

# International Ombudsman Institute

## Australasia and Pacific Ombudsman Region Bylaws

### Background

The International Ombudsman Institute (IOI) was established in 1978 and is committed to promoting and developing the concept of the Parliamentary Ombudsman. The IOI has members around the world organised into six regions, including the Australasia and Pacific Ombudsman Region (APOR). APOR includes a range of diverse members who work towards the IOI's core principles of independence, objectivity and fairness. These Bylaws are subordinate to the IOI Bylaws, and set out the governing rules of APOR.

### Article 1

#### Meeting Language

1. English is the primary working language of APOR.
2. By agreement of a majority of APOR members, any other language may be used as the working language at APOR meetings.<sup>1</sup>

### Article 2

#### Membership

The membership of APOR comprises of all members of the IOI of any category of membership in the IOI Australasia and Pacific Ombudsman Region.

### Article 3

#### Directors and Regional President

1. APOR will be represented on the IOI Board by Directors. The total number of APOR Directors at any given time will be:<sup>2</sup>
  - a. a maximum of three Directors where there are less than 20 Voting members.
  - b. a maximum of four Directors where there are 20 or more Voting members.
  - c. a maximum of five Directors where there are 60 or more Voting members.
2. One Director will hold the dual role of Director and Regional President.

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<sup>1</sup> In accordance with Article 4(2) of the IOI Bylaws.

<sup>2</sup> In accordance with Article 11(1)(c) of the IOI Bylaws.

3. Directors must be Voting members in good standing and demonstrate the ability to represent APOR members in the APOR region and on the IOI Board.<sup>3</sup>
4. Directors must use their best efforts to attend APOR Annual Meetings and the annual meeting of the IOI Board.
5. Directors are responsible for coordinating and organising APOR activities, including APOR Annual Meetings, and any regional initiatives.
6. For decisions that are relevant and important to the whole APOR membership, Directors will seek views of and take into account the perspectives of all APOR members. These decisions include for example, what regional initiatives should be undertaken.
7. Directors will communicate and engage with APOR members about relevant matters in a timely way.
8. To facilitate a smooth and equitable election processes, Directors will provide reasonable assistance to APOR members with electronic voting for relevant IOI and APOR decisions.
9. Directors may make such rules as are necessary for the smooth functioning and operation of APOR. Such rules must be consistent with these Bylaws and the IOI Bylaws.
10. The Regional President is responsible for activities to raise resources for APOR and for organising and submitting the APOR section of the IOI Annual Report to the IOI General Secretariat.<sup>4</sup>

## Article 4 Director and Regional President Elections

1. Directors and the Regional President will be elected democratically from APOR Voting members.<sup>5</sup> The term of the Directors and Regional President shall not exceed four years, and shall coincide with the period between IOI General Assemblies.<sup>6</sup>
2. APOR has a diverse voting membership made up of institutions from different jurisdictions with different countries, office sizes and financial means. In pursuance of the IOI's objective of inclusivity,<sup>7</sup> voting members are strongly encouraged to recognise cultural, geographic, and gender representation when they nominate and vote for Directors and Regional President. Financial means should not be a barrier to directorship.
3. A nominated Returning Officer appointed by the outgoing Regional President will oversee elections (including nominations and voting). The Returning Officer may be a

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<sup>3</sup> In accordance with Article 11(5) of the IOI Bylaws.

<sup>4</sup> In accordance with Article 22(6) of the IOI Bylaws.

<sup>5</sup> In accordance with Article 22(7) of the IOI Bylaws.

<sup>6</sup> In accordance with Article 11(2) of the IOI Bylaws.

<sup>7</sup> Preamble of the IOI Bylaws.

non-Director APOR member, a staff member of the IOI General Secretariat or a trusted staff member from an APOR member office.

4. Elections may occur in person or by appropriate and secure electronic means as determined by the outgoing Directors.
5. If an election takes place during a meeting and a Voting member is not present at that meeting, that member may vote in advance by proxy.
6. Elections must occur at the APOR Annual Meeting prior to the IOI General Assembly to enable the incoming Regional President and Directors to commence their roles at the General Assembly.<sup>8</sup> Elections should also be held before the IOI officer elections so APOR Directors are eligible to stand for officer elections.<sup>9</sup> If an APOR Annual Meeting is scheduled outside of the IOI four-year election cycle, the election may take place on the papers to align with the IOI election cycle.
7. At least one month prior to voting, the Returning Officer will call for nominations for Directors from Voting members. Nominees must give their prior consent before being nominated by other members, and may self-nominate.
8. If only one nomination is received for each of the three Director positions, then the Returning Officer will confirm the nominations as Directors.
9. When more than three nominations are received for the Director positions, the nominees must be provided with an opportunity to make their case for election to APOR members.
10. Each APOR Voting member in good standing is entitled to one vote for each of the available Director positions.
11. Voting will be by secret ballot and the election result will be confirmed to APOR members by the Returning Officer.
12. Once Directors are confirmed, the Returning Officer will call for nominations for Regional President from Voting members.<sup>10</sup>
13. If only one nomination is received for Regional President, then that nomination will be confirmed to APOR members by the Returning Officer as Regional President.
14. When more than one nomination is received for the Regional President position, the nominees must be provided with an opportunity to make their case for election to APOR members.
15. Each APOR Voting member in good standing is entitled to one vote for the Regional President position.

