetings of a LSV Entity are set out in the terms of reference pertaining to that LSV Entity.

By Law 7.3Voting rights

Unless otherwise stated in the By Laws pertaining to a LSV Entity, each member of a LSV Entity will have the right to vote at meetings (except the Chair who will have a casting vote only).

By Law 7.4 Notice of meeting and agenda

(a) Unless a majority of members of a LSV Entity agree to hold a meeting at shorter notice, at least fourteen (14) days' written notice of a meeting must be given to each Committee member.

(b) An agenda for each meeting will be distributed to Committee members at least seven (7) days prior to a meeting.

(c) Each meeting must begin with an Acknowledgement of Country and LSV's inclusion statement, and follow the standard LSV agenda template.

By Law 7.5 Meeting and voting procedure

(a) **Quorum:**
No business may be transacted at a meeting unless a quorum is present. A quorum for meetings is a majority (i.e. half plus one) of members who are entitled to vote. Members may attend meetings in person or electronically.

(b) **Chair:**
The Chair of a LSV Entity will preside over each meeting of the LSV Entity. If the chair is absent, or is unwilling or unable to preside, the LSV Entity will choose one of its number present who will preside as Chair for that meeting only.

(c) **Voting and resolutions:**
On any question arising at a meeting:

(i) each member has one vote (except where they are not entitled to vote on that matter);

(ii) voting on non-agenda items will be at the discretion of the Chair;

(iii) a resolution is considered passed if it is approved by a majority of members present and entitled to vote on the resolution;

(iv) in the case of an equality of votes the chair will have a casting vote. If the Chair chooses not to exercise their casting vote, the motion will be deemed lost;

(v) subject to By Law 7.5(c)(iv), voting is by a show of hands, unless a poll is demanded before or on the declaration of the result of the show of hands by the Chair or by at least five (5) members present at the meeting and entitled to vote on the matter; and

(vi) for the avoidance of doubt, a member may vote by way of direct vote or by any technology approved by the LSV Entity.

(d) **Voting:**
On any matters arising outside of a meeting:

(i) the majority of Committee members (other than any Committee members on leave of absence approved by the Chair and any Committee member who abstains or otherwise disqualifies themself from considering the resolution in question) sign or consent to a written resolution; and

(ii) the Committee members who sign or consent to the resolution would have constituted a quorum at a meeting of the Committee held to consider that resolution,

(iii) then that resolution is to be taken as having been passed by a meeting of the Committee when the last Committee member consents to the resolution.

(e) **Challenging a member's right to vote:**
A challenge to a member's right to vote at a meeting may only be made at the meeting and must be determined by the chair whose decision is final.

(f) **Polls:**
If a poll is demanded under By Law 7.1.5(c)(v) on a matter other than the election of the chair or the question of adjournment, it must be taken when and in the manner the chair directs. A poll on the election of the chair or on the question of an adjournment must be taken immediately.

(g) **Evidence of resolutions:**
A declaration by the chair that the resolution has passed or been lost and an entry to that effect in the minutes is conclusive evidence of the fact without proof of the number of the votes recorded in favour of or against the resolution.

(h) **Minutes of meetings:**
The chair must ensure that minutes of each meeting are recorded and made available to members. The minutes must be circulated to each member of the LSV Entity (and to any other person or group as required by the By Laws pertaining to each LSV Entity) within 14 days after the meeting at which they were taken.

(i) **Electronic meetings:**
A meeting may be conducted by telephone or by any other electronic means so decided by the LSV Entity.

(j) **Observers:**
The chair at its discretion may permit observers to attend a meeting. Observers may address the meeting at the invitation of the chair but must not vote on any resolution.

By Law 7.6 Adjournment of meeting

(a) A meeting must be adjourned to the time and place decided by the Chair if a quorum is not present within thirty minutes after the time fixed for the meeting. If the Chair does not specify a time or place for the resumed meeting, the meeting will be held at the same time and place the following week.

