



# MORUYA AND DISTRICT CHAMBER OF COMMERCE AND INDUSTRY

ABN 27 548 651 756

PO BOX 415 MORUYA NSW 2537

(N.B. A copy of this Constitution is to be given to each member on joining)

# CONSTITUTION

1. **NAME**: The name of the Chamber shall be the Moruya and District Chamber of Commerce and Industry.
2. **OBJECTS**: The objects of this Chamber of Commerce shall be as follows –
  - a. To promote, encourage, protect and assist in the promotion, encouragement and protection of the business, professional and civic interests of this town and its' surrounding districts and to assist in the development of this town and its' surrounding districts.
  - b. To encourage the enrolment as members of individuals in their own right or as representatives of companies, firms, organisations, associations and societies.
  - c. To promote, support or oppose legislation or other measures affecting the interest of members, free enterprise or national welfare.
  - d. To combine with other Chambers of Commerce or similar bodies on a district, state or national basis in the interests of members, free enterprise and national welfare and to open and cultivate exchanges with bodies of similar character in Australia or overseas countries.
  - e. To collect and circulate statistics and other information relating to the business or professions or calling of members, this town and its' surrounding districts.
  - f. To initiate codes of practice to facilitate and simplify the business of members.
  - g. To undertake the settlement by voluntary arbitration of commercial disputes between its' members and between its' members and others.
  - h. To raise monies by subscription or other means approved by the members.
  - i. To grant such rights and privileges to members and others as members may from time to time determine.
3. **MEMBERSHIP**:
  - a. Any person engaged in, or interested in, business or the professions, and whom the members of the Chamber of Commerce may consider eligible, may be elected as a member of the Chamber and his name entered in the register of members.
  - b. The membership fee shall be fixed annually as soon as practical after the annual meeting by a composition meeting of the Board of Directors, and those members of the retiring Board of Directors.
  - c. No member whose subscription is three months in arrears shall be entitled to vote or participate in the deliberations of the Chamber. All members whose subscriptions are six months in arrears shall after notice in writing to pay the same and non-compliance therewith

cease to be members of the Chamber. Members whose names have been struck off the roll by reason of non-payment of subscription may however be re-admitted by the Chamber on payment of arrears.

- d. A member must give written notice the Secretary one calendar month before the expiration of the subscription year of his wish to retire or he will be liable for the subscription for the ensuing year until he ceases to be a member under the preceding clause.
- e. The Chamber shall have the right of expelling any member by virtue of a majority of three-fourths of the votes given at a special general meeting consisting of not less than ten members called to deal with such proposal or to discuss and vote on such proