



**Audited Media**  
Association of Australia



## **Regulations**

**Audited Media Association of Australia  
Limited**

**ACN 163 161 402**

(A public company limited by guarantee)

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## 1. INTRODUCTION

- 1.1 These are the Regulations of Audited Media Association of Australia Limited (“**AMAA**”) ACN 163 161 402 as determined by the Board of Directors from time to time pursuant to **Rule 18.1** of the Constitution of AMAA.
- 1.2 In these Regulations references to the Constitution are denoted as ‘Rules’, references to the Regulations are denoted as ‘Regulations’ and the rules of the applicable Standards are denoted as ‘rules’.

## 2. MEMBERSHIP

### 2.1 MEMBERS BOUND BY CONSTITUTION

- 2.1.1 Members of AMAA are bound by the Constitution of the AMAA, these Regulations, and if they are a Media Member, any Standards applying to the Product(s) they have registered with AMAA.

### 2.2 MEMBERSHIP AND PRODUCT REGISTRATION

- 2.2.1 There are three groups of Members of AMAA as defined in **Rule 5** of the Constitution, namely:

- (a) Advertiser Members;
- (b) Advertising Agency Members; and
- (c) Media Organisation Members.

- 2.2.2 **Separate Registration for each Product**

A Media Member must hold a separate registration for each Product the Member is seeking to audit.

- 2.2.3 **Media Member Product Types**

- (a) A Media Member must nominate their Product type from the following:
  - (i) Metropolitan Newspapers;
  - (ii) Metropolitan Sunday Newspapers (Sunday);
  - (iii) Overseas Newspapers;
  - (iv) National Newspapers;
  - (v) Newspaper Inserted Magazines;
  - (vi) Regional Newspapers;
  - (vii) Regional Sunday Newspapers;
  - (viii) Agricultural Publications;
  - (ix) Country Press;
  - (x) Consumer Magazines;
  - (xi) Weekly Consumer Magazines;
  - (xii) Community Language and Indigenous Publications (Paid);
  - (xiii) Digital Publications (Paid – Standalone);
  - (xiv) Business or Professional Publications;
  - (xv) Specialty Publications;
  - (xvi) Community Language Publications,
  - (xvii) Community Newspapers; including Multiple Area Products
  - (xviii) Community Language Newspapers;
  - (xix) Digital Only Publications;
  - (xx) Email Newsletters;
  - (xxi) Trade Exhibition;
  - (xxii) Consumer (Public) Exhibition;
  - (xxiii) Combined Trade and Consumer (Public) Exhibition;
  - (xxiv) Conference;
  - (xxv) Website;
  - (xxvi) Unaddressed Distributed Item; or
  - (xxvii) any other products, as determined by the Board of Directors.
- (b) The Board of Directors may from time to time amend, add to or delete from the Products in respect of which a person can become a Media Member of AMAA.

- (c) The ABC Print Standards apply to the following Product types:
  - (i) Metropolitan Newspapers;
  - (ii) Metropolitan Sunday Newspapers;
  - (iii) Overseas Newspapers;
  - (iv) National Newspapers;
  - (v) Newspaper Inserted Magazines;
  - (vi) Regional Newspapers;
  - (vii) Regional Sunday Newspapers;
  - (viii) Agricultural Publications;
  - (ix) Country Press;
  - (x) Consumer Magazines;
  - (xi) Weekly Consumer Magazines;
  - (xii) Community Language and Indigenous Publications (Paid); and
  - (xiii) Digital Publications (Paid – Standalone).
- (d) The CAB Print Standards apply to the following Product types:
  - (xiv) Business or Professional Publications;
  - (xv) Specialty Publications;
  - (xvi) Community Language Publications;
  - (xvii) Community Newspapers; including Multiple Area Products
  - (xviii) Community Language Newspapers; and
  - (xix) Digital Only Publications.
- (e) The AMAA Email Newsletter Audit Standards apply to the following Product types:
  - (xx) Email Newsletters
- (f) The AMAA Exhibition & Conference Standards apply to the following Product types:
  - (xxi) Trade Exhibition;
  - (xxii) Consumer (Public) Exhibition;
  - (xxiii) Combined Trade and Consumer (Public) Exhibition; or
  - (xxiv) Conference.
- (g) The AMAA Web Audit Reporting Standards apply to the following Product types:
  - (xxv) Website.
- (h) The AMAA Unaddressed Distribution Audit Standards apply to the following Product types:
  - (xxvi) Unaddressed Distributed Item.

#### 2.2.4 Subscribers to Data

Organisations, companies or persons interested in accessing AMAA data who are not eligible for membership will be required to pay a data access or applicable fee or subscription amount determined by the Board of Directors from time to time to access the data on the terms the Directors determine.

#### 2.2.5 AMAA Audit Services and Standards

The Standards correspond to the Product types in **Regulation 2.2.3(a)**. Media Members must ensure that they report all data in line with the Standards which apply to their Product's audit, as follows:

- (a) for Product types in **Regulations 2.2.3(a)(i) to (xiii)**, the ABC Print Standards apply;
- (b) for Product types in **Regulations 2.2.3(a)(i) to (xiv)**, the ABC Digital Standards apply;
- (c) for Product types in **Regulations 2.2.3(a)(xv) to (xix)**, the CAB Print Standards apply;
- (d) for Product types in **Regulations 2.2.3(a)(xv) to (xx)**, the CAB Digital Standards apply;
- (e) for Product types in **Regulations 2.2.3(a)(xxi)**, the AMAA Email Newsletter Audit Standards apply;
- (f) for Product types in **Regulations 2.2.3(a)(xxii) to (xxv)**, the AMAA Exhibition & Conference Standards apply;
- (g) for Product types in **Regulations 2.2.3(a)(xxvi)**, the AMAA Web Audit Standards apply; and
- (h) for Product types in **Regulations 2.2.3(a)(xxvii)**, the AMAA Unaddressed Distribution Audit Standards apply.

## 2.3 APPLYING FOR MEMBERSHIP

- 2.3.1 Any person may apply in writing for membership of AMAA by completing a **Membership Application** in the form from time to time prescribed by the Board of Directors and lodging that application with AMAA.
- 2.3.2 A person applying for membership of AMAA must comply with the Constitution, the Regulations, and for Media Members, the Standards which apply to the Product(s) they have registered for audit.
- 2.3.3 A person applying for membership of AMAA must:
- (a) nominate in their membership application the type of membership which they are seeking; and
  - (b) submit with their membership application the applicable amount of the annual subscription determined by the Board of Directors pursuant to these Regulations.
- 2.3.4 A person applying to be a Media Member, in addition to the requirements of **Regulation 2.3.3**:
- (a) must nominate in writing the Product(s) which they are seeking to register for audit, their Product type, and which AMAA audit service(s) applies to that Product(s); and
  - (b) where they are applying in respect of more than one Product:
    - (i) acknowledges that they will be required to have and maintain separate registration in respect of each Product nominated once they are admitted as a Media Member; and
    - (ii) must submit with their application form the applicable amount of the annual fees determined by the Board of Directors pursuant to these Regulations for each separate Product registration; and
    - (iii) where applicable, must also meet the requirements in **Regulations 2.4.4 (b), 2.4.4 (c), and 2.4.4 (d)**.
- 2.3.5 A person applying to be an Advertising Agency Member who wishes to make information issued by AMAA available at that person's offices maintained by them in more than one state or territory of Australia or at a location outside Australia, in addition to the requirements of **Regulation 2.4.10**:
- (a) must nominate in writing the locations of those offices; and
  - (b) acknowledges that they will be required to have and maintain separate registration for each of those offices if they are admitted as an Advertising Agency Member; and
  - (c) must submit with their application form the applicable amount of the annual subscription determined by the Board of Directors pursuant to these Regulations for each separate office registration.

## 2.4 ADMISSION TO MEMBERSHIP

- 2.4.1 **Accepting or refusing an application for membership**  
The Board of Directors must accept or refuse an application from a person applying to be a member in accordance with **Rule 6** of the Constitution.
- 2.4.2 The Board may refuse any membership application and in that case must return the amount of any registration accompanying the membership application.
- 2.4.3 **Admission as an Advertiser Member or Advertising Agency Member**  
A person applying to be an Advertiser Member or Advertising Agency Member will be admitted to membership upon the acceptance of their application pursuant to **Regulations 2.4.1** and the Constitution.
- 2.4.4 **Admission as a Media Member**  
Pursuant to **Rule 5.2 (b)** of the Constitution, the admission of a person as a Media Member who has their application accepted pursuant to **Regulations 2.4.1 (Applicant)** is subject to and conditional upon the following:
- (a) Completion of a membership form and payment of all membership fees applicable to a Media Member;
  - (b) The acceptance of the nomination for registration of a Media Member's Product(s) for audit with AMAA, and payment of all registration fees applicable to the Product(s);
  - (c) The Applicant must install and maintain those records which the Board of Directors reasonably requires in accordance with these Regulations and the Reporting Standards to assist the auditing of the Product(s); and

- (d) When the Applicant has complied with **Regulations 2.4.4 (a), 2.4.4 (b), and 2.4.4 (c)**, it must arrange for an Audit or Initial Audit of each Product which the Media Member has nominated for registration, to be conducted in accordance with the applicable Standards and the Regulations, to the satisfaction of the Board.
  - (e) The Media Member must satisfy, in the opinion of the Board, any other requirements applicable to the Product they are nominating for registration under the Regulations or Standards.
- 2.4.5 For the purposes of **Regulations 2.4.4**, if the Applicant lodges its application for registration in respect of a Product more than thirty days after the expiration of the most recent Audit Period applying to the audit service which covers that Product, then the Initial Audit under **Regulation 2.4.4** must be in respect of the next immediate Audit Period.
- 2.4.6 An Applicant will be admitted as a Media Member for a Product only when:
- (a) the Applicant has complied with **Regulations 2.4.4 (a) to 2.4.4 (e)** inclusive in respect of that Product, to the satisfaction of the Board of Directors; and
  - (b) the AMAA Audit Report and the Auditor's Certificate for the Initial Audit of that Product have been accepted by AMAA under **Regulations 3.2.2, 3.2.3 and 3.2.4**.
- 2.4.7 **Record and notification of admission as a Member**
- As soon as a person is admitted as a Member in accordance with the Constitution and Regulations, the Chief Executive Officer must advise that person in writing:
- (a) that the person has been admitted as a Member;
  - (b) the type of membership to which the person has been admitted;
  - (c) the date on which the membership commenced; and
  - (d) for Media Members, the Registered Product(s) and Product type which they have successfully registered for audit.
- 2.4.8 The Chief Executive Officer must keep a record of the names and addresses (including postal address, contact details and email address, if any) of the Members admitted by the Board of Directors, the type of membership to which the Members are admitted, and for Media Members, the Registered Product/s in respect of which they are Members.
- 2.4.9 **Requirement for separate registration**
- A Media Member must maintain separate registration for each Product for which it wishes to submit Reporting Statements in accordance with the Regulations and the Standards.
- 2.4.10 Each Advertising Agency Member who wishes to make material issued by AMAA available to their employees at that Member's offices:
- (a) in more than one state or territory of Australia; or
  - (b) at a location outside Australia (but only in cases where the Member also has as an office in Australia),
  - (c) must maintain a separate registration of AMAA in respect of:
  - (d) each office in a state or territory of Australia; and
  - (e) where the member has an office outside Australia, at each office located in another country.
- 2.4.11 **Applicant bound by Constitution, Regulations, and Standards**
- An Applicant is bound by the Constitution, Regulations and the applicable Standards from the date on which its application for Membership and Product registration was accepted by the Board of Directors pursuant to **Regulations 2.4.1** until either:
- (a) the date on which the Applicant is admitted as a Media Member pursuant to **Regulations 2.4.6**, in which case **Regulations 2.1.1** will immediately apply;
  - (b) the date on which the Applicant in writing advises the Chief Executive Officer that the Applicant withdraws its application for registration of the Product(s), or its membership application in the category of Media Member; or
  - (c) the date on which the Chief Executive Officer in writing advises the Applicant that they will not be admitted as a Member in the category of Media Member because they have been unable to comply with the requirements of **Regulations 2.4.6**.