(b) If no quorum is present at the resumed meeting within thirty minutes after the time fixed for the meeting, then the members present constitute a quorum, provided there are not less than three (3) members present.

(c) The chair may, with the consent of any meeting at which a quorum is present, and must, if so directed by the meeting, adjourn a meeting. No business will be transacted at a resumed meeting other than the outstanding business from the meeting at which the adjournment took place.

(d) Notice of an adjourned meeting and an agenda must only be given in accordance with By Law 7.4 if the meeting is adjourned for 30 days or more.

By Law 7.7 Absence from meetings

If a Committee member is absent from three (3) consecutive meetings without reasonable excuse, their position may be declared vacant by a two thirds majority of Committee members voting at the next meeting.

Part 8 Returning officer

By Law 8.1 Returning officer

(a) The Board may appoint an independent Returning Officer to oversee and conduct all elections for the President, Directors, Councils, and any other positions as required under the LSV Constitution or these By Laws, as recommended by the Governance Committee.

(b) The Returning Officer is responsible for ensuring that all elections are conducted in a fair, transparent, and impartial manner in accordance with the LSV Constitution, these By Laws, and any associated procedures approved by the Board.

(c) The Returning Officer may determine how to deal with lost, defective, or incomplete nominations and may exercise reasonable discretion to ensure the integrity of the process is maintained.

(d) Where a ballot is required, the Returning Officer will:

  (i) count and verify the results and record any informal votes; and

(ii) formally certify and communicate the election outcome to the relevant Chair and the Company Secretary.

(e) The Returning Officer will ensure that all ballot materials (including electronic records, if applicable) are securely retained or destroyed following the declaration of results, in accordance with Board direction and recordkeeping requirements.

(f) The Returning Officer's decision on any procedural matter relating to the conduct of an election is final, provided it is consistent with the LSV Constitution, these By Laws, and any applicable election procedures approved by the Board.

Part 9 Councils

(a) Councils may be established and operate in accordance with the LSV Constitution and these By Laws.

(b) In accordance with Rule 31 of the LSV Constitution, the company will establish the following Councils, each responsible for a discipline of lifesaving:

(i) Aquatic Industry Council;

(ii) Aquatic Sport Council;

(iii) Council of Lifesaving Clubs;

(iv) Life Saving Operations Council; and

(v) Membership and Leadership Development Council

(c) The composition, functions and operating arrangements for each Council will be further defined in its Board-approved terms of reference.

(d) All Council terms of reference must follow the Board-approved terms of reference template to ensure consistent governance standards across Councils.

(e) Where Council membership includes delegates of Life Saving Clubs, Associate Members or Service Members, those delegates act on behalf of their organisation and must operate within the scope of their appointment, including consulting with their organisation before voting or providing input on Council matters where required.

(f) The primary role of each Council is to provide leadership, strategic advice, and representation for its scope of lifesaving, consistent with the purpose and values of LSV in accordance with Rule 31 of the LSV Constitution.

(g) Each Council shall have a Council Leadership Team (CLT) which includes a Chair and an employee representative of the CEO. The employee representative of the CEO is responsible for:

(i) managing the operational, administrative and strategic affairs of the Council, in accordance with its approved terms of reference; and

(ii) ensuring that any matter involving financial implications, operational delivery, staffing, risk or compliance is managed within the scope of authority delegated by the Board and, where applicable, under the authority of the Chief Executive Officer or their delegate.

(h) Council delegates act primarily as conduits between their Life Saving Club or organisation and the CLT. Their responsibilities include:

(i) sharing relevant information, operational insights and emerging issues from their club or organisation to support Council discussions;

(ii) seeking input from their club or organisation on matters presented for consultation, and providing informed feedback to the CLT within agreed timeframes;

(iii) communicating key updates, decisions, and initiatives from the Council and CLT back to their club or organisation to support alignment and consistency across LSV;

(iv) contributing perspectives that reflect the broader membership experience; and

(v) supporting collaborative problem-solving, innovation and continuous improvement within their discipline of lifesaving.

