

CHERRYBROOK CHINESE COMMUNITY ASSOCIATION INC

CONSTITUTION

Date of incorporation  
2 July 1990

**CHERRYBROOK CHINESE COMMUNITY ASSOCIATION INC.  
CONSTITUTION**

**1.1 NAME**

The name of the Association shall be Cherrybrook Chinese Community Association Inc. (referred to in these rules as "the Association").

**2.0 OBJECTS**

The objects of the Association shall be:

- 2.1 To foster a mutual understanding among the people of the various communities.
- 2.2 To encourage members to take an active interest in the civic, cultural, social and moral welfare of the community.
- 2.3 To promote Chinese culture, education and ethics.
- 2.4 To encourage young people to develop good citizenship, leadership and public awareness.
- 2.5 To provide a forum for the open discussion of matters of mutual interest, the interchange of information and the personal development of all members.
- 2.6 To promote the ideals of multi-culturalism and inter-racial harmony in the community.

**3.0 MEMBERSHIP**

- 3.1 Membership shall consist of individuals who subscribe to the Objects of the Association and who agree to abide by the rules and regulations from time to time applicable to all members of the Association.
- 3.2 Application for Membership shall be made in writing, signed by the Applicant and shall be made in such form and content as the Management Committee shall from time to time prescribe.
- 3.3 As soon as practicable after the receipt of the Application, the Management Committee shall consider and determine the acceptance or rejection of the Application, without having to assign any reason whatsoever.
- 3.4 A Register of Members shall be kept showing every member, his/her name, current address, telephone number, and date and year of commencement of membership.
- 3.5 Membership Fees shall be payable by all members annually at such rate and at such time as the Management Committee may from time to time determine, subject to the provisions of Clause 3.8.

3.6 Membership shall cease upon resignation, expulsion, or failure to pay outstanding membership fees within one month of the due date, or within any period as determined by the Management Committee.

3.7 Patron  
The Management Committee of the Association may invite one or more person(s) to be Patron(s) of the Association. Such person(s) must be a resident of New South Wales and must have salient status and achievements. The term of each appointment expires on the day of the Annual General Meeting following the date of each appointment.

3.8 Life Member  
The Management Committee of the Association may admit person(s) to be a Life Member(s) when a member pay ten or more years of subscriptions in any one year. The provisions of Clause 3.5 shall not apply to Life Member(s).

#### 4.0 **MEMBERS' LIABILITY**

Members of the Association shall have no liability to contribute towards the payment of debts and liability of the Association or the costs, charges and expenses of winding up of the Association, except to the amount of any unpaid membership fees.

#### 5.0 **MANAGEMENT**

5.1 The Management of the Association shall be vested in the Management Committee consisting of at least six (6) Committee Members, who shall be financial members of the Association in good standing and elected by other members of the Association in a properly constituted Annual General Meeting.

5.2 Committee Members shall hold office until the subsequent Annual General Meeting, unless otherwise resigned or vacated from the Committee.

5.3 The actual number of Committee Members shall be determined by members at the Annual General Meeting.

5.4 The Management Committee may by resolutions form sub-committees and to co-opt members of the Association to serve in such sub-committees at the pleasure of the Management Committee for any purposes which in the option of the Management Committee are in the interest of the Association provided that every sub-committee is chaired by a member of the Management Committee. The President and the Vice President(s) shall be ex-officio members of every sub-committee.

5.5 No member of the Management Committee are to be appointed to any salaried office of the Association or to receive remuneration or any other benefits in money or in money's worth, except reimbursement of out-of-pocket expenses properly incurred in the discharge of the business of the Association.

**6.0 OFFICE-BEARERS**

- 6.1 The Management Committee shall consist of the following Office-Bearers:  
a) A President  
b) Vice-President(s)  
c) An Honorary Secretary  
d) An Honorary Treasurer  
and such other and additional Office-Bearers as shall be decided by elected Management Committee Members prior to the provisions in 5.2
- 6.2 The elected Committee Members shall elect the Office-Bearers by secret ballots amongst themselves at its first Committee Meeting to be convened by the Returning Officer of the Annual General Meeting immediately at the conclusion of the Annual General Meeting.
- 6.3 Any casual vacancy occurring amongst the Management Committee may be filled by the Committee and the member so appointed to fill such vacancy shall hold office for the unexpired term of the member so replaced.
- 6.4 No member shall hold the office of President for more than five (5) consecutive terms.

**7.0 PROCEEDINGS OF THE MANAGEMENT COMMITTEE**

- 7.1 The Management Committee shall meet at least once every two months to despatch the business of the Association. The President and the Honorary Secretary at the requests of any three Members of the Management Committee, may at any time call a meeting of the Committee.
- 7.2 Matters arising at any Committee Meeting shall be decided by a majority of those present which shall for all purposes be a determination of the Committee. In the case of an equality of votes the person chairing the meeting shall have a second or casting vote.
- 7.3 The continuing Members of the Management Committee may act notwithstanding any vacancy or vacancies in the Management Committee, provided if the number of the Management Committee Members falls below the necessary quorum, the continuing Member or Members may act to increase the numbers of Members to satisfy quorum or to call an Extraordinary General Meeting and for no other purpose.