- 2.4.12 A Media Member in respect of an Exhibition or Conference must obtain a separate registration for each exhibition or conference (Product) for which it requires AMAA to issue an Audit Certificate. The exhibition organiser must apply for Media Membership and complete a registration form in respect of the Product. Once an exhibition is registered with AMAA, the registration stands until the next date of the exhibition or the Member specifically deregisters the Product. Subsequent equivalent Exhibition or Conference events are committed to completing an audit unless deregistration is properly effected.
- 2.4.13 **Applicant – No Voting Rights**  
An Applicant does not have voting rights until it is admitted by the Board of Directors of AMAA as a **Full Media Member** in respect of a Registered Product.
- 2.4.14 **Media Member – One Vote for each Registered Product**  
At any meeting of members where a poll is conducted, or for a ballot, a Media Member has one vote for each Registered Product.
- 2.4.15 **Media Member – No Vote without a Registered Product**  
A Media Member without a current Registered Product cannot hold membership of AMAA and therefore has no voting rights at any poll or meeting of members.
- 2.4.16 **Eligibility Criteria for Membership**  
The Board of Directors must maintain and publish eligibility criteria for membership.

## 2.5 SUBSCRIPTIONS, LEVIES

- 2.5.1 **Subscriptions for new members**  
A person admitted as a Member on or before 31 December in any Financial Year must pay the full annual membership subscription determined pursuant to **Regulations 2.5.3** for that Financial Year.
- 2.5.2 A person admitted as a Member on or after 1 January in any Financial Year must pay one half of the annual membership subscription determined pursuant to **Regulations 2.5.3** for that Financial Year.
- 2.5.3 **Subscriptions, levies, fees and fines**  
A Member must pay each annual membership subscription or other levy as may be determined from time to time by the Chief Executive Officer and approved by two-thirds majority of the Board of Directors.
- 2.5.4 A Member must pay any subscription, levy, fee or fine imposed in accordance with these Regulations within thirty business days after the date of AMAA's written request for payment.
- 2.5.5 **Unpaid Subscriptions, levies, fees or fines**  
A Member is not entitled to:  
(a) receive any service provided by AMAA; or  
(b) exercise any rights or privileges of membership,  
if any subscription, levy, fee or fine imposed in accordance with these Regulations has not been paid within the time required by **Regulations 2.5.4**, and that disentitlement will remain until either:  
(c) the subscription, levy, fee or fine is paid to AMAA; or  
(d) the Member's membership is terminated under **Regulations 2.6.4**.
- 2.5.6 If a Media Member has not paid any subscription, levy, fee or fine imposed in accordance with these Regulations within the time required by **Regulations 2.5.4** then **Regulations 2.6.4** applies in addition to the sanctions imposed under **Regulations 2.5.5**.
- 2.5.7 An annual subscription or a levy decided and approved under **Regulations 2.5.1** is not refundable.

## 2.6 RESIGNATION, EXPULSION, TERMINATION, DE-REGISTRATION AND REINSTATEMENT OF MEMBERSHIP/REGISTRATION

2.6.1 A Member may resign as a Member or deregister a Registered Product by giving AMAA at least three months' notice in writing of its intention to resign or deregister a Product, provided that all moneys owing to AMAA from the Member in accordance with these Regulations are paid in full.

### 2.6.2 Deregistration of a Member's Product

A Media Member's Registered Product may be deregistered at any time by the Board of Directors if:

- (a) (i) the Media Member's records and information presented to the Auditor appointed for a Product they have registered under these Regulations for the purposes of an Audit are not in that Auditor's opinion suitable to be audited; and
- (ii) the Media Member does not provide the records and information required to be maintained by the Media Member under these Regulations as the Chief Executive Officer requires in respect of a Product the Member has registered within fourteen days after written notice by the Audit Inspector to do so; or
- (b) the Media Member does not submit to AMAA by the due date a Reporting Statement as required by the relevant Reporting Standards for its Product in accordance with these Regulations.

2.6.3 (a) The Chief Executive Officer or the Audit Inspector, as the case may be, must advise the Board of Directors of any breach, by a Member or its Registered Product, of the Regulations or the applicable Standards (**Breach**) which either of them may observe or which may be reported to either of them.

(b) Where the Board receives an advice under **Regulations 2.6.3 (a)**, the Board by written notice (**Breach Notice**) may require the Member to remedy the Breach in respect of their Registered Product within the time stipulated in the Breach Notice.

(c) If the Breach is not remedied by the Member within the time stipulated in the Breach Notice, the Board by written notice to the Member may terminate the membership of that Member or the registration of its Registered Product.

2.6.4 In addition to the expulsion provisions of the Constitution and subject to **Regulations 2.6.5**, the Board by written notice to the relevant Member (**Termination Notice**) may deregister a Registered Product or terminate the membership of any Member who in the opinion of the Board:

- (a) breaches any of these Regulations or applicable Standards;
- (b) makes any false or fraudulent statement as to the circulation or distribution of any Product; or
- (c) has displayed conduct which is detrimental to AMAA or its reputation.

2.6.5 Pursuant to the expulsion provisions of the Constitution, the termination of the membership of a Member who receives a Termination Notice, or the deregistration of a Registration Product, will not operate until the Member has an opportunity to be heard in their own defence by the Board of Directors on terms and conditions the Board considers reasonable.

2.6.6 A Member whose Product is deregistered or whose membership of AMAA is terminated in accordance with these Regulations:

- (a) will forfeit to AMAA all moneys paid by the Member in respect of its membership and the Product/s it has registered with AMAA; and
- (b) will remain liable for, and will pay to AMAA all moneys which at the time of ceasing to be a Member were due from the Member to AMAA.

### 2.6.7 Reinstatement of membership

A Member whose membership is terminated or who is expelled for any reason in accordance with these Regulations:

- (a) may be reinstated as a Member by the Board of Directors subject to any lawful conditions which the Board may determine; and
- (b) cannot be reinstated while any Membership fee, fine or levy is outstanding.
- (c) must submit and have accepted any required Reporting Statements that are outstanding as defined in the relevant Standards.



#### 2.6.8 **Reregistration of a Product**

A Registered Product which has been deregistered for any reason in accordance with these Regulations may have its registration reinstated by the Board of Directors subject to any conditions which the Board may determine which the Member holding the registration must meet.

#### 2.6.9 **Membership entitlements not transferable**

A right, privilege or obligation which a Member or its registered Product(s) has by reason of being a Member of AMAA:

- (a) is not capable of being transferred or transmitted to another Member or Registered Product or other person, and
- (b) terminates on termination or resignation of the Member's membership or on deregistration of the Product's registration.

### 3. REPORTING, ACCEPTANCE OF REPORTING AND SUMMARIES OF DATA

#### 3.1 REPORTING

- 3.1.1 A Media Member is required to submit information or data as applicable for its Products in accordance with these Regulations and the Standards applying to its Product.
- 3.1.2 All data for a Registered Product must be calculated in accordance with the applicable Standards which the Board of Directors determines apply to the Product. The data must be submitted by a Media Member in a Reporting Statement, the form of which is as determined by the Board from time to time and as specified in the Standards applying to that member's Registered Product.
- 3.1.3 The data must be submitted for the Reporting Period(s) which apply to that Media Member's Registered Product, as specified in the applicable Standards.
- 3.1.4 A Media Member may also submit additional data for its Registered Products(s) in accordance with these Regulations and Standards in the form of a Voluntary Report.
- 3.1.5 **Form of Reporting Statements determined by AMAA**  
The Board of Directors from time to time may determine in writing:
- (a) the form(s) in which Reporting Statements for the Standards are to be submitted to AMAA; and
  - (b) the information to be contained in Reporting Statements;
  - (c) the procedures to be adopted in preparing Reporting Statements; and
  - (d) the manner in which Reporting Statements for the Standards are to be submitted, for instance, in paper or online through the AMAA website or another web portal approved by AMAA.
- 3.1.6 All determinations of the Board of Directors under **Regulations 3.1.5** must be consistent with the Regulations.
- 3.1.7 A Media Member must ensure that each Reporting Statement submitted in accordance with the Standards applying to its Product:
- (a) contains the required data which has been:
    - (i) calculated in accordance; and
    - (ii) otherwise complies, with the Standards; and
  - (b) has been prepared in accordance with the Regulations and the applicable Standards.
- 3.1.8 If AMAA considers that a Reporting Statement (or its content) lodged by a Registered Product of a Media Member does not comply with these Regulations (or the applicable Standards):
- (a) AMAA may return the Reporting Statement for a registered Product to the Media Member with a written request for amendment; and
  - (b) the Media Member must:
    - (i) amend the Reporting Statement for the Product as requested by AMAA; and
    - (ii) return the amended Reporting Statement for the Product to AMAA, not more than seven days after the date on which the Media Member receives AMAA's written request under **Regulations 3.1.8 (a)**.
- 3.1.9 AMAA is not obliged to:
- (a) accept a Reporting Statement; or
  - (b) include in a Summary of Data (eData) the content of a Reporting Statement it has received from a Media Member if any subscription, levy or fee imposed on that Media Member for that Registered Product in accordance with these Regulations has not been paid within the time required by **Regulations 2.5.1**.
- 3.1.10 Media Members must refer to the Standards that apply to each Registered Product for which that Member holds registration to determine the reporting requirements that apply to that Product.
- 3.1.11 A Media Member must prepare and submit Reporting Statements during the period of its Registered Product's registration and that Member's membership.

- 3.1.12 A Media Member must ensure that they use the latest version of the Regulations and the applicable Standards when preparing Reporting Statements.
- 3.1.13 A Media Member must ensure that they use the most current form when submitting a Reporting Statement.
- 3.1.14 **Records must be kept**
- A Media Member must keep all records and documents which are relevant to supporting the sales or distribution claims made in a Reporting Statement for not less than 24 months after the date of the Reporting Statement.
- 3.1.15 **Submission of Reporting Statement**
- A Reporting Statement must be submitted by a Media Member for a Registered Product to AMAA not more than thirty days after the end of the Audit Period, unless another time frame is allowed by the applicable Standards. Late Fees will apply if members fail to meet the submission deadlines in these Regulations or the applicable Standards.
- 3.1.16 **Audit Report must be audited by appointed Auditors**
- All Audit Reports submitted to AMAA for audit must be audited by an Auditor appointed by the Board under these Regulations.
- 3.1.17 **Media Member must provide information and access to Auditors**
- A Media Member must make available to AMAA and its Auditor carrying out an Audit of that Member's Product:
- (a) all records, documents, information and explanations which the Auditor considers necessary and reasonable to enable the Auditor to prepare an accurate Audit Report; and
  - (b) access during business hours to relevant support staff to assist the Auditor as required with the audit.
- 3.1.18 The AMAA Auditor should provide at least 7 days' notice to the Member where it requires access to the Member's Product data, material or premises.
- 3.1.19 If a Media Member refuses to make available any of the resources referred to in **Regulations 3.1.17 (a) and (b)**, the Auditor must issue a written demand on that Member for access to, or the provision of, the necessary resources.
- 3.1.20 If the Auditor's written demand is refused or not fully complied with by the Media Member within seven (7) days of the demand being made, the Auditor must immediately advise the Board. Refusal of such access or non-compliance with the Auditor's request may result in the refusal or withdrawal of any or all certification of that Member's Product by AMAA.