(i) Members, Life Saving Clubs, Associate Members, Service Members and Council Officers are encouraged to raise operational or governance matters in the first instance with their Council Chair or through the Council Leadership Team. Where a matter cannot be resolved at that level, it may be escalated, as appropriate, to:

(i) the relevant Executive Leadership Team member;

(ii) the CEO; or

(iii) the LSV President.

Systemic or cross-Council issues may also be referred to the Council Collaboration Committee for consideration and coordinated advice.

(j) Should challenges arise in the working relationship within or between Councils, CLTs or management, the Board (through the President, CEO or relevant Executive Leadership Team member) may provide guidance, facilitation or other support to assist the parties to restore effective collaboration and alignment with LSV's governance framework and strategic objectives.

(k) Where there is any inconsistency between a Council's terms of reference and these By Laws, the By Laws shall prevail.

By Law 9.1 Council Leadership Team (CLT)

9.1.1 CLT Role and Purpose

(a) Each Council Leadership Team will operate in accordance with the LSV Constitution, these By Laws, policies, LSV's values and its Board approved terms of reference.

(b) The purpose and scope of each Council Leadership Team are defined in its terms of reference, which are developed collaboratively with the Executive Leadership Team and approved by Board.

(c) The Council Leadership Team supports true collaboration between members and management, ensuring decisions and recommendations are informed by both operational insight and strategic priorities.

(d) Activities of the Council Leadership Team must align with the LSV Strategic Plan, annual business plans, and approved budgets.

(e) The Council Leadership Team will identify, monitor, and manage risks, within its scope, in accordance with LSV's Risk Management Framework.

The Council Leadership Team will include an employee representative of the CEO, who shall act in accordance with the scope of the Board-approved delegations and any other policies or procedures applicable to that role as adopted or amended by LSV from time to time.

Specialist advisors may be co-opted to Council Leadership Teams who have specific knowledge or skills required to help support key activities.

9.1.2 CLT Functions and Responsibilities

Under the leadership of the relevant Chair, each Council Leadership Team is responsible for:

(a) Providing recommendations to the Board and/or management on strategic, policy, and operational matters within its remit.

(b) Identifying the need for, and establishment of Working Groups, and Council-Committees to develop, investigate or oversee specific aspects of the Council's remit in line with LSV's strategy. Where there is a need for paid resourcing or budget impact, approval must be sought through the relevant employee representative of the CEO, acting in accordance with the scope of Board-approved delegations and any policies or procedures adopted or amended by LSV from time to time.

(c) Developing or reviewing the draft terms of reference for each Working Group, or Council Committee under its control. These will outline the membership, objectives, and operations of each group and must be consistent with the approved templates and standards set out in these By Laws, and aligned with the Council terms of reference.

(d) Reviewing minutes and considering recommendations from all Working Groups and Council-Committees under its control.

(e) Conducting an annual review of the Council's operations, including effectiveness, member engagement, and alignment to strategic outcomes.

(f) Determining which CLT member, in addition to the Chair, should attend the Council Collaboration Committee to represent their Council.

(g) Acting as the primary escalation point for matters raised by Council Delegates, Life Saving Clubs and Council Committees within the Council's scope, and working with the relevant Executive Leadership Team member, CEO and Council Collaboration Committee as appropriate to resolve issues and progress agreed actions.

(h) Undertaking an annual governance induction and/or annual refresher (as required).

(i) Ensuring cross-Council alignment and collaboration where matters impact more than one Council.

9.1.3 Reporting and recommendations

(a) The CLT is responsible for coordinating and developing reports and recommendations on behalf of the Council and representing the Council in communication with LSV management and, where appropriate, the LSV Board.

(b) The CLT will collaborate with the relevant employee/s to ensure all recommendations and proposals align with the LSV Strategic Plan, relevant annual business plans, and the approved budget. Where misalignment is identified, the employee/s will work collaboratively with the CLT to refine proposals to ensure coordination and transparency.