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<sup>8</sup> In accordance with Article 11(2) of the IOI Bylaws.

<sup>9</sup> In accordance with Article 19(2) of the IOI Bylaws.

<sup>10</sup> In accordance with Article 22.3(b) of the IOI Bylaws.

16. Voting will be by secret ballot and the election result will be confirmed to APOR members by the Returning Officer.
17. A Director or Regional President may resign their position as Director or Regional President at any time, and must resign their position on vacating office as an Ombudsman.
18. If a Director resigns their position, the Regional President will send a call for nominations to all Voting members to fill the casual vacancy. However, if:
  - a. an Annual Meeting is scheduled to take place within two months, the post may be left vacant; or
  - b. the post can be filled by a Director whose term would otherwise begin at the next General Assembly, the Regional President may nominate that Director to fill that post by co-option. If more than one Director is eligible, then a majority of the Voting members must agree in writing to the co-option.
19. The Regional President will then make Voting members aware of nominations received. If there is more than one nomination, each member nominated will be provided with an opportunity to state their case for election in writing to all regional members. The Regional President will then call for votes in writing from Voting members and confirm in writing the new Director to APOR members.
20. If a Regional President resigns their position, the remaining Directors shall follow the process set out in paragraphs 19 and 20 to elect a new Director.
21. The process set out at paragraphs 12 to 16 will then be carried out to elect a new Regional President. However, if the post can be filled by a Regional President whose term would otherwise begin at the next General Assembly, that individual may fill the post without an election process.
22. If a Regional President vacates their position because they have been elected an IOI officer, process set out at paragraphs 12 to 16 will then be carried out to elect a new Regional President.

## Article 5 APOR Annual Meetings

1. APOR will hold an Annual Meeting to discuss regional updates, regional initiatives, share learnings and best practice in Ombudsmanship, and any other purposes decided by APOR members.
2. The quorum for APOR Annual Meetings shall be the majority of the Voting members.
3. Major decisions proposed at APOR Annual Meetings must be made by way of a resolution passed by a majority of Voting members present at the Annual Meeting.

4. The Regional President will act as Chair of APOR Annual Meetings.
5. The Regional President must provide advance written notice of an APOR Annual Meeting no less than 60 days before the meeting and the opportunity for APOR members to propose agenda items.
6. The APOR Annual Meeting may occur in person and/or virtually.
7. If an APOR Annual Meeting occurs virtually, the host of the meeting must ensure that:
  - a. a majority of Voting members have consented in advance to meeting virtually;
  - b. each APOR member has access to the virtual meeting platform;
  - c. the meeting is secure;
  - d. the host has a procedure for establishing a quorum; and
  - e. the host has a procedure for recording votes.
8. If an APOR Annual Meeting occurs in person, and a member is unable to attend in person, Directors will provide reasonable assistance to enable them to attend and participate virtually.
9. The Regional President is responsible for taking and distributing APOR Annual Meeting minutes.

## Article 6 APOR special meetings

1. APOR may hold special meetings outside of the Annual Meetings. A special meeting may be called by the Regional President, a Director or pursuant to the written request of at least twenty-five percent (25%) of APOR Voting members.
2. Each Voting member shall receive advance written notice of a special meeting of not less than 15 days, unless the meeting is called to address an urgent matter in which case 7 days notice shall suffice. The notice shall specify the place, day and time of the meeting and the general of the business at hand.
3. The quorum for special meetings shall be a majority of Voting members.
4. The Regional President shall Chair special meetings, and be responsible for taking and distributing minutes.
5. The Annual Meeting provisions in Article 5(7)-(8) shall apply equally in the case of special meetings.

## Article 7 Amendments or repeal of APOR Bylaws

1. APOR Voting members may at any time, by a majority, and in person or in writing, alter, amend, repeal or add to these Bylaws.

Adopted at Canberra APOR Conference Australia, March 2010

In accordance with Article 22 of the IOI Bylaws:

- amended by written resolution dated 2 December 2021 by a majority of APOR members;  
and
- amended at an annual meeting of APOR members on 13 May 2024 by a majority of APOR members.