## 3.2 ACCEPTANCE OF REPORTING STATEMENTS BY AMAA

- 3.2.1 AMAA will only include in a relevant Summary of Data the content of a Reporting Statement, Audit Report or Audit Certificate accepted by AMAA for a Registered Product.
- 3.2.2 AMAA's acceptance of a Reporting Statement for a Registered Product will be deemed to have occurred immediately before the content of the Reporting Statement is published:
- (a) in a relevant Summary of Data;
  - (b) on AMAA's website (eData); or
  - (c) in some other form of release of data that the Board of Directors authorises.
- 3.2.3 If AMAA accepts a Reporting Statement for a Registered Product, that acceptance does not constitute a representation by AMAA that the content of that Reporting Statement is correct.
- 3.2.4 Subject to **Regulations 3.2.5**, AMAA will accept a Reporting Statement for a Registered Product for the purposes of these Regulations:
- (a) subject to inspection by the Audit Inspector of the Audit Certificate and the Auditor's Opinion and the Right of the Auditor to:
    - (i) inspect all records, documents and information which the Auditor used to form the view expressed in the Auditor's Opinion; and
    - (ii) have access to any other information held by the Media Member or an Auditor which the Audit Inspector reasonably considers is necessary to interpret or verify the content of the Reporting Statement;
  - (b) subject to the result of any Review Audit directed by the Board of Directors or the Audit Inspector in respect of the Reporting Statement or its content; and
  - (c) if AMAA has no reason to believe that the Reporting Statement and its submission does not comply with the requirements of the Regulations and the applicable Standards.
- 3.2.5 AMAA will not accept a Reporting Statement for a Registered Product if:
- (a) the Auditor's Opinion in respect of the Audit Certificate or Audit Report contains a qualification;
  - (b) the Board of Directors considers that the content of the Reporting Statement for that Product has not been verified or prepared in accordance with the Regulations and the applicable Standards;
  - (c) the Reporting Statement for that Product has not been submitted within the time stipulated in **Regulations 3.1.18** and any required fee for late submission has not been paid;
  - (d) any fee has not been paid;
  - (e) the Reporting Statement for that Product is incomplete;
  - (f) the Product registered with AMAA is subject to a complaint, or there is an outstanding complaint from a previous period;
  - (g) the Audit Inspector has:
    - (i) advised the Board of Directors that there is a concern relating to the reliability of the content of the Reporting Statement; and
    - (ii) provided the Board of Directors with reasons for that concern which the Board considers are such that the Reporting Statement should not be accepted by AMAA; or
  - (h) AMAA has exercised its discretion not to accept the Reporting Statement under **Regulations 3.2.5**.
- 3.2.6 Unless a Media Member has been instructed by AMAA to amend their Reporting Statement pursuant to **Regulations 3.1.8(a) or 3.1.8(b)(i)**, a Member must not add or delete from or otherwise alter any copy of a Reporting Statement after the data in that Reporting Statement has been released by AMAA.
- 3.2.7 **Media Member responsible for accuracy of Reporting Statements**
- For the purposes of the Regulations, a Media Member is solely responsible for the accuracy of a Reporting Statement in respect of that Member's Registered Product.

- 3.2.8 The signing of a Reporting Statement for a Registered Product by or on behalf of the Media Member will be deemed to be a representation to AMAA that the Member verifies the accuracy of the data in that Reporting Statement.
- 3.2.9 Unless **Regulations 3.2.10** applies, each Reporting Statement submitted by a Media Member to AMAA in respect of a Registered Product must be signed:
- (a) where the Media Member is an individual, by that individual; or
  - (b) where the Media Member is a partnership, by the partner designated as the senior or managing partner or similar; or
  - (c) where the Media Member is a corporation, by the Media Member's chief executive officer or another officer reporting directly to the chief executive officer who is duly authorised by the Media Member to sign Reporting Statements.
- 3.2.10 Where a Media Member has applied for and obtained a password, login and/or digital signature for the submission of Reporting Statements online, whether through AMAA website or another web portal approved by AMAA, the Media Member is required to use that digital signature when submitting any Reporting Statement in respect of their Registered Product.
- 3.2.11 Online submission of a Reporting Statement for a registered Product will be taken as a representation from the Member that the data contained in that Reporting Statement is true and accurate.
- 3.2.12 A Member may have the registration for a Product terminated for submitting false data.
- 3.2.13 AMAA will not be held liable or responsible for any delays or losses arising from a failure of the online web portal to submit a Reporting Statement for a Member's Registered Product to AMAA.
- 3.2.14 A Member who is in arrears with their Membership Fee, registration fee or other money payable to AMAA will not be entitled to:
- (a) submit a Reporting Statement for that registered Product to AMAA;
  - (b) have their Reporting Statement for that registered Product included in an AMAA Summary of Data; or
  - (c) receive any other service provided by AMAA to Members.
- 3.2.15 If a Media Member fails to comply, without providing a reasonable explanation, with the reporting requirements of the Regulations or the Standards that are applicable to that Member's Registered Product, the following actions may be taken by the Board after due consideration:
- (a) On the first working day following the period of Summary of Data (eData) release, a Bulletin may be issued by AMAA stating that the Reporting Statement for a Registered Product is due but not received and that previous Reporting Statements for that Registered Product, being out of date, should be disregarded.
  - (b) The Media Member's Product's registration will be held in suspension for consideration by the Board and the Member advised by written notice (*Suspension Notice*) of the suspension.
  - (c) The Board will release the suspension of the member's Product's registration after submission of the required Reporting Statement.
  - (d) If a Media Member's Product's registration is suspended, the Member will have an opportunity to be heard in its own defence before the Board on terms and conditions the Board considers reasonable.
  - (e) If the Member desires to be heard by the Board under **Regulations 3.2.15 (d)**, the Member must give the Board written notice of that desire **no later than 14 days** after the date of the Suspension Notice.
  - (f) If the Member does not provide a notice in accordance with **Regulations 3.2.15 (e)** the suspension of the membership of the Member will stand.
  - (g) Following a hearing under **Regulations 3.2.15(e)**, the Board may decide to:
    - (i) confirm the suspension of the Member's Product's registration; or
    - (ii) withdraw the Suspension Notice,
 and must advise the Member in writing of its decision.

### 3.2.16 **Fee for late submission**

If a Media Member submits a Reporting Statement after the time stipulated in the Regulations or the applicable Standards, the Member must pay to AMAA a late submission fee determined from time to time by the Board of Directors.

3.2.17 The fee for late submission of a Reporting Statement must accompany the Reporting Statement when it is submitted.

3.2.18 If a Media Member fails to pay a late submission fee within twenty business days after the end of the Reporting Period to which the Reporting Statement late submission fee applies, the Board will regard that failure to be a failure to pay a fee for the purposes of **Regulations 2.5.5**.

### 3.2.19 **Acceptance of Reporting Statement**

If AMAA accepts the Reporting Statement submitted in accordance with the Regulations, content from the Reporting Statement will be published by AMAA in a forthcoming Summary of Data (eData), Supplement or other appropriate release of data by AMAA.

## 3.3 **SUMMARIES OF DATA**

3.3.1 After the end of a Reporting Period AMAA will prepare Summaries of audited data in respect of that Reporting Period for the relevant Standards and distribute them to Members.

3.3.2 Each Summary of Data (eData) prepared pursuant to **Regulations 3.3.1** must:

- (a) summarise the contents of all Reporting Statements, related to Standards, which:
  - (i) Media Members have lodged with AMAA for the most recent Audit Period or Reporting Period; and
  - (ii) have been accepted by AMAA in accordance with the Regulations; and
- (b) be in the form determined by the Board of Directors from time to time.

3.3.3 Each Summary of Data (eData) prepared and distributed by AMAA under the Regulations is prepared and distributed on the basis that AMAA:

- (a) has relied on the representations of each Media Member which has submitted a Reporting Statement that the content of the Reporting Statement is factual and accurate; and
- (b) includes the content of Reporting Statements on the basis of the representations under **Regulations 3.2.8 or 3.2.9** and without expressing any opinion.

3.3.4 Each Member will receive access to each relevant Summary of Data (eData) prepared by AMAA.

3.3.5 A Member may purchase from AMAA, access to historical Summaries of Data, and or other reported data, at the price determined by the Chief Executive Officer from time to time.

3.3.6 No release by AMAA of any distribution or circulation data constitutes a representation by AMAA that the content of any Reporting Statements is correct.

## 4. AUDITS, AUDITORS AND AUDIT INSPECTOR

### 4.1 AUDITS

- 4.1.1 The Board of Directors may authorise audits to be carried out by AMAA in respect of any matter which the Board considers is within AMAA's objects under the Constitution and Regulations.
- 4.1.2 All audits will be governed by the Regulations and the Standards in force for the particular Product type.
- 4.1.3 All specific terms, requirements, and processes of an audit will be defined in the Standards applying to a Member's product type.
- 4.1.4 The specific audit periods for each product type are detailed in the Standards applying to the Media Member's product type.
- 4.1.5 **Auditors and Media Members Bound By any applicable Standards**
  - (a) Auditors and Media Members must observe and are bound by any applicable Standards when:
    - (i) carrying out Audits under the Regulations or applicable Standards; or
    - (ii) preparing Audit Certificates and Publisher's Statements or Publisher's Report, as applicable.
- 4.1.6 Auditors and Media Members must ensure they are using the latest version of the applicable Standards.

### 4.2 INSPECTION AUDITS AND REVIEW AUDITS

- 4.2.1 The Chief Executive Officer in consultation with the Board of Directors may direct a **Review Audit** be carried out in respect of a Product:
  - (a) as provided in **Regulations 4.2.3**; or
  - (b) where the Chief Executive Officer determines that the data in a Reporting Statement cannot be verified to the satisfaction of the Chief Executive Officer.
- 4.2.2 The Chief Executive Officer at any time may direct an **Inspection Audit** in respect of a product.
- 4.2.3 **Media Member must comply with request for Inspection audit or Review audit if:**
  - (a) the Chief Executive Officer, in consultation with the Board of Directors, directs a Review Audit under **Regulations 4.2.1**,
  - (b) the Chief Executive Officer directs an Inspection Audit under **Regulations 4.2.2**; or
  - (c) in respect of a product, the Chief Executive Officer must notify in writing the Media Member who publishes or distributes that Product and request the Media Member to provide access to their relevant records and documents for the purpose of the Audit.
- 4.2.4 A Media Member who receives a notice under **Regulations 4.2.3** must comply with the request in that notice within **fourteen days** after the date the Media Member receives the notice.
- 4.2.5 For the purposes of an Inspection Audit or a Review Audit, a Media Member must:
  - (a) provide to the Auditor nominated or appointed by the Chief Executive Officer :
    - (i) full and unrestricted access to all of the Media Member's records and documents which are relevant to supporting circulation claims for its Product; and
    - (ii) an authority addressed to every third party involved in the distribution of the Product being audited (for example distributors, mailing houses or computer access) requesting them to provide full and unrestricted access to their records and documents relevant to supporting circulation claims; and
  - (b) if requested, ensure that the Media Member's relevant staff attend the Audit.
- 4.2.6 A Media Member who does not comply with the provisions of **Regulations 4.2.5(a)** or **4.2.5(b)** will not be entitled to have their circulation or digital claims in respect of a Product, which are the subject of the inspection Audit or review Audit, included in any Summary of Data.
- 4.2.7 **Auditor must attend Inspection audit or Review audit**

If requested, the Auditor appointed by the Chief Executive Officer to the Circulation Audit or Distribution Audit which is the subject of an Inspection Audit or a Review Audit must attend that Inspection Audit or Review Audit.

- 4.2.8 An Auditor requested to attend an Inspection Audit or a Review Audit must:
- (a) co-operate with the Auditor performing that Inspection Audit or Review Audit; and
  - (b) if requested, provide all of their working papers relating to their Circulation Audit or Distribution Audit or Digital Audit which is the subject of that Review Audit or Inspection Audit.



## 4.3 AUDITORS

An AMAA audit is designed to provide a high degree of assurance that a media member's data and any information contained in an AMAA audit report is fairly stated in all respects.

### 4.3.1 Audit only by approved Auditor

- (a) An Audit must only be carried out by an AMAA Auditor appointed by the Board of Directors, unless otherwise approved by the Board of Directors.
- (b) A Media Member may apply to the Board of Directors regarding the appointment of an approved Auditor under **Regulation 4.3.4**, who is not an AMAA Auditor.

4.3.2 Audits must be conducted in accordance with the latest version of the Regulations and any applicable Standards and include any areas of focus in the Audit as directed by the Board of Directors.

### 4.3.3 Audit Guidelines

The Board of Directors from time to time may determine in writing audit guidelines to be observed by Auditors when carrying out Audits under these Regulations and Standards and by Media Members when preparing Reporting Statements.

### 4.3.4 Auditor to be qualified

An individual who wishes to be an Auditor must be a current financial member of one of the following organisations:

- (a) The Institute of Chartered Accountants (Australia);
- (b) CPA Australia;
- (c) The Association of Taxation and Management Accountants (Australia) in one of the following categories of membership:
  - (i) Member;
  - (ii) Fellow; or
  - (iii) International Member; or
  - (iv) any other association which the Board of Directors considers has equivalent standards of expertise, professionalism and independence for its members as the associations in **Regulations 4.3.4 (c)(i) to (iii)**.

### 4.3.5 Auditor to be approved

The Board of Directors may approve to be an Auditor an individual who:

- (a) is qualified in accordance with **Regulations 4.3.4**; and
- (b) the Board considers is of good character and professional reputation; and
- (c) is employed by an audit firm that has paid the registration fee and passed the auditor accreditation program as determined by the Board of Directors.

4.3.6 An approval under **Regulations 4.3.5** is personal to the individual approved to be an Auditor and does not operate to include any entity which may employ that individual.