(c) Where delegated, Council Committees or Working Groups may prepare subject-specific briefs or recommendations for endorsement by the CLT. The CLT will ensure these reflect feedback and varying positions raised by Council delegates or relevant personnel.

(d) The CLT and LSV management will jointly monitor and report progress against the relevant department annual business plans, including actions attributable to the Council, ensuring alignment with organisational priorities and consistent reporting to the Executive Leadership Team and the Board.

(e) Council and CLT minutes will be recorded and shared with the Board for noting. The Council Chair may provide a summary report to the LSV Board following each Council and CLT meeting, highlighting key discussions, strategic advice, opportunities for collaboration, and any matters requiring escalation or noting.

(f) The relevant employee representative of the CEO will ensure key items arising from the Council or CLT are reported to the Executive Leadership Team and included in regular Board updates.

(g) Board Engagement required:

(i) The Council Chair will be invited to present periodically to the LSV Board to provide updates on Council priorities, relevant action plans, and alignment with LSV's strategic direction with the applicable employee representative of the CEO.

(ii) Directors may attend Council or CLT meetings as observers to gain an operational understanding and maintain awareness of Council priorities.

(h) To support transparency and accountability, LSV may use a shared workspace (e.g. SharePoint) to track actions, progress, and delegate engagement across Councils.

(i) For the purposes of these By Laws, 'endorsement' refers to the formal agreement of the Council Leadership Team that a recommendation can progress to the CEO delegate for organisational consideration.

9.1.4 Council Limitations

Nothing in this clause limits the ability of Councils to influence the strategic direction of their discipline or area of responsibility, provide subject matter expertise, contribute to the development of policy, consult with their Council delegates and broader membership to gather insights, or raise issues and make recommendations through the appropriate governance pathways.

Councils, CLTs, and any Council Committees or Working Groups contribute insight, advice, member feedback and recommendations to support LSV's strategic, operational and governance objectives.

All matters involving financial, operational, staffing, compliance or risk implications must be escalated through the employee representative of the CEO, in accordance with LSV's policies and procedures.

To ensure clarity and accountability within the Board-approved delegation framework, as well as any policies or procedures adopted or amended by LSV from time to time, Councils, CLTs and any Council Committees, Working Groups or Council Officers do not hold authority to:

(a) approve budgets or expenditure;

(b) enter into contracts or binding agreements;

(c) direct, supervise, manage or allocate the duties of LSV employees;

(d) override organisational policies;

(e) speak publicly or represent LSV without authorisation under relevant LSV policies;

(f) direct LSV employees in the performance of operational duties;

(g) commit LSV to financial, staffing, resourcing or operational obligations unless explicitly outlined within the policies, procedures and/or position descriptions.

By Law 9.2 Council and Council Leadership Team meetings

9.2.1 Meeting frequency

(a) Each Council must meet at least twice (2) per year, or more frequently as required by its terms of reference, to fulfil its purpose and responsibilities.

(b) Each Council Leadership Team (CLT) must meet at least four (4) times per year, or as otherwise required by its terms of reference.

(c) Council and CLT meetings may be held concurrently where appropriate.

(d) CLTs are encouraged to adopt an annual planning cycle that aligns with LSV's strategic and operational planning calendar.

9.2.2 Notice of meeting and agenda

(a) Council procedures will be governed in the same way as that applicable to meetings of Committees (in accordance with the LSV Constitution and By Law 7.4), with any necessary or incidental amendment.

9.2.3 Meeting and voting procedure

(a) Councils and CLTs shall adopt online meetings as the default format to encourage participation from regional members and those unable to attend in person.

  (i) Where a Council or CLT elects to hold an annual in-person meeting, this must be outlined in its terms of reference.

  (ii) Where an in-person meeting is scheduled, provisions for online attendance must be made available.