**8.0 VACATION OF OFFICES**

The office of a Member of the Management Committee shall become vacant:

- 8.1 Upon the expiration of the term of office at the subsequent Annual General Meeting.
- 8.2 Upon the demise of the Member.
- 8.3 If the Member becomes a bankrupt or makes arrangement of composition with his creditors generally.
- 8.4 If the Member becomes mentally ill or otherwise incapacitated.

- 8.5 If the Member is absent from meetings of the Committee for more than four (4) months without leave of the the Committee.
- 8.6 If the Member ceases to be a member of the Association.
- 8.7 If the Member holds any office of profit under the Association.
- 8.8 If the Member has direct or indirect interest in any contract or proposed contract with the Association without declaring such interest to the Committee.
- 8.9 If the Member resigns his/her office by notice in writing to the Association.
- 8.10 Upon a resolution passed by three quarters majority of members present at an Extraordinary General Meeting.
- 9.0 **FINANCIAL YEAR**  
The financial year shall commence on the first day of July each year and conclude at the end of 30th June of the subsequent year.
- 10.0 **ANNUAL GENERAL MEETING**
- 10.1 The Annual General Meeting of members shall be held during the month of August each year, when the Annual Report and audited Financial Statements of the Association shall be presented.
- 10.2 A returning officer shall be appointed.
- 11.0 **EXTRAORDINARY GENERAL MEETING**  
Extraordinary General Meetings shall be called by the Secretary at the requests of at least three Members of the Management Committee or at the written request of not less than twenty-five (25) financially paid members of the total number of members of the Association in good standing. Extraordinary General Meeting shall be convened within a period of one (1) month from the date of receipt of the request.
- 12.0 **QUORUM**  
At a meeting of members, a quorum shall consist of ten (10) members in good standing and at a Management Committee meeting the quorum shall be four (4) members. Should a quorum be not formed within half an hour of the time set down for the meeting, the meeting shall be adjourned to the same time and venue seven days later or at a time or venue within one month of the date of such meeting determined by members present at that meeting. If at such an adjourned meeting a quorum be not formed, those members attending shall be deemed to be a quorum, provided the number of members present be not less than four (4).

### 13.0 PROCEEDINGS AT GENERAL MEETINGS

- 13.1 The President or in its absence the Vice-president shall preside at every General Meeting of the Association, but if they are not present within fifteen minutes of the time set down for the Meeting or are unwilling to take the chair, the members present shall elect amongst themselves a member to be Chairperson of the Meeting by simple majority.
- 13.2 The Chairperson when directed by a resolution of the members at the meeting may adjourn such a meeting to a time and venue determined by the meeting but no new business shall be transacted at any such meeting, other than the business left unfinished at the meeting so adjourned. When an adjournment exceeds thirty (30) days, a notice of the adjourned meeting shall be given to all members. An agenda of business to be transacted in such meeting shall not be required.
- 13.3 At any General Meeting, a resolution put to the vote of the Meeting shall be decided on a show of hands unless, before the vote is taken, a poll is demanded by the Chairperson or by at least three (3) members present. A declaration by the Chairperson that a resolution has been carried, either unanimously or by any particular majority or lost and an entry to that effect in the Minutes Book of the proceedings of the Association shall be the conclusive evidence of the result of the vote. A demand for a poll may be withdrawn.
- 13.4 If a poll is duly demanded it shall be taken in such manner and at such a time as the Chairperson shall direct, but a poll demanded on the election of a Chairperson or on a question of adjournment shall be taken forthwith. The result of the poll shall be the resolution of the meeting.
- 13.5 Every financial member of the Association in good standing present at a General Meeting shall have one vote. In the case of an equality of votes the person chairing the General Meeting shall have a second or casting vote.

### 14.0 NOTICE OF MEETINGS AND NOMINATIONS

- 14.1 The Honorary Secretary shall give at least fourteen (14) days notice in writing to an Annual General Meetings and at least twenty-one (21) days notice in writing to a general meeting to members of the Association, denoting the time, the date, the venue and an agenda of the Meeting indicating the general nature of the business to be transacted.
- 14.2 Nominations for Members of the Management Committee are to be made in writing. Nomination forms are to be issued together with the Notices of Annual General Meetings. Nomination forms must be duly signed by the proposing and seconding members and the nominated member accepting the nomination and to reach the Honorary Secretary no later than seven (7) days before the date of the Annual General Meeting. Should there be insufficient nominations submitted to the Secretary, nominations shall be invited from the members at the Annual General Meeting.