### 4.3.7 Registration of auditor

An individual approved as an Auditor under **Regulations 4.3.5** will be registered with AMAA by the Chief Executive Officer as an Auditor approved to carry out Audits under the Regulations for specific Standards. AMAA will advise under which Standards the Auditor has been approved to conduct audits.

4.3.8 The Chief Executive Officer will maintain a list of the individuals approved and registered as Auditors and the audit services for which they can conduct audits.

4.3.9 An individual approved as an Auditor or involved in the audit process may be required to attend training workshops relating to the application of the Regulations, applicable Standards for which they are registered to conduct audits, and other topics, as determined by the Board of Directors, to maintain their AMAA registration.

#### 4.3.10 Auditor must notify cessation of qualification

If an Auditor ceases to be a current financial member of one of the organisations stipulated in **Regulations 4.3.4**, the Auditor must notify the Chief Executive Officer of that fact.

#### 4.3.11 Appointment of Auditor to audit

Subject to **Regulations 4.3.12** and **4.3.13**, the Board of Directors must appoint an Auditor to carry out Audits of a registered Product.

#### 4.3.12 Request for local Auditors

Media Members may compile a list of all individuals who are on AMAA's register of Auditors and who are local to any of the places where the Media Member's Product is published or sited.

4.3.13 If requested by a Media Member and if practical the Board of Directors must appoint one or more of those local Auditors to carry out Audits of that Media Member's Product under **Regulations 4.3.5**.

#### 4.3.14 Request for change of appointed Auditor

A Media Member may at any time request the Board of Directors to withdraw the appointment of an Auditor in respect of a registered Product of that Media Member (Existing Auditor) and appoint another Auditor under **Regulations 4.3.5**.

4.3.15 A Media Member who makes a request under **Regulations 4.3.14** must:

- (a) make that request in writing; and
- (b) provide their reasons for requesting the withdrawal of the appointment of the Existing Auditor.

4.3.16 If the Board of Directors decides that the reasons provided under **Regulations 4.3.14**:

- (a) do not warrant the withdrawal of the appointment of the Existing Auditor:
  - (i) the Board of Directors must advise the Media Member who lodged the request of that decision; and
  - (ii) the Existing Auditor must proceed to carry out the Circulation Audits or Distribution Audit or Digital Audit required by the Regulations in respect of the relevant publication; or
- (b) warrant the withdrawal of the appointment of the Existing Auditor, the Board of Directors must:
  - (i) advise both the Media Member who lodged the request and the Existing Auditor of that decision; and
  - (ii) appoint another Auditor under **Regulations 4.3.11**.

#### 4.3.17 Removal of Auditor from register

The Board of Directors may withdraw its approval of an Auditor under **Regulations 4.3.5** and direct the Chief Executive Officer to remove the Auditor's name from the list of approved and registered Auditors if:

- (a) the Auditor requests their name be removed from the list of approved and registered Auditors;
- (b) the Auditor ceases to be a current financial member of any of the organisations listed in **Regulations 4.3.4**; or
- (c) in the opinion of the Board of Directors, the Auditor:
  - (i) has failed to carry out an Audit in accordance with these Regulations and any applicable Standards;
  - (ii) has failed to comply with the requirements of **Regulations 4.3.2** or **4.1.5**; or
  - (iii) is no longer a person of good character or professional reputation.

#### **4.4 AUDIT INSPECTOR**

4.4.1 The Board of Directors may appoint an Audit Inspector on terms and conditions which the Board considers appropriate.

4.4.2 The Audit Inspector must:

- (a) be an employee of AMAA; or
- (b) be an Auditor; or
- (c) be lawfully qualified to conduct inspections.

4.4.3 The Audit Inspector:

- (a) must advise the Board of Directors concerning matters relevant to Audits, including processes and procedures to ensure the integrity and accuracy of Audits; and
- (b) is responsible for ensuring that the Regulations relating to Audits and the Audit Guidelines meet the needs of Members advised from time to time by the Board of Directors.

4.4.4 The Audit Inspector must, or must arrange for AMAA Auditors to, carry out Review Audits and Inspection Audits when directed by the Board of Directors in accordance with the Regulations.

4.4.5 The Audit Inspector must carry out the responsibilities assigned to the Audit Inspector under any other provision of the Regulations.

## 5. PUBLICITY

### 5.1. PUBLICITY REGULATIONS

#### 5.1.1 Principles for reporting data

AMAA offers audit services for Products including print and digital publications, email newsletters, exhibitions and conferences under its AMAA, ABC and CAB brands. Each audit service has its own specific publicity Regulations contained in the Standards; however some common principles for reporting data and the Publicity Regulations apply to all Products being audited by AMAA:

- (a) The reporting of data by members must be clear and transparent.
- (b) Any comparison of data by members must be made on a like-for-like basis.
- (c) Any AMAA, ABC or CAB data must not be manipulated to create figures that have not been released by AMAA, unless as approved by the Board defined in **Regulations 5.1.25**.
- (d) AMAA, ABC or CAB data must not be manipulated to create a false or inaccurate impression or an impression that may mislead users of the data, either expressly or by implication.
- (e) Current relevant headline numbers must be used when historical or category subsets are reported.
- (f) Audited data reported under the ABC Print Standards cannot be compared to audited data reported under the CAB Print Standards, or displayed in such a way as to suggest the different data sets can be compared.

#### **The following publicity Regulations apply to all Products being audited by AMAA:**

- 5.1.2 The reporting of data by members must be clear and transparent. All published data must be sourced and presented in such a way that it is clear which information has and which has not been certified by AMAA, ABC or CAB. A Member must not position the AMAA, ABC or CAB logo or advertisements in such a way as to imply an association of non-AMAA data with AMAA.
- 5.1.3 Any comparison of data by members must be made on a like-for-like basis. For example, circulation data cannot be compared to distribution data. ABC data cannot be compared with CAB data or displayed in a way that suggests they can be compared. The term 'readership' or 'reader' may not be used in conjunction with data relating to the circulation or distribution of a Product.
- 5.1.4 Any AMAA, ABC or CAB data must not be manipulated to create figures that have not been released by AMAA.
- 5.1.5 AMAA, ABC or CAB data must not be manipulated to create a false or inaccurate impression or an impression that may mislead users of the data, either expressly or by implication.
- 5.1.6 The most currently released data or headline numbers must be reported by members, particularly if historical data is reported or category subsets of current data are reported. Please refer to the publicity Regulations in the applicable Standards for specific rules that relate to a particular Product's audit service.
- 5.1.7 AMAA, ABC or CAB data must not be compared to data from other sources so as to create a false impression, either expressly or by implication. ABC and CAB audited Print data cannot be compared to each other or in any way displayed together to suggest that they can be compared, whether graphically, numerically, or otherwise.

#### **STATEMENTS BY APPLICANTS**

- 5.1.8 An applicant for membership of AMAA may not make any reference to AMAA membership until the Applicant has been advised by AMAA that their application has been accepted and they have been admitted as a Member.
- 5.1.9 The Chief Executive Officer may delay, for any period it considers appropriate, consideration of an application for membership where the applicant has not complied with **Regulations 5.1.8**.
- 5.1.10 After receiving written confirmation that AMAA has approved your application as an Applicant for an audit service, the Media Member's Product nominated for registration must not make any claim, representation or statement that they are a Member in respect of a Product or any other audit service other than the one approved until they are admitted as a Member in respect of that Registered Product and advised in writing.

## USE OF AMAA NAME BY MEMBERS

- 5.1.11 A Media Member must not use the name and/or logos of AMAA, ABC or CAB, or words denoting its membership of AMAA:
- (a) until notified by AMAA that membership has been approved;
  - (b) in such a way as to imply non-audited data has been audited and accepted by AMAA;
  - (c) in respect of a Product until it is admitted as a Member in respect of that Product and the Product is accepted as a Registered Product in accordance with **Regulations 2.4.4 and 2.4.6**;
  - (d) in respect of a Product until an Initial Audit for a Reporting Period determined by the applicable Audit Standards has been completed and lodged with AMAA;
  - (e) in respect of a Product for any audit service other than the one it has been registered for; and
  - (f) in connection with any Product which is not registered with AMAA.
- 5.1.12 Subject to the Regulations and relevant Reporting Standards, once the Audit or Initial Audit of the Member's Product has been released by AMAA, that Member may use:
- (a) the AMAA, ABC and CAB logos, as applicable;
  - (b) the phrase "Member of AMAA" in relation to a Product in respect of which the Member is a Member of AMAA;
  - (c) information contained in documents released generally to Members by AMAA; and
  - (d) words denoting membership of AMAA including reference to the applicable audit service on its letterheads, advertising matter or in relation to that Member's Product while they remain a Member.

## NO PUBLICITY UNTIL AMAA RELEASES DATA

- 5.1.13 A Member must not, and must not allow another person to, publicise the content of any Reporting Statement before:
- (a) that content is accepted by AMAA for inclusion in a Summary of Data (eData) formally released to members; and
  - (b) the date stipulated in any AMAA preliminary release made in accordance with the relevant Standards.

## USE OF AMAA, ABC OR CAB NAME AND/OR LOGO AND STATEMENTS IN RELATION TO DATA

- 5.1.14 A Member must not use or position the name and/or logos of AMAA, ABC or CAB in connection with any statement concerning the audited and reported data for a Product unless the data has been released in an AMAA Summary of Data.
- 5.1.15 Where a Member makes any statement concerning the circulation or distribution data for a Product and involving any figures sourced to an Audit Service, AMAA or AMAA's Data Summaries, that statement:
- (a) must acknowledge the audit source and relevant AMAA, ABC or CAB brand as specified in the Product's applicable Standards (or the appropriate audit) as the source of the figures; and
  - (b) must include the figures appearing in their most recent AMAA, ABC or CAB Audit Report; and
  - (c) must state the Reporting Period to which the figures relate; and
  - (d) must report the latest released data relevant to the audit service for the Product.

## STATEMENTS OF COMPARISON ONLY FOR PRODUCTS REPORTED UNDER THE SAME REPORTING STANDARDS

- 5.1.16 Where a Member makes any statement involving a comparison of data, that comparison:
- (a) must comply with **Regulations 5.1.14** and **Regulations 5.1.15**;
  - (b) must only compare Products reported under the same Standards;
  - (c) must show the Reporting Period for each figure being compared;
  - (d) must be either:
    - (i) Year on Year reporting; or

- (ii) the most current Reporting Period with the prior Reporting Period; and
  - (e) must be on a like for like basis, and figures must not be manipulated so as to create or attempt to create a false impression.
- 5.1.17 Where the publishing or distribution frequencies of the Products, reported under the same Reporting Standards, being compared are different, the comparison must include their respective publishing or distribution frequencies.
- 5.1.18 If a Member makes any statement involving a comparison of ABC or CAB data for their Product with ABC or CAB data for a Product audited under the same Standards as their Product, they must comply with the following requirements in relation to that statement:
- (a) The Member must acknowledge the ABC or CAB brands as applicable, state the Reporting Period, and not accumulate data across Products.
  - (b) Where a comparison is made between figures from a specific Standards, they must be appropriately sourced to the ABC or CAB, or AMAA, and the Member must show the Reporting Period for each figure and the same Reporting Periods must be compared if available.
  - (c) Comparisons must be on a like-for-like basis and figures must not be manipulated so as to create or attempt to create a false impression, whether expressly or by implication.
  - (d) If the publishing frequencies of the products being compared are different, the comparison must include their respective frequencies.
- 5.1.19 **Statements of Trends**
- Members may show trends over multiple years for the same Reporting Period but must include the figures appearing in the most recently published Summary of Data, or Notice of Amendment.

#### **MEMBERS NOT TO COMPARE AMAA FIGURES WITH OTHER SOURCES**

- 5.1.20 A Member must not compare figures sourced to AMAA, ABC or CAB or AMAA's Data Summaries for a Product with figures:
- (a) from a different audit service or Reporting Standards from those it has been reported under;
  - (b) from any other source; or
  - (c) relating to a publication not published by a Media Member;
- so as to create an impression, whether expressly or by implication, that the sets of figures can be compared on an equal footing.
- 5.1.21 Members can make comparison of figures and data from non-current Reporting Statements provided that such a comparison must also include the same comparable data from the current Reporting Statement, and must relate to a Product audited under the same Standards as the member's Product. In each such comparison, the period covered by each Reporting Statement to which reference is made must be clearly stated.
- 5.1.22 **Members not to compare figures between Standards**
- A Member must not compare figures sourced to AMAA, ABC or CAB or AMAA's Data Summaries for a Publication or Product with figures from different AMAA Audit Services or with a Product audited under different Standards.