(b) No business may be transacted unless a quorum is present:

  (i) A quorum for a Council meeting is 15 delegates;

  (ii) A quorum for a Council Leadership Team meeting is a majority (i.e. half plus one) of members entitled to vote.

(c) The Chair of the Council or CLT will preside over Council and CLT meetings. If the Chair is absent, unwilling, or unable to preside, members present may elect one of their number to act as Chair for that meeting only.

(d) Voting and resolutions in meeting –

(i) Each delegate or CLT member is entitled to one vote.

(ii) A resolution is passed if approved by a majority of those present and entitled to vote.

(iii) In the case of an equality of votes, the Chair has a casting vote. If the Chair chooses not to exercise that vote, the motion will be deemed lost.

(iv) Voting is ordinarily by a show of hands unless a poll is demanded by the Chair or at least five (5) members present.

(v) For clarity, voting may occur via direct vote or approved technology.

(e) Voting on any matters arising outside of a meeting:

(i) the majority of Council or CLT members, (other than any Council or CLT members on leave of absence approved by the Chair and any Council or CLT member who abstains or otherwise disqualifies themself from considering the resolution in question) sign or consent to a written resolution; and

(ii) the Council or CLT members who sign or consent to the resolution would have constituted a quorum at a meeting of the Council or CLT held to consider that resolution,

(iii) then that resolution is to be taken as having been passed by a meeting of the Council or CLT when the last Council or CLT member consents to the resolution.

(f) The Chair must ensure minutes of each meeting are recorded, including decisions, actions, recommendations and escalations, and circulated to all members (delegates and/or CLT members as the case may be) within fourteen (14) days of the meeting. Minutes will be provided to the relevant LSV staff member and filed in accordance with LSV recordkeeping standards.

By Law 9.3 Council Chair

Council Chair	
Role	The Council Chair is the leader of the Council and its Leadership Team. The Chair is responsible for leading the Council in achieving its purpose and ensuring that it functions effectively, collaboratively, and in alignment with LSV's strategic direction and values.
Duties	The Chair is responsible for providing leadership, coordination and effective governance of the Council and CLT. The Chair's duties include, but are not limited to:

	a. Providing leadership to the Council and CLT to ensure both operate effectively and in accordance with the LSV Constitution, By Laws, and Council terms of reference. b. Planning and chairing meetings, ensuring they are conducted efficiently, respectfully, and in accordance with meeting procedures set out in these By Laws. c. Ensuring members are well-informed, that all relevant matters are discussed, and that effective, timely decisions are made and implemented. d. Approving agendas and meeting papers in consultation with the relevant employee representative, within the timeframes outlined in these By Laws. e. Ensuring all necessary supporting material, including operational and strategic reports, is provided in a timely manner. f. Facilitating the flow of information to and from the Council and CLT, ensuring clear communication of meeting outcomes with employee representatives, to delegates and CLT members and other relevant stakeholders. g. Developing and maintaining a constructive working relationship with the relevant executive leadership team representatives, and LSV employees to support collaboration and effective governance. h. Fostering a positive, safe and inclusive environment that encourages open, respectful exchange of ideas and values contributions from all members. i. Encouraging participation by all delegates and CLT members and guiding consensus-based decision-making, ensuring decisions reflect transparency, collaboration, and mutual respect. j. Supporting and developing Council members, including the CLT, Officers and delegates, and addressing underperformance where appropriate, through volunteer-to-volunteer support and use of the established escalation pathways (including the relevant Executive Leadership Team member, CEO or President) where matters cannot be resolved at Council level. k. Ensuring the accurate recording and endorsement of minutes: CLT members endorse draft minutes and the Chair approves the final version for circulation in accordance with these By Laws. l. Representing the Council in communication and collaboration with the Board, Management, and other Councils, including acting as one of the Council's representatives on the Council Collaboration Committee. m. Liaising with other Council Chairs to support whole-of-organisation alignment, shared learning, and consistent communication across Councils. n. Promoting positive change, innovation, and continuous improvement within the Council, contributing to LSV's broader strategic objectives and culture of good governance. o. Facilitating the effective use of the CLT's and Council members' subject-matter expertise, recognising that the Chair's role is to lead and coordinate rather than provide technical expertise.