**15.0 FUNDS**

- 15.1 The Association may raise or seek to raise funds from any source and to disperse any funds of the Association in the furtherance of the Objects of the Association as the Management Committee may from time to time approve.
- 15.2 The Association is to establish a Cheque Account with a commercial bank to be determined by the Management Committee at its first meeting.
- 15.3 The President, the Vice President (s), the Honorary Secretary and the Honorary Treasurer for the time being, shall be the authorised person to sign all cheques and to make payments on behalf of the Association. All cheques must be signed by one of the authorised persons and counter-signed by one of the other authorised signatories.
- 15.4 All moneys received by the Association shall be deposited at the Association's Bank Account promptly and receipts must be issued.

**16.0 AUTHORISATION OF PAYMENTS**

All accounts shall be presented to and approved for payment at a Management Committee meeting and full details of such approval shall be entered in the Minutes Book of the Committee.

**17.0 AUDIT**

- 17.1 Auditor/s shall be selected at the Annual General Meeting. The Auditor shall examine all accounts, vouchers, receipts, books etc., and furnish a report to the members at the Annual General Meeting. Audits are to be conducted at regular intervals at the discretion of the Auditor.
- 17.2 The Auditor shall not be a Member or a relative of a Member of the Management Committee.
- 17.3 The auditor may be removed from office by resolution of the Association at a general meeting

**18.0 MINUTES**

The Management Committee shall cause Minutes to be kept:

- a) of all appointments of Office-Bearers and Members of the Committee.
- b) of the names of Members of the Committee present at all meetings of the Association and of the Committee.
- c) of all the proceedings at all meetings of the Association and of the Committee.

Such Minutes shall be signed by the Chairperson of the meeting during which the proceedings took place or by the Chairperson of the next succeeding meeting.

**19.0 CUSTODY AND INSPECTION OF BOOKS AND RECORDS etc.**

The Secretary shall keep records of the business of the Association including the rules, register of members, books of minutes of all General and Committee meetings, all financial books and records and a file for correspondence. These records shall be available for inspection by any member of the Association.

**20.0 EXPULSION OF MEMBERS**

A member may be expelled from the membership of the Association by the Management Committee, if in the opinion of the Committee that the conduct of the member is such as to be detrimental to the best interests of the Association, provided:

- 20.1 No decision to expel a member shall be made before the member has been given the opportunity of being heard by the Committee, either in person or by writing, at the choice of the member.
- 20.2 Such expulsion shall not be effective unless it is confirmed by a simple majority of members present at an Extraordinary General Meeting convened to consider the expulsion.
- 20.3 The Extraordinary General Meeting must be convened within one month from the date of the decision of the Management Committee to expel the member.
- 20.4 At such Extraordinary General Meeting the member whose expulsion is under consideration shall have the right to be heard by the meeting either in person or in writing, at the choice of the member.
- 20.5 The voting at such Extraordinary General Meeting shall be by secret ballot.
- 20.6 The Management Committee may suspend such member from participation in the affairs of the Association, until the Extraordinary General Meeting is held.

**21.0 AMENDMENT TO THE CONSTITUTION**

Any Rule in this Constitution may only be amended by a special resolution passed by three quarter (3/4) majority of members present at any Extraordinary General Meeting at which 21 days written notice of the proposed Amendment has been given.

**22.0 PUBLIC OFFICER**

- 22.1 The Management Committee shall ensure that a person is appointed as Public Officer.
- 22.2 The first Public Officer shall be the person who completed the application for incorporation of the Association.
- 22.3 The Management Committee may at any time remove the Public Officer and appoint a new Public Officer, provided the person appointed is 18 years of age or older and resident of New South Wales.



22.4 The Public Officer shall be deemed to have vacated his/her position in the following circumstances:

- a) death
- b) resignation
- c) removal by the Committee or at a general meeting
- d) bankruptcy or financial insolvency
- e) mental illness
- f) residency outside of New South Wales

22.5 When a vacancy occurs in the position of Public Officer, the Management Committee shall within 14 days notify the Corporate Affairs Commission by the prescribed form in the following circumstances:

- a) appointment (within 14 days)
- b) a change of residential address (within 14 days)
- c) a change in the Association's objects or rules (within one month)
- d) a change in the membership of the Management Committee (within 14 days)
- e) of the Association's financial affairs (within one month after the Annual General Meeting)
- f) a change in the Association's name (within one month)

### 23.0 DISSOLUTION

23.1 The Association shall be dissolved by special resolution.

23.2 Upon a resolution being passed in accordance with paragraph 23.1 of these rules, all assets and funds of the Association shall be conveyed in accordance with Section 53 of the Association's Incorporation Act 1984.

### 24.0 MISCELLANEOUS

24.1 The Association shall effect and maintain insurance as is required under the Association's Incorporation Act together with any such other insurance which may be required by law or regarded as necessary by the Association.

24.2 The Common Seal of the Association shall be kept in the custody of the Secretary and shall only be affixed to a document with the approval of the Management Committee. The stamping of the Common Seal shall be witnessed by the signatures of two members of the Management Committee.

24.3 Service of documents on the Association is effected by serving them on the Public Officer or by serving them personally upon two members of the Management Committee.