#### **STATEMENTS CONCERNING DATA REPORTING GENERALLY**

- 5.1.23 Subject to **Regulations 5.1.24**, a Media Member may make general statements concerning the aspects of the field of circulation or distribution, the quality of circulation or the merits of their publication generally.
- 5.1.24 Any statement made by a Media Member of the nature described in **Regulations 5.1.23** must not be made in such a manner so as to appear in any way to:
- (a) have been issued with the imprimatur or the authority of; or
  - (b) be associated with,  
AMAA, ABC or CAB.
- 5.1.25 Members may not aggregate data for Products audited under separate AMAA Standards or ABC or CAB audit services unless approved by the Board of Directors.

- 5.1.26 Non-AMAA data must clearly be sourced or labelled as a 'Media Member's claim' or other appropriate source and must not be sourced to AMAA, ABC or CAB.
- 5.1.27 **Restriction on use of AMAA communications**
- A Member must not reproduce, republish or release any part of any correspondence or other communication between the Member and AMAA unless:
- (a) required by law; or
  - (b) the Member obtains the prior written consent of the Chief Executive Officer, which may be given subject to any conditions determined by that Officer.
- 5.1.28 **Member not to alter or publish advertisements without authorisation**
- A Member must not alter an AMAA, ABC or CAB advertisement, nor publish an advertisement which purports to be from or authorised by AMAA, ABC or CAB, unless AMAA has given written authorisation to that Member for the alteration or publication of the advertisement.
- 5.1.29 **Use of AMAA, CAB or ABC Logos and Claims in Supplements or Inserts**
- A Member may not publish a claim of AMAA membership or AMAA, CAB or ABC logos in a supplement or insert distributed with another publication or Product, unless that supplement or insert:
- (a) is bound into the entire print run of an issue of a Member's Product; or
  - (b) holds separate AMAA membership.
- 5.1.30 **Misleading Statements**
- (a) A Member must not, either expressly or by implication, make inaccurate or misleading statements relating to AMAA, ABC or CAB data, Standards, procedures or decisions.
  - (b) Material reproduced from documents released by AMAA must not be reproduced out of context and must convey the same meaning as it did in the original AMAA document.
- 5.1.31 **Use of logos and claims upon termination of membership**
- If AMAA has cancelled or terminated the membership of a member or registration of a Product, the Member must stop:
- (a) making any claims of membership of AMAA in relation to that Product; and
  - (b) using any AMAA, ABC or CAB logo in relation to that Product.

## 5.2 PUBLICITY VIOLATIONS

### 5.2.1 Publicity Violations – Remediating Breaches

- (a) If, in the opinion of the Board or the Chief Executive Officer, a Member:
- (i) uses figures or data contained in a Reporting Statement in a manner considered by the Board of Directors to be misleading or deceptive, or likely to mislead or deceive; or
  - (ii) publishes figures or data that is falsely attributed to a Reporting Statement; or
  - (iii) is, in any other way, in breach of the publicity Regulations,

the Board of Directors may call upon the Member to remedy the breach by publishing a correction in the immediate next issue of the publication in which the breach occurred in an equivalent placement to where the breach of the Regulations occurred.

- (b) If, in the opinion of the Board or the Chief Executive Officer, a Member is in breach of the Publicity Regulations and that breach relates to a Product which is not a publication, the Board can determine how the member can issue a correction.
- (c) If the Member does not remedy a breach within the period the Board of Directors specifies, the Board may:
- (i) send a circular to Members advising them of the breach;
  - (ii) terminate the Member's membership of AMAA and cancel the registration of the Member's Product, provided that the Board has complied with the Constitution and Regulations relating to termination of membership; and/or
  - (iii) apply any other sanction that the Board may specify as appropriate.

5.2.2 A Member will be required to provide evidence of compliance with the Board's request under **Regulations 5.2.1 (a) or 5.2.1 (b)**.

### 5.2.3 AMAA's Costs

A Member against whom a sanction is imposed under **Regulations 5.2.1** is also liable to reimburse AMAA's costs as provided in **Regulations 7.2.13 (b)**.

### 5.2.4 Publicity Violations - Fines for False, Misleading or Deceptive Statements

If, in the opinion of the Board, a Member makes a false or misleading or deceptive statement relating to AMAA, ABC or CAB data then the Board may issue a fine in accordance with **Regulations 7.3.1 (b)(iii)**.

### 5.2.5 Board of Directors' Power to Issue Fines

Fines may be issued by the Board of Directors for:

- (a) a member's incorrect use of AMAA, ABC or CAB logos;
- (b) a member's failure to publish or reproduce data in accordance with the Regulations;
- (c) a member's false, misleading or deceptive statements, whether express or implied, about the distribution or circulation of a product that are not supported by the reported data; and
- (d) any other breach of the Regulations as the Board of Directors considers appropriate.

5.2.6 Fines issued by AMAA must be paid within the period specified by the Board.



## 6. CORPORATE

### 6.1 BOARD OF DIRECTORS

#### 6.1.1 Board of Directors Composition

- (a) In accordance with **Rule 11.1 (a)** of the Constitution, the number of directors of AMAA may be amended by the Board of Directors. Any proposed change or amendment to the composition of the Board of Directors would be notified to the next forthcoming AGM before implementation.
- (b) At any time the membership of the Board of Directors must be comprised as follows:

<b>Membership Group Represented</b>	<b>Number of Directors on the Board</b>
<b>Membership Group A</b>	
Media Members publishing: Metropolitan Newspapers; Metropolitan Sunday Newspapers; Overseas Newspapers; National Newspapers; or Newspaper Inserted Magazines _____	Two
<b>Membership Group B</b>	
Media Members publishing: Regional Newspapers; Regional Sunday Newspapers; Agricultural Publications; Country Press; or Community Language and Indigenous Publications (Paid) _____	One
<b>Membership Group C</b>	
Media Members publishing: Consumer Magazines; or Consumer Magazines (Weekly); or Digital Publications (Paid) _____	Two
<b>Membership Group D:</b>	
Media Members publishing: Business and Professional Publications; Specialty Publications; or Exhibition Members _____	One
<b>Membership Group E:</b>	
Media Members publishing: Email Newsletters; Websites; or Digital Only Publications _____	Two

### **Membership Group F:**

Media Members publishing:

Community Newspapers, including Multiple Area Products;

Community Language Publications; or

Community Language Newspapers \_\_\_\_\_ Two

### **Membership Group G**

Advertiser Members \_\_\_\_\_ Two

### **Membership Group H**

Advertising Agency Members \_\_\_\_\_ Three

- (c) Only half of the positions on the Board of Directors will be due for re-election at one time, as follows:
- (i) The positions of the first group of seven (inaugural) directors (**Board of Directors Group One**), comprising the directors representing the Membership Groups outlined in **Regulations 6.1.4 (c)**, will be due for election by the first annual general meeting after incorporation; and
  - (ii) The positions of the second group of eight (inaugural) directors (**Board of Directors Group Two**), comprising the directors representing the Membership Groups outlined in **Regulations 6.1.4 (d)**, will be due for election by the second annual general meeting after incorporation.
- (d) Following the replacement of all inaugural members of the Board of Directors, elections will be conducted annually alternating between the Board of Directors Group One and the Board of Directors Group Two, at the respective annual general meetings.
- (e) Subject to the Constitution and these Regulations, all directors elected after the first (inaugural) serving Board will serve for a term of two years.
- (f) Each set of newly elected directors then becomes the next Board of Directors Group One and Board of Directors Group Two, as applicable, for the purposes of fulfilling the election processes in **Regulations 6.1.3 (a) and 6.1.3 (b)**.
- (g) The composition of the board, including the number and type of membership groups, and the number of director representation in each, may be amended by approval of two-thirds of the Board of Directors.

#### **6.1.2 Membership Group's Board of Directors' Representation**

Members of the Board of Directors must be elected by their respective Membership Group as follows:

- (a) The two directors of the Board of Directors representing Membership Group A must be elected by the Media Members in Membership Group A in accordance with these Regulations.
- (b) The one director of the Board of Directors representing Membership Group B must be elected by the Media Members in Membership Group B in accordance with these Regulations.
- (c) The two directors of the Board of Directors representing Membership Group C must be elected by the Media Members in Membership Group C in accordance with these Regulations.
- (d) The one director of the Board of Directors representing Membership Group D must be elected by the Media Members in Membership Group D in accordance with these Regulations.
- (e) The two directors of the Board of Directors representing Membership Group E must be elected by the Media Members in Membership Group E in accordance with these Regulations.
- (f) The two directors of the Board of Directors representing Membership Group F must be elected by the Media Members in Membership Group F in accordance with these Regulations.
- (g) The two directors of the Board of Directors representing Membership Group G must be elected by the Advertiser Members in Membership Group G in accordance with these Regulations.
- (h) The three directors of the Board of Directors representing Membership Group H must be elected by the Advertising Agency Members in Membership Group H, with one member representing digital advertising agencies, in accordance with these Regulations.

### 6.1.3 Procedure for Electing Board of Directors

The directors of the Board of Directors must be elected from persons nominated by the Full Members for that purpose in accordance with the following process:

#### (a) Enquiry to Sitting Directors

At least sixty days before the date of the next occurring Annual General Meeting, the Chief Executive Officer will contact the Group of the Board of Directors whose term will end to ascertain if sitting members of the Board of Directors who are eligible are seeking re-election.

#### (b) Calling for Nominations

At least forty-five days before the date of the next occurring Annual General Meeting, the Chief Executive Officer must send a nomination form to every Full Member together with a notice (**Election Notice**):

- (i) inviting nominations for election to the Board of Directors in each of the Membership Groups referred to in **Regulations 6.1.1 (b)**; and as required to be elected; and
- (ii) advising whether or not any of the sitting members of the Board of Directors are seeking re-election and, if so, the names of those sitting members.

#### (c) Nominations Only for Relevant Membership Group

A Full Member receiving a nomination form may only nominate persons for election to represent the same Membership Group on the Board of Directors as the Membership Group to which that Full Member belongs.

#### (d) Lodging Nominations

Nominations for election to the Board of Directors must:

- (i) be in writing using the nomination form provided by the Chief Executive Officer with the Election Notice; and
- (ii) be lodged, whether electronically or by post, with the Chief Executive Officer no later than fourteen days after the date appearing on the Election Notice.

#### (e) Election Where Insufficient Nominations to Hold a Ballot

If the number of nominations received by the Chief Executive Officer for a Membership Group is not more than the number of members of the Board of Directors entitled to be elected for that Membership Group as provided in **Regulations 6.1.4 (c)** and **6.1.4 (d)**, then the persons nominated will be deemed to have been duly elected as members of the Board of Directors pursuant to these Regulations.

#### (f) Election by Ballot

If the number of nominations received by the Chief Executive Officer for a Membership Group exceeds the number of members of the Board of Directors entitled to be elected to represent that Membership Group as provided in **Regulations 6.1.1 (b)**, then a ballot must be held to elect the persons to represent that Membership Group (**Ballot**). The Chief Executive Officer must prepare a Ballot paper:

- (i) listing in alphabetical order the persons nominated;
- (ii) instructing Full Members entitled to vote to indicate the names of the required number of representatives to fill the number of positions on the Board of Directors for the relevant Membership Group as provided in **Regulations 6.1.1 (b)**;
- (iii) notifying the time and date by which completed Ballot papers must be returned and which must be a date fourteen days after the date on which the Ballot paper will be despatched by the Chief Executive Officer (**Ballot Closing Time**); and,
- (iv) notifying the method by which completed Ballot papers must be returned, whether electronically or by post, by the Ballot Closing Time.

(g) The Chief Executive Officer must send a Ballot paper to each Full Member entitled to vote in the Ballot.

(h) Completed Ballot papers must be returned by Full Members entitled to vote to reach the Chief Executive Officer by the Ballot Closing Time.