	p. Providing a clear point of contact for Life Saving Clubs and Members to raise issues within the Council's scope, and ensuring those matters are appropriately escalated through the Council Leadership Team, Executive Leadership Team, CEO, President, Board and/or Council Collaboration Committee as appropriate.
Eligibility	a. The AIC Chair shall be appointed by the Board, all other Council Chairs must be elected by the delegates of the relevant Council in accordance with the process prescribed in By Law 9.4.5. b. Except with the prior approval of the Board, the Chair must not hold any other Council Officer position during their term of office. c. The Chair must be either: (i) a financial member of an affiliated Life Saving Club or Associate or Service Member organisation; or (ii) an appointed member of the AIC CLT. d. The Chair must not also serve as a Council Delegate. e. The Chair must not be an employee of LSV. f. The Chair must have the capacity and availability to fulfil the time and leadership commitments required of the role, including attendance at meetings, workshops, and key governance events.
Qualities and skills	Required: a. strong leadership and interpersonal skills; b. confidence, integrity, and strength of character; c. the ability to facilitate open and respectful discussions and manage differing views constructively; d. impartiality, fairness, and respect for confidentiality; e. the ability to ensure agreed decisions are actioned and outcomes delivered; f. good time management and organisational skills; g. tact and diplomacy in managing sensitive or complex matters; h. a sound understanding of governance and Council roles and responsibilities; i. experience in organisational or people leadership; and j. an understanding of LSV's operating environment, culture, and membership base. Desirable: a. demonstrated interest, knowledge and experience in the area in which the relevant Council operates.

By Law 9.4 Council Officers (including the CLT)

Role	Appointment process
Council Delegate	Appointed by Life Saving Club or Associate Member
Council Officers	All Council Officer roles will have a position description. Recruitment for each role will follow a process appropriate to that role and, where a call for nominations is required, will be conducted in accordance with the relevant provisions of By Law 9.4.
Council Leadership Team	AIC: appointed by the Board All other Councils: elected by Council Delegates
Council Committee/Working Group member	Elected by the CLT as outlined in terms of reference
Region-based roles	Elected by Council Delegates within the region
Casual Vacancies	Appointed by the CLT

Election of Council Officers

9.4.1 Application

(a) This By Law 9.4 applies to the election of Council Officers (including the CLT) for Councils established under the LSV By Laws for Councils whose leadership roles are defined in the relevant terms of reference.

(b) Each Council's specific roles and composition will be detailed in its Board approved terms of reference.

(c) Where the LSV Constitution or these By Laws specify that a position is appointed by the Board, that appointment process will prevail.

9.4.2 Elected and appointed positions

(a) Council Officer positions will be elected or appointed as detailed in the relevant terms of reference or position description.

(b) An individual may hold only one (1) Council position, unless otherwise approved by the Board (i.e. 1 CLT position or 1 Council Officer position)

(c) A Council or Council Leadership Team may recommend the creation of new Council Officer positions where needed, subject to Board approval and updated in the relevant terms of reference or position description.

9.4.3 Nominations

(a) Nominations must be called for annually, in accordance with the schedule approved by the Board, and advertised to all Members.

(b) All nominations must:

(i) be submitted on the prescribed nomination form;

(ii) in the case of ASC, CLC, MLDC & LSOC, be proposed and seconded by delegates of the relevant Council; and

(iii) include any additional information or documentation required by the Nominations Committee.

(c) Nominees must:

(i) accept the nomination;

(ii) be financial members of a recognised Life Saving Club, Associate Member, or Service Member;

(iii) complete a confidentiality deed; and

(iv) declare any actual or potential conflicts of interest in accordance with the LSV Conflict of Interest Policy.

(d) Incomplete or late nominations may be deemed invalid at the discretion of the Nominations Committee.

