

CHERRYBROOK CHINESE COMMUNITY ASSOCIATION INC.

CONSTITUTION

Date of Incorporation

2 July 1990

Date of updated

13 October 2018

CHERRYBROOK CHINESE COMMUNITY ASSOCIATION INC.

CONSTITUTION

1.0 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 cultural, 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 is an individual who subscribes to the Objects of the Association and who agrees 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, provided with proven identity, 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 have the right to 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, contact phone number, email address plus date and year of commencement of membership.**
- 3.5 Membership fees shall be payable annually at a rate as determined from time to time by the Management Committee.**

3.6 Life Member

The Management Committee of the Association may admit the application of member(s) to be a Life Member(s) when he/she pay ten or more subscriptions. The Management Committee shall have the right to consider and determine the acceptance or rejection of the Application, without having to assign any reason whatsoever. The provisions of Clause 3.5 shall not apply to Life Member(s).

3.9 Cessation of Membership

A person ceases to be a member of the Association if the person:

- (a) dies, or**
- (b) resigns membership, or**
- (c) is expelled from the Association, or**
- (d) fails to pay the annual membership fee under clause 3.5 within 3 months after the fee is due.**

3.10 Membership Entitlement Not Transferable

The right, privilege or obligation which a person has by reason of being a member of the Association:

- (a) is not capable of being transferred or transmitted to another person, and**
- (b) terminates on cessation of the person's membership.**

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 and no more than thirteen (13), who shall be financially paid members of the Association in good standing and elected by other members of the Association in a properly constituted Annual General Meeting.

5.2 Power of the Committee

- (a) is to control and manage the affairs of the Association, and**
- (b) may exercise all such functions as may be exercised by the Association, other than those functions that are required by this constitution to be exercised by a general meeting of members of the Association, and**

(c) has power to perform all such as acts and do all such things as appear to the Committee to be necessary or desirable for the proper management of the affairs of the Association.

- 5.3** Committee Members shall hold office until the subsequent Annual General Meeting, unless otherwise resigned or vacated from the Committee.
- 5.4** The actual number of Committee Members shall be determined by members at the Annual General Meeting. If the number of nominations received exceeds the number of vacancies to be filled, a ballot is to be held.
- 5.5** 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 Vice President(s) shall be ex-officio members of every sub-committee.
- 5.6** 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 the following Office-Bearers:

- (a) A President
- (b) A Vice-President
- (c) An Honorary Secretary
- (d) An Honorary Treasurer

and such other additional Office-Bearers as shall be decided by elected Management Committee Members prior to the provisions in 5.3. To avoid nepotism, Office-Bearers should not be close or immediate family members.

- 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 (2) months to dispatch the business of the Association. The President and the Honorary Secretary at the requests of any three (3) Members of the Management Committee, may at any time call a meeting of the Committee.**
- 7.2 Matters arising from 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 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/physically ill or otherwise incapacitated.**
- 8.5 If the Member is absent from meetings of the Committee three consecutive months without giving valid reason.**
- 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 Management Committee of the Association.**
- 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 Meeting shall be called by the Secretary as the request of at least three (3) 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 financially paid 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 (7) days later or at a time or venue within one (1) 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 PROCEEDING AT THE GENERAL MEETINGS

13.1 The President or in his/her absence the Vice-president shall preside at every General Meeting of the Association, but if they are not present within fifteen (15) minutes of the time set down for the meeting or are unwilling to take the chair, the financially paid 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 (1) 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 MEETING 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 Notice 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 late 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

16.1 All accounts shall be presented to and approved for payment by Office-Bearers. Full payment details are to be recorded.

16.2 All accounts of value over \$500 shall be presented and approved for payment at a Management Committee Meeting.

16.3 President, at his/her discretion, may authorize the payment of all accounts of value \$500 or less.

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 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

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. Books of minutes of all meetings, all financial books and Constitution of the Association 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 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 member 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 OF 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 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.
- 22.3** 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
- 22.4** When a vacancy occurs in the position of Public Officer, the Management Committee shall within 14 days notify the Fair Trading NSW by the prescribed form.

23.0 DISSOLUTION

- 23.1** The Association should 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 65 of the Association's Incorporation Act 2009.

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.