- (i) The Chief Executive Officer must count all Ballot papers received by or before the Ballot Closing Time from Full Members entitled to vote in the Ballot.
- (j) Any Ballot paper which is marked so as to indicate either more or less than the required number of representatives instructed on the Ballot paper will be deemed invalid and must not be counted.
- (k) **Declaration of Ballot**  
After the Chief Executive Officer has counted the votes on the Ballot papers returned by the Ballot Closing Time, the Chief Executive Officer must notify Members of the result of the Ballot and the names of the persons elected as members of the Board of Directors in the Ballot. The positions on the Board of Directors of each Relevant Membership Group will be filled by the nominees with the most votes. In the event of a 'tie' where two or more nominees have received an equal number of votes for an unfilled position on the Board of Directors of each Relevant Membership Group, the Chairman has the casting vote to break the 'tie' in determining which nominee will fill that unfilled position on the Board of Directors of each Relevant Membership Group. The result of the Ballot will be declared at the AGM.
- (l) **Retention of Returned Ballot Papers**  
Ballot papers returned to the Chief Executive Officer must be kept by the Chief Executive Officer for at least two months after the declaration of the Ballot under **Regulations 6.1.4 (k)**.
- (m) **Procedure Where Insufficient Elected Representatives for Membership Groups A, B, C, D, E or F**  
If the Media Members in any of Membership Groups A, B, C, D, E or F nominate less than the required number of members of the Board of Directors for their Membership Group as provided in **Regulations 6.1.1 (b)**, or having nominated a number of persons as candidates for election so as to require a ballot, fail to elect the required number of members of the Board of Directors for their Membership Group, the representatives of Media Members elected to the Board may appoint a representative to fill each vacancy for Membership Groups A, B, C, D, E, and F by a simple majority vote, and each person appointed in that manner will hold office until the next election for the applicable Board group under **Regulations 6.1.4 (c)** or **6.1.4 (d)**.

#### 6.1.4 Term of Directors

- (a) A person elected as a member of the Board of Directors will serve until their successor is elected in accordance with these Regulations, unless their Full Membership of AMAA is terminated earlier pursuant to these Regulations or the Constitution.
- (b) Subject to the Constitution and the Regulations, a Director elected to the Board of Directors will hold office for a term of two years, except for the members of the first Board of Directors of AMAA, who will hold office for:
  - (i) for the directors in the **Board of Directors Group One**, which will comprise the Directors representing the Membership Groups described in **Regulations 6.1.4 (c)**, a term of one year; and
  - (ii) for the directors in the **Board of Directors Group Two**, which will comprise the Directors representing the Membership Groups described in **Regulations 6.1.4 (d)**, a term of two years, for the inaugural group only.
- (c) The **Board of Directors Group One** will consist of: one of the two directors representing Membership Group A, one of the two directors representing Membership Group C, one of the two directors representing Membership Group E, one of the two directors representing Membership Group F, one of the two directors representing Membership Group G, and two of the three directors representing Membership Group H.
- (d) The **Board of Directors Group Two** will comprise: the remaining director of the two sitting on the first Board of AMAA for Membership Group A, the one director representing Membership Group B, the remaining director of the two sitting for Membership Group C, the one director representing Membership Group D, the remaining director of the two sitting for Membership Group E, the remaining director of the two sitting for Membership Group F, the remaining director of the two sitting for Membership Group G, and the remaining one director of the three sitting for Membership Group H.

#### 6.1.5 Filling a Casual Vacancy

- (a) If a casual vacancy occurs on the Board of Directors, those members of the Board of Directors who are in the same Membership Group as the person who created the casual vacancy (**Relevant Membership Group**) may appoint another person representing Full Members of the Relevant Membership Group to fill that casual vacancy.

- (b) A person appointed under **Regulations 6.1.5 (a)** to fill a casual vacancy will hold office until the next applicable election following their appointment when they must retire but they will be eligible for re-election to the Board of Directors.

## **6.2 WORKING COMMITTEES**

### **6.2.1 Establishment of Working Committees**

The Board of Directors may establish any number of working committees comprising members or other parties to provide recommendations or assistance to the Board in relation to any audit services or related issues.

### **6.2.2 Scope of Working Committees**

Any such committees established by the Board may make recommendations to the Board but does not have the power to make changes to any Regulations or Standards.

### **6.2.3 Working Committee Requirements**

Any working committee, once established by the Board under **Regulations 6.2.1**:

- (a) is to meet at least twice annually;
- (b) must include at least one current director serving on the Board of Directors;
- (c) if directed by the Board, must only include members whose Registered Products are audited under specific Standards;
- (d) must investigate particular issues if directed by the Board;
- (e) must elect from among its members a chair at its first meeting; and
- (f) must enable minutes of any meetings to be recorded and supplied to the Chief Executive Officer and the Board; and
- (g) must provide a report to the annual general meeting.

### **6.2.4 Duties of Working Committee Members**

- (a) Each Member of a committee should not make personal use of Confidential Information or privileged information.
- (b) Each Member of a committee should:
  - (i) act in the best interests of the Members as a whole;
  - (ii) act within the scope of the objects of AMAA in the Constitution; and
  - (iii) disclose to the committee any actual or potential conflicts of interest.

### **6.2.5 Working Committee Proceedings - Proxies**

- (a) A member of a committee may appoint any other member of the committee to act as the absent member's proxy at a meeting of the committee.
- (b) A proxy may be given by the absent member:
  - (i) with full power to act for and on their behalf as the proxy holder thinks fit; or
  - (ii) subject to such directions and restrictions as the absent member may make or impose.

### **6.2.6 Working Committee Quorum**

A quorum for a committee meeting is three members present in person and not by proxy.

### **6.2.7 Resolutions**

Questions arising at a meeting of the committee will be decided by the votes of the members of the committee present in person or by proxy and voting.

### **6.2.8 Removing Committee Members**

A working committee member can be removed on the instigation or agreement of the Board of Directors.

## 6.3 OFFICERS – ELECTION AND DUTIES

### 6.3.1 Officers

The officers of AMAA must consist of a Chairman and a Deputy Chairman.

### 6.3.2 Election of Officers

- (a) The Chairman and Deputy Chairman must be elected by the members of each incoming Board of Directors from their number at a Board of Directors meeting to be held within ninety days following the Annual General Meeting.
- (b) A person cannot be elected as Deputy Chairman unless they represent a Full Member in a Membership Group different to the Membership Group represented by the Chairman.
- (c) The Chairman and Deputy Chairman will each serve until:
  - (i) their respective successor is elected in accordance with these Regulations; or
  - (ii) they cease to be a member of the Board of Directors,whichever is the earlier.

## 6.4 CHIEF EXECUTIVE OFFICER- DUTIES

6.4.1 Pursuant to **Rule 12.3** of the Constitution, the duties of the Chief Executive Officer are to:

- (a) secure membership of AMAA;
- (b) maintain a record of all meetings of the Members, the Board of Directors and committees;
- (c) jointly with the Chair of the Audit Committee, and for the purposes of certification to the Board of Directors and the Members, be satisfied that the accounts present a true and fair view, in all material respects, of AMAA's financial condition and operational results, and are in accordance with the relevant accounting standards;
- (d) jointly with the Chair of the Audit Committee, certify to the Board of Directors and the Members that the certification in **Regulations 6.4.1(c)** is founded on a sound system of risk management and internal compliance and control which implements the policies adopted by the Chief Executive Officer, Board of Directors and the Members (as the case may be), and AMAA's risk management and internal compliance and control system is operating efficiently and effectively in all material respects;
- (e) undertake all normal business on behalf of AMAA;
- (f) perform the other duties required of the Chief Executive Officer by these Regulations and the Constitution; and
- (g) perform other tasks relating to the objects of AMAA as directed by the Board of Directors.

## **6.5 BOARD OF DIRECTORS' DETERMINATIONS**

### **6.5.1 Definitions**

In these **Regulations 6.5**, "Determination" means a determination of the Board of Directors concerning the application or interpretation of these Regulations or the Standards in accordance with their spirit and intent.

### **6.5.2 Board of Directors May Make Determinations**

The Board of Directors may make a Determination either:

- (a) in response to an enquiry from a Member concerning the application or interpretation of the Regulations or Standards or any like matter; or
- (b) where the Board of Directors considers that a Determination is required.

### **6.5.3 A Determination must:**

- (a) be consistent with these Regulations and the Constitution;
- (b) be circulated in writing to all Members; and
- (c) include a reference to the category of Member and Membership Group (as the case may be) to which the Determination applies.

### **6.5.4 Members May Dispute Determinations**

If a Member disputes a determination made by the Board of Directors pursuant to **Regulations 6.5.2**, the Member may lodge with AMAA a notice in writing providing details of the dispute (**Dispute**) and the Dispute will be referred to the Board of Directors for decision.

### **6.5.5 The Board of Directors must determine the Dispute and in doing so must either:**

- (a) uphold the Determination;
- (b) revoke the Determination; or
- (c) vary the Determination, in which case the variation will be deemed to be a Determination for the purposes of this **Regulations 6.5**.

### **6.5.6 Members Must Comply with Determinations**

A Member must comply with a Determination which applies to that Member.

## **6.6 RESOLUTION OF MEMBERS' ISSUES**

### **6.6.1 Member Must Follow Procedures in Regulations**

In **Regulations 6.6.2**, "officer" means the Chairman, Deputy Chairman, Chief Executive Officer or Audit Inspector.

### **6.6.2 In relation to matters relating to audit and the Standards, a Member must exhaust all rights and remedies set out in the Regulations and the Constitution before commencing any legal proceedings against another Member of AMAA, its officers and employees.**

## **6.7 COPYRIGHT IN REPORTING STATEMENTS, DATA SUMMARIES AND OTHER MATERIAL**

### **6.7.1 All current and future copyright subsisting in:**

- (a) Reporting Statements, including Audit Certificates, Publication Reports, and Publisher's Statements;
- (b) Summaries of Data; and
- (c) any other material or data published by AMAA,  
is owned by AMAA.

### **6.7.2 AMAA has the right to use and publish without restriction all information provided to AMAA.**

## **6.8. PROCEDURE FOR CONDUCTING A POLL AT A MEETING OF MEMBERS AND ITS DECLARATION**

### **6.8.1 Conduct of Poll at a Meeting of Members**

If a poll is demanded at a Meeting of Members (Poll), each Full Advertising Agency Member and Advertiser Member present in person or by proxy entitled to vote in accordance with the Constitution and the Regulations on any resolution will have one vote in respect of each membership of AMAA recorded by the Chief Executive Officer in accordance with **Regulations 2.4.8** in the name of that Full Member, and each Full Media Member will have one vote in respect of each Registered Product.

6.8.2 A Poll will be taken in the manner the chairman of the meeting directs.

### **6.8.3 Declaration of Poll Taken at a Meeting of Members**

The chairman of the meeting must declare the result of a Poll at the Meeting of Members at which the Poll was taken.

6.8.4 A declaration by the chairman of the meeting under **Regulations 6.8.3** that a resolution has been:

- (a) carried or carried by a particular majority; or
- (b) not carried or not carried by a particular majority,

will be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against the resolution.



## 7. COMPLIANCE AND COMPLAINTS

### 7.1 QUERY CONCERNING MEMBER'S COMPLIANCE WITH REGULATIONS

- 7.1.1 Any query by a Member concerning a Member's compliance with these Regulations and the Standards, other than a challenge under **Regulations 7.1.2** must be lodged and dealt with as provided in **Regulations 7.2**.
- 7.1.2 **Challenge Concerning Reporting Statement**  
Any challenge by a Member to the content of a Reporting Statement must be lodged and dealt with as provided in **Regulations 7.2**.
- 7.1.3 If a Member (**Enquirer**) wishes to make a query about a Member's compliance with these Regulations, or the Standards, the Member must lodge with AMAA a notice in writing, in the form determined by the Board of Directors from time to time, providing details of the query (**Query**).
- 7.1.4 The Audit Inspector must consider the Query and provide his findings to the Board of Directors.
- 7.1.5 **Determination of Board of Directors**  
If the Board of Directors determines that the Query does not contain any contravention of these Regulations, or the Standards, the Board must advise the Enquirer in writing of that determination.
- 7.1.6 If the Board of Directors determines that the Query indicates that there has been or may have been a contravention of these Regulations, or the Standards, the Audit Inspector must provide a copy of the Query:
- (a) to each Media Member and Auditor referred to in the Query; or
  - (b) if there is no Media Member or Auditor referred to in the Query, to each Media Member and Auditor which the Board of Directors determines may be affected by the Query.
- 7.1.7 **Response to Query**  
Each Media Member and Auditor which receives a copy of a Query under must provide to the Audit Inspector a response in writing to the Query within the time advised by the Audit Inspector.
- 7.1.8 **Audit Inspector to Consider Response**  
The Audit Inspector must consider the Query and each response received and provide his findings and recommendations (if any) to the Board of Directors, which may include a recommendation for an Inspection Audit.
- 7.1.9 **Decision of Board of Directors**  
If the Board of Directors decides that the Query does not in fact disclose to the Board's satisfaction any contravention of these Regulations, or the Standards, the Board of Directors must advise the Enquirer in writing of that decision.
- 7.1.10 If the Board of Directors decides that the Query in fact shows to the Board of Director's satisfaction that there has been contravention of these Regulations, or the Standards, the Board of Directors must:
- (a) provide the Query, any responses, and the Audit Inspector's findings to the Board of Directors for its consideration as to whether any sanction will apply and against whom as a result of that contravention, in accordance with the Constitution and these Regulations;
  - (b) advise:
    - (i) the Enquirer; and
    - (ii) all Media Members and Auditors which were provided a copy of the Query, in writing of the Board's decision and the sanction (if any) imposed and against whom; and
  - (c) advise all Members of the Query, the Board's decision in respect of the Query, and the sanction (if any) imposed and against whom.