9.4.4 Personal Statements

(a) Nominees are required to submit a written personal statement of no more than 300 words using the approved template.

(b) Statements must be lodged by the close of nominations and will be included with the election materials.

(c) Statements must not contain misleading, offensive or defamatory material.

9.4.5 Election Procedure

(a) CLT positions within the AIC shall be appointed by the Board following the nominations process, and via recommendation from the Nominations Committee.

(b) Council elections (for Councils other than the AIC) will be held annually, with a consistent format and timeline for all elections to be approved by the Board.

(c) Elections should follow the order in which positions are listed in the Council's terms of reference.

(d) Area-based positions will be voted on by delegates within that region only, as applicable.

(e) If more than one (1) nomination is received for any one (1) position, a vote will be held. Voting will be conducted in the manner approved by the Board from time to time.

(i) Where two nominees are received, the nominee with the majority of votes will be declared elected.

(ii) Where three or more nominations are received, preferential voting system will be used.

(f) If only one (1) nomination is received, an election will be held. To be successfully elected, a nominee must obtain a majority vote in their favour. Where the nominee is unsuccessful in achieving a majority vote the position will be filled as a casual vacancy.

(g) In the event of an equality of votes, the Chair has a casting vote.

(h) If no valid nominations are received, or the only nomination is withdrawn, the vacancy will be:

(i) re-opened for nominations at the discretion of the Council Chair and the employee representative of the CEO; and if this process is unsuccessful after two (2) attempts;

(ii) referred to the Council Leadership Team for appointment in accordance with By Law 9.4.7. (casual vacancies).

(i) Successful nominees will assume office on the date outlined within the Board approved annual timeline.

(j) Nominations for the position of Council Chair will be reviewed by the Nominations Committee prior to the election to ensure they meet the pre-determined requirements, as determined by the Board from time to time.

9.4.6 Term of Office for Council Officers (including the CLT)

(a) Each Council Officer position will have a maximum term of two (2) years, unless otherwise approved by the Board.

(b) Subject to sub-clause (c), a person may serve a maximum of three (3) consecutive two-year terms:

(i) in any Council Officer position; or

(ii) in total across any positions forming part of a Council Leadership Team.

(c) Sub-clause (b) will not apply where:

(i) a person is contesting a higher position within the same Council hierarchy (e.g. a Council Officer not on the CLT contesting a CLT position); or

(ii) a vacancy remains unfilled after reasonable efforts to recruit or elect a successor,

(d) After serving six (6) consecutive years in Council Officer and/or Council Leadership Team roles (whether within one Council or across multiple Councils), a person must take a minimum one (1) term break before being eligible to nominate for any further Council Officer or Council Leadership Team position.

(e) Specific role descriptions, eligibility criteria and election or appointment processes will be detailed in each Council's terms of reference.

9.4.7 Casual Vacancies

(a) Where a Council Officer position becomes vacant, or remains unfilled, the vacancy may be filled at the next Council Leadership Team meeting.

(b) The Council Leadership Team may:

(i) call for nominations and conduct a delegate vote; or

(ii) appoint a suitably qualified person to the role.

(c) A person who has previously served the maximum number of terms may be re-appointed to fill a casual vacancy if the position cannot otherwise be filled.

9.4.8 Code of Conduct

(a) By accepting a Council position (including CLT, Working Group, and/or Council Committee), all Council Officers acknowledge and agree to act in accordance with the relevant LSV Code of Conduct and all other relevant LSV policies and procedures as in force and amended from time to time, including (but not limited to) those relating to delegations of authority, conflicts of interest, gifts, benefits and hospitality, privacy, child safety, and member protection.

(b) People holding Council Officer roles must uphold the values and purpose of LSV, conducting themselves with integrity, respect, and professionalism at all times in their dealings with Members, volunteers, employees, and external stakeholders.

(c) People holding Council Officer roles must protect and maintain the confidentiality of all information obtained through their role, including but not limited to personal, operational, commercial or strategic information, and must not use such information for personal or financial gain.