## 7.2 CHALLENGE CONCERNING REPORTING STATEMENT

### 7.2.1 Lodging a Challenge

If a Member wishes to challenge the content of any Reporting Statement relating to a set of Standards, the Member (**Challenger**) must lodge with AMAA a notice in writing, in the form determined by the Board of Directors from time to time, providing full details of:

- (a) the nature of the challenge (**Challenge**);
- (b) the reasons for the Challenge; and
- (c) the evidence which the Challenger has to support the reasons for the Challenge, (**Challenge Notice**).

### 7.2.2 AMAA must provide a copy of the Challenge Notice to:

- (a) the Media Member whose Reporting Statement is being challenged; and
- (b) where the Challenge Notice relates to any Audit Report, the Auditor of that Audit Report.

### 7.2.3 Response to a Challenge

The Media Member and, if applicable, the Auditor referred to in **Regulations 7.2.2 (b)** must provide to the Chief Executive Officer a response in writing to the matters raised in the Challenge Notice within the time advised by the Board of Directors.

### 7.2.4 Audit Inspector to Consider Response

The Audit Inspector must review the matters raised in the Challenge Notice and each response received under **Regulations 7.2.3** and provide his findings and recommendations (if any) in respect of the Challenge to the Board of Directors, which may include a recommendation for an Inspection Audit.

### 7.2.5 Report on Inspection Audit

If the Board of Directors accepts a recommendation by the Audit Inspector under **Regulations 7.2.4** for an Inspection Audit, the Audit Inspector must:

- (a) arrange for the Inspection Audit to be undertaken; and
- (b) provide a report to the Board of Directors on the findings of the Inspection Audit.

### 7.2.6 Board of Directors to Determine Whether Review Audit Required

The Board of Directors must consider:

- (a) the matters raised in the Challenge Notice;
- (b) the responses received under **Regulations 7.2.3**;
- (c) the Audit Inspector's findings and recommendations (if any) under **Regulations 7.2.4**; and
- (d) where there has been an Inspection Audit under **Regulations 7.2.5**, the Audit Inspector's report to the Board of Directors on the findings of the Inspection Audit.

### 7.2.7 When the Board of Directors has concluded its consideration under **Regulations 7.2.6**, the Board of Directors must determine whether a Review Audit is required.

### 7.2.8 Decision Where No Review Audit Required

If the Board of Directors determines under **Regulations 7.2.7** that a Review Audit is not required, the Board must make its decision in respect of the Challenge.

### 7.2.9 If the Board of Directors decides that the matters it has considered in respect of the Challenge do not show to the Board's satisfaction that there has been a contravention of these Regulations and the Standards, the Board of Directors must advise:

- (a) the Challenger; and
- (b) the Media Member and Auditor (if any) who received a copy of the Challenge Notice, in writing of that decision.

- 7.2.10 If the Board decides that the matters it has considered in respect of the Challenge show to the Board's satisfaction that there has been a contravention of the Regulations or the Standards, the Board must:
- (a) determine whether any sanction will apply and against whom as a result of that contravention and in accordance with the Board's authority under the Constitution and the Regulations;
  - (b) advise:
    - (i) the Challenger; and
    - (ii) the Media Member and Auditor (if any) who received a copy of the Challenge Notice, in writing of the Board's decision in respect of the Challenge, and the sanction (if any) imposed and against whom; and
  - (c) advise all Members of the Challenge, the Board's decision in respect of the Challenge, and the sanction (if any) imposed and against whom.

**7.2.11 Challenger Must Lodge Amount Where Review Audit Required**

If the Board determines that a Review Audit under **Regulations 7.2.7** is required, the Challenger must lodge with AMAA an amount estimated by the Audit Inspector to be sufficient to meet the cost of the Review Audit.

**7.2.12 Action After Review Audit**

On the conclusion of the Review Audit under **Regulations 7.2.7**, the Board must decide whether the result of that Review Audit shows to the Board's satisfaction that there has been a contravention of these Regulations, the Audit Guidelines, or the Reporting Standards.

- 7.2.13 If the Board decides that the result of the Review Audit does not show to the Board's satisfaction that there has been a contravention of these Regulations, the Audit Guidelines, or the Reporting Standards:

- (a) the Board must advise:
  - (i) the Challenger; and
  - (ii) the Media Member and Auditor (if any) who received a copy of the Challenge Notice, in writing of that decision, and
- (b) the Challenger must pay the full cost of the Review Audit, as certified by the Audit Inspector, and if the amount of that full cost:
  - (i) is less than the amount lodged by the Challenger under **Regulations 7.2.11**, then the amount of the excess must be refunded to the Challenger by AMAA; and
  - (ii) exceeds the amount lodged by the Challenger under **Regulations 7.2.11**, then the amount of the shortfall is a debt due and immediately payable by the Challenger to AMAA.

- 7.2.14 If the Board decides that the result of the Review Audit shows to the Board's satisfaction that there has been contravention of the Regulations, the Audit Guidelines, or the Reporting Standards, the Board must:

- (a) determine whether any sanction will apply and against whom as a result of that contravention and in accordance with the Board's authority under these Regulations and the Constitution;
- (b) advise:
  - (i) the Challenger; and
  - (ii) the Media Member and Auditor (if any) who received a copy of the Challenge Notice, in writing of the result of the Review Audit, the Board's decision in respect of the Challenge, and the sanction (if any) imposed and against whom;
- (c) advise all Members of the Challenge, the result of the Review Audit, the Board's decision in respect of the Challenge, and the sanction (if any) imposed and against whom; and
- (d) decide who will bear the full costs of the Review Audit, as certified by the Audit Inspector, and, if more than one person, in what proportions.

- 7.2.15 After the Board has made its decision concerning costs of the Review Audit under **Regulations 7.2.14(d)**, the Audit Inspector must advise the relevant parties of the Board's decision and:
- (a) any amount payable to AMAA by a Member in respect of the costs of the Review Audit is a debt due and immediately payable by that member to AMAA; and
  - (b) any amount owing to the Challenger in respect of the amount lodged by the Challenger under **Regulations 7.2.11** must be refunded immediately to the Challenger by AMAA.

### 7.3 SANCTIONS

#### 7.3.1 Board may impose sanctions

The Board of Directors may impose the following sanctions for the purposes of **Regulations 5, 7.1, and 7.2**:

- (a) as against an Auditor:
  - (i) a reprimand in writing;
  - (ii) suspension as an Auditor for a period determined by the Board, with or without a requirement for training by AMAA; or
  - (iii) revocation of approval and registration as an Auditor under these Regulations with or without a direction that the Auditor is permanently ineligible to be approved and registered as an Auditor in the future; and
- (b) as against a Member, or a registered Product of a Member any or any combination of the following (in addition to the provisions of these Regulations concerning AMAA's right to not accept a Reporting Statement for the inclusion of its content in a Summary of Data) which the Board of Directors considers appropriate in all the circumstances of the case:
  - (i) A warning where the Board considers that the Member's breach of the Regulations, or Reporting Standards was inadvertent.
  - (ii) A formal censure for breach of the Regulations, or the Standards, with or without a requirement for the Member to attend training by AMAA concerning the requirements of the Regulations, or the Standards.
  - (iii) A fine payable to AMAA and not exceeding \$10,000 including GST.
  - (iv) Deregistration of the Member's Product; or
  - (v) Termination of the Member's membership.

7.3.2 A Member against whom a sanction is imposed is also liable to reimburse AMAA's costs.

## **8. LIABILITIES AND INDEMNITIES**

### **8.1 COMMERCIAL AND OTHER LIABILITY**

- 8.1.1 AMAA will not be responsible or liable for any commercial or other damage or loss incurred whether directly or indirectly as a result of an audit or refusal to audit by AMAA.
- 8.1.2 Under no circumstances will AMAA be liable to a Member or any third party for any type of special loss, indirect loss, consequential loss, loss of profits or any anticipated savings, or loss of data.

### **8.2 INDEMNITIES**

#### **8.2.1 Indemnity in Relation to Actions by Members or Third Parties**

If AMAA is subjected to any claim or action from a Member or a third party arising (in whole or in part) from a failure by a Member to comply with any of these Regulations, then that Member must indemnify and reimburse AMAA for:

- (a) all costs incurred by AMAA (including legal costs on a solicitor client basis) in any way related to that claim or action; and
- (b) any amount paid by AMAA by way of settlement, judgment or an order of any person authorised by law to make such a disposition.

## 9. GLOSSARY

### 9.1 DEFINITIONS

In these Regulations, unless the context otherwise requires:

**AMAA** is the Audited Media Association of Australia Limited named in **Regulations 1.1**.

**ABC** is a brand of the Audited Media Association of Australia Limited.

**ABC Audit Report** is an online report submitted online through eLodgement by a Media Member and verified by an Auditor:

- (a) in respect of the circulation of a Member's Registered Product;
- (b) in the form stipulated from time to time by the Board of Directors; and
- (c) which is prepared as required by these Regulations and in accordance with the ABC Print Standards.

**ABC logo** is any official logo or insignia issued by AMAA in relation to its Audit Bureau of Circulations (ABC) brand.

**ABC Mandatory Report** is an ABC Print and/or Digital Audit Report or an ABC Publication Report.

**ABC Publication Report** is a statement by a Media Member:

- (a) in respect of the paid sales of a Publication or the distribution of a Newspaper Inserted Magazine;
- (b) prepared as required by these Regulations and in accordance with the Standards; and
- (c) which may be Audited and subject to Audit Inspection.

**Advertiser Member** is a Full Member who in the opinion of the Board of Directors either:

- (a) carries on business as an advertiser which (among other things) advertises in Publications but which is not an advertising agency; or
- (b) or is an association representing advertisers with a membership of at least 12 advertisers who advertise in Publications,

and who has been admitted in accordance with **Regulations 2.4.3** and the Constitution

**Advertising Agency Member** is a Full Member who in the opinion of the Board of Directors either:

- (a) carries on business as an organisation which (among other things) places advertising in Publications but which is not an advertiser; or
- (b) is an association representing advertising agencies with a membership of at least 12 advertising agencies which place advertising in Publications,

and who has been admitted in accordance with **Regulations 2.4.3** and the Constitution

**Agricultural Publication** is a Product which is a newspaper or magazine targeted to primary producers and other participants in the agribusiness sector.

**AMAA Email Audit Confirmation and Claim Report** is a report submitted by a Media Member and verified by an AMAA Auditor:

- (a) in respect of the distribution of a Member's Registered Product;
- (b) in the form stipulated from time to time by the Board of Directors; and
- (c) which is prepared as required and in accordance with the Regulations and the Standards.

**AMAA Auditor** is an Auditor who:

- (a) is an employee of AMAA; or
- (b) is engaged directly by AMAA as a contractor

**Annual General Meeting** is an annual general meeting of Members convened in accordance with AMAA's Constitution.

**Applicant** is a publisher or issuer of a Product who has applied for membership of AMAA but is yet to be approved as a Member by the Board of AMAA.

**Audit** is an audit of:

- (a) the paid sales of a Product; or
- (b) the distribution of a Product; or
- (c) the attendance at a conference or exhibition; or
- (d) the dissemination by electronic or digital communication or media including the internet; or
- (e) any other matter authorised by the Board of Directors which is carried out in accordance with these Regulations and the Standards.

**Audit Inspector** is the person appointed in accordance with **Regulations 4.4.1** for the purposes described in **Regulations 4.4.3, 4.4.4, and 4.4.5**.

**Audit Periods** are the reporting periods for which a Product must conduct an audit, as specified in the Standards applicable to that product.

**Auditor** is an independent auditor who satisfies the requirements of **Regulations 4.3.4** and has been approved by the Board of Directors under **Regulations 4.3.5** to carry out Audits

**Average Net Paid Print Sales** is the average number of sales of a Publication Product of a Media Member sold during a Reporting Period which are either:

- (a) Average Net Paid Print Sales;
- (b) Average Net Paid Digital Sales; or
- (c) Average ABC Total Sales

as defined in the ABC Print Standards and ABC Digital Standards.

**Average Net Distribution** is the average of a single Issue of a Product distributed within a specific Reporting Period as defined in the CAB Print Standards.

**Board** or **Board of Directors** means all or some of the Directors of AMAA acting as a Board.

**Business and Professional Publication** is a Product which is a publication written for and/or distributed to a business and professional audience.

**CAB** is a brand of AMAA.

**CAB Audit Report** is an online report submitted online through eLodgement by a Media Member and verified by an Auditor:

- (a) in respect of the distribution of a Member's Registered Product;
- (b) in the form stipulated from time to time by the Board of Directors; and
- (c) which is prepared as required by these Regulations and in accordance with the CAB Print Standards.

**CAB Logo** is any official logo or insignia issued by AMAA for its Circulations Audit Board (CAB) brand.

**CAB Publisher's Statement** is a Reporting Statement submitted by a Media Member:

- (a) in respect of the distribution of a Product;
- (b) in the form approved by the Board; and
- (c) prepared as required by the Reporting Standards,

but which is not audited by an Auditor.

**Chairman** is the person for the time being holding office as the Chairman of AMAA pursuant to the Constitution.

**Chief Executive Officer** is the person for the time being appointed by the Board of Directors to the position of Chief Executive Officer of AMAA pursuant to the Constitution.

**Circulation Audit** is an Audit of either:

- (a) the paid sales; or
- (b) the distribution,

of a Registered Product, carried out for the purposes of providing an Audit Report for an Audit Period in accordance with the applicable Standards.

**Community Language Newspaper** is a Product which is a publication that:

- (a) is a newspaper;
- (b) is distributed to an audience that shares a cultural identity; and
- (c) is written in a language other than English.

**Community Language Publication** is a Product which:

- (a) is distributed to an audience that shares a cultural identity;
- (b) is written in a language other than English; and
- (c) is not a newspaper,

as determined by AMAA.

**Community Newspaper, including Multiple Area Products** is a Product which:

- (a) is a newspaper;
- (b) is published at least monthly;
- (c) is predominantly distributed within a defined geographic boundary; and
- (d) contains community news.

**Company** means AMAA Limited.

**Combined Trade and Consumer (Public) Exhibition** is an Exhibition where visitors are both trade and public.

**Consumer (Public) Exhibition** is an Exhibition open to the general public and where visitors generally enter by purchasing a ticket or handing in a pass and visit for personal reasons.

**Conference** is an event where individual or member of one or several organisations are registered and visit for professional or business reasons.

**Confidential Information** is information in any form or media that:

- (a) relates to the business, assets or affairs of AMAA; and
- (b) is made available by or on behalf of AMAA to the recipient, directly or indirectly,

but excludes information that the recipient can establish to the satisfaction of members of the Board of Directors or Chief Executive Officer (as the case may be):

- (c) is in or enters the public domain other than through a breach of any obligation of confidence owed to AMAA;
- (d) is or was made available to the recipient by a person (other than AMAA) who was not then under any obligation of confidence to AMAA in relation to that information; or
- (e) was developed by the recipient without the recipient relying on, referring to or incorporating any of the Confidential Information.

**Constitution** means the Constitution of the Company as amended from time to time.

**Country Press** is a Product which is either:

- (a) A non-daily newspaper;
- (b) Published other than in a capital city for local distribution; and
- (c) Published on at least one day each week.

**Deputy Chairman** is the person for the time being holding office as the Deputy Chairman of AMAA pursuant to the Constitution.



**Digital Publication (Paid – Standalone)** is a Product:

- (a) which is only accessible or distributable digitally and has no print version;
- (b) which has a Masthead and editorial with a unique Start Date and a defined frequency;
- (c) which may contain advertisements;
- (d) in which editorial can be updated across editions of the audited Issue;
- (e) which must apply for membership with AMAA; and
- (f) which is made available for purchase.

**Digital Only Publication** is a Product which:

- (a) is an entire Publication; and
- (b) is accessible or distributable digitally only.

**Distribution Audit** is an Audit of the distribution of a Product carried out for the purposes of providing an Audit Report for an Audit Period in accordance with the applicable Standards.

**Director** includes any person occupying the position of Director of the Company and where appropriate, includes an Alternate Director.

**Email Newsletter** is a Product which is distributed by email.

**Community Language and Indigenous Publication (Paid)** is a product which:

- (a) is a publication;
- (b) is distributed to an audience that shares a cultural identity; and
- (c) may be written in a language other than English.

**Event Audit Certificate (EAC)** is an Audit Certificate as defined in the AMAA Regulations that is provided by AMAA to certify that an AMAA-registered Event has been audited, and to report the results of that audit. The Event Audit Certificate is a form of reporting statement which is defined in the AMAA Regulations. Members must meet any applicable requirements in the Regulations that relate to reporting statements.

**Exhibition** is a business Event also known as a show and referring to all types of shows including trade, consumer (public), and combined trade and consumer.

**Financial Year** is the period commencing on 1 July in any year and ending on 30 June in the following year.

**Finish Date** is the day prior to the Start Date of a new Issue.

**GST** has the same meaning as in *A New Tax System (Goods and Services Tax) Act 1999* (Cth).

**Incorporation Date** is the date the Company was registered as a Company under the *Corporations Act (Cth)*.

**Independent** means independence of management and free of any business or other relationship that could materially interfere with, or could reasonably be perceived to interfere with, the exercise of their unfettered and independent judgement.

**Initial Audit** is the first audit of a Product whose Media Member is applying to meet the requirements of membership.

**Inspection Audit** is an audit by the Audit Inspector, or by an AMAA Auditor at the Audit Inspector's direction, to check:

- (a) the records, processes, procedures and methodology being used in and for; and
- (b) a Media Member or Auditor's compliance with the provisions of the Regulations and the applicable Standards, applying to, audits and the preparation of Reporting Statements in respect of that Media Member's Product(s)

**Issue** is an issue of a publication with a publication date which remains as the current issue until superseded by the next following issue of that Publication and which for newspapers may only be counted as an Issue in the Membership Group which covers the period in which the bulk of the sales of the Issue occur.

**Media** means the main means of mass communication regarded collectively, as defined by the Directors

**Media Organisation Member** is a Member who has been admitted in respect of a product registered with AMAA in accordance with these Regulations.

**Media Member** means Media Organisation Member.

**Meeting of Members** is an Annual General Meeting or a Special General Meeting.

**Member** is a member of AMAA who has been admitted in accordance with **Regulations 2.4.1-2.4.13** and the Constitution.

**Membership Group** is any one of the groups of Full Members referred to in **Regulations 6.1.1 (b)**.

**Metropolitan Newspaper** is a Publication which is:

- (a) a newspaper;
- (b) published in a capital city; and
- (c) published on any of Monday to Friday and Saturday each week.

**Metropolitan Sunday Newspaper** is a Publication which:

- (a) is a newspaper;
- (b) is published in a capital city; and
- (c) has the bulk of its sales on a Sunday.

**Month** is a calendar month.

**National Newspaper** is a Publication which is a newspaper sold nationally in Australia.

**Newspaper Inserted Magazine** is a Publication which is:

- (a) a magazine or in the form of a magazine; and
- (b) provided by a Media Member:
  - (i) on a regular basis;
  - (ii) at the same time; and
  - (iii) at no further chargeto a person purchasing a copy of a newspaper published by that Media Member.

**Consumer Magazine** is a Product which is:

- (a) a magazine;
- (b) published on a non-weekly publication cycle; and
- (c) made available for purchase

**Overseas Newspaper** is a Product which is:

- (a) a newspaper;
- (b) published in an overseas city; and
- (c) published on any of Monday - Friday and Saturday each week.

**Product** is a Publication, Email Newsletter, Exhibition, Web Site, Digital Publication, as listed in **Regulations 2.2.3 (a)**, and any other offering or service that the Board of Directors determines can be registered for audit with AMAA.

**Publication** is a newspaper or magazine which falls under one of the Product types in **Regulations 2.2.3 (a)** and is published by a Media Member.

**Publishing Day** is:

- (a) the day; or
- (b) each day in the period,

(as the case may be) covered by an Issue of a Publication that is, the day or days on which an Issue of a publication is on sale prior to being superseded by a new Issue of that publication.

**Regional Newspaper** is a Publication which is:

- (a) a newspaper;
- (b) published other than in a capital city; and
- (c) published on any of Monday - Friday and Saturday each week.

**Regional Sunday Newspaper** is a Publication which:

- (a) is a newspaper;
- (b) is published other than in a capital city; and
- (c) has the bulk of its sales on a Sunday.

**Registered Product** means a Media Member's Product which has met the requirements of AMAA's registration process in **Regulations 2.4.4 (a) to 2.4.4 (e), and Regulations 2.4.6 (b)**.

**Regulations** are these rules of AMAA as amended from time to time by the Board of Directors pursuant to **Rule 18** of the Constitution.

**Relevant Membership Group** is as defined in **Regulations 6.1.3 (c)**.

**Reporting Periods** are the periods stipulated in the applicable Standards for a Product.

**Standards** are the particular rules and requirements approved by the Board of Directors from time to time which are binding on members and apply to the audit or submission of all data for each Product registered with AMAA.

**Reporting Statement** is an ABC Audit Report or an ABC Publication Report, an ABC Voluntary Report, a CAB Audit Certificate, a CAB Audit Report or a CAB Publisher's Statement, or other form determined by the Board of Directors which a member must submit according to the rules detailed in the Reporting Standards applying to that member's Product.

**Review Audit** is an audit by an AMAA Auditor:

- (a) directed by the Chief Executive Officer or Board of Directors as provided in **these Regulations**;
- (b) in respect of, relating to, or in any way arising out of:
  - (i) the preparation or content of any Reporting Statement or Auditor's Certificate;
  - (ii) a Media Member or Auditor's compliance with the provisions of the Regulations, the Reporting Standards, and the Audit Guidelines; or
  - (iii) the subject matter of a challenge lodged under these Regulations.

**Specialty Publication** is a publication Product written for and/or distributed to a special interest group.

**Start Date** is the date an Issue is placed on sale or delivered to subscribers.

**Summary of Data (eData)** is a summary of the paid sales, distribution and other audited data of Publications and Products which is prepared and distributed online by AMAA to Members.

**Trade Exhibition** is an Exhibition where trade visitors are registered and visit for professional or business reasons.

**Unaddressed Distribution Item** is a Product which is any unaddressed item distributed by a distributor.

**Web Site** is a Product which is a Web Site address, Uniform Resource Locator (URL) or portal.

**Weekly Consumer Magazine** is a Product which is:

- (c) a magazine
- (d) which publishes a new Issue each week; and
- (e) made available for purchase.

## 9.2 INTERPRETATION

**In these Regulations unless the context otherwise requires:**

- (a) headings do not affect the interpretation of these Regulations;
- (b) a reference to **person** includes an individual and any type of entity or body of persons, whether or not it is incorporated or has a separate legal identity, and includes the person's executors, administrators, successors and assigns;
- (c) a reference to **including, includes or include** must be read as if it is followed by **(without limitation)**;
- (d) the words **for example** do not limit the meaning of the words to which the example relates to that particular example or examples of a similar kind;
- (e) where an expression is defined, any other part of speech or grammatical form of that expression has a corresponding meaning;
- (f) the singular includes the plural and vice-versa;
- (g) a word which suggests one gender includes all genders;
- (h) a reference to a statute includes Regulations and other instruments under it and consolidations, amendments, re-enactments or replacements of any of them;
- (i) where under these Regulations the Board of Directors:
  - (i) is required to take an action in respect of any matter, including a requirement to approve, determine, authorise, appoint, direct, prescribe, accept or refuse; or
  - (ii) is otherwise required (expressly or impliedly) to consider, form an opinion or make a decision in respect of a matter,  
the Board of Directors:
    - (i) does so in its absolute discretion subject to the Constitution; and
    - (ii) is not obliged to provide any reason for its opinions, determinations or decisions unless these Regulations provide otherwise;
- (j) in these Regulations, definitions may include terms/words that are not separately defined. Reference should be made to the Standards for the intended meaning or interpretation of these terms/words; and
- (k) a reference to copies means hard (print) or soft (digital) copies as the context requires.