(d) People holding Council Officer roles must comply with all reasonable directions of the Board, CEO, or relevant Council Leadership Team, and support the implementation of approved policies, decisions and strategies.

(e) Breaches of the Code of Conduct or related LSV policies may result in action under the Grievance and Discipline procedures set out in the By Laws and relevant policies and procedures.

By Law 9.5 Council Committees and Council Working Groups

(a) A Council Leadership Team may identify the need for the establishment of a Council Committee or Working Group to address specific projects, initiatives, or areas of focus within its remit.

(b) The establishment of any Council Committee or Working Group requires the approval of the CLT. Prior to approval, the Council Chair must notify the other Council Chairs to ensure awareness and to identify any potential overlap in purpose or scope. Where overlap or shared interests are identified, the matter will be referred to the Council Collaboration Committee to:

(i) Coordinate the identification of a lead Council (where appropriate);

(ii) Determine whether the initiative should operate as a joint Council Committee or Working Group; and

(iii) Confirm the composition, reporting lines, and governance arrangements to ensure alignment with organisational priorities, efficient use of resources, and to minimise duplication or volunteer burnout.

In establishing any Working Group or Council Committee, consideration must be given to the functions and responsibilities of existing groups to avoid duplication and ensure alignment with LSV's strategic and operational priorities.

(c) Once approved by the CLT, each Council Committee or Working Group will be established in consultation with the employee representative of the CEO. Staff support may or may not be dedicated to a Council Committee or Working Group depending on resourcing requirements. Where the CLT identifies a need for dedicated staff support, it must consult with the employee representative of the CEO to ensure adequate resourcing and to prioritise which groups require such support.

(d) Membership of Council Committees and Working Groups will be drawn from across the membership, partners and employee cohort, based on relevant skills, experience, and diversity of perspective.

(e) Each Working Group or Council Committee will be chaired by a suitable person as approved by the CLT and the employee representative of the CEO, and may be either a volunteer or employee. Standing Council Committees will generally be chaired by a relevant CLT member.

(f) The functions, roles, and operating requirements of all Council Committees and Working Groups must be set out in a terms of reference approved by the CLT.

(g) Each Council Committee or Working Group may prepare recommendations for endorsement by their CLT and must report its progress and meeting minutes to the relevant CLT for noting or endorsement.

By Law 9.6 AIC voting procedure at LSV General Meetings

(a) In addition to the role outlined in By Law 9.1 and the AIC terms of reference, the AIC Council Leadership Team is responsible for determining how the AIC will exercise its voting rights at any General Meeting of LSV.

(b) The AIC CLT shall meet, consult, and collaborate in accordance with By Law 9.6 to collectively determine:

(i) how the AIC will vote on each resolution to be considered at the General Meeting;

(ii) which member(s) of the AIC CLT will be appointed as the AIC's Representative(s) to attend and vote at the General Meeting on behalf of the AIC, in accordance with the decision of the AIC CLT; and

(iii) the number or percentage of votes that each appointed Representative may cast on behalf of the AIC at that General Meeting.

(c) The AIC may vote in favour of, against, or abstain from voting on any resolution at a General Meeting, in accordance with the determination of the AIC CLT. The AIC may cast all of its votes in favour, all votes against, or split its votes between different positions, as decided by the AIC CLT in accordance with these By Laws.

(d) The AIC may appoint one or more Representatives to attend and vote at a General Meeting on behalf of the AIC, provided that each Representative must be a member of the AIC CLT and act strictly in accordance with the voting determination of the AIC CLT.

(e) In making any decision under this By Law, the AIC CLT must:

(i) meet, consult, and collaborate in a manner that ensures all members of the AIC CLT have a fair and reasonable opportunity to participate in the decision-making process and express their views; and

(ii) ensure, to the extent reasonably practicable, that the decision fairly reflects the collective views of all members of the AIC CLT, and not only a subset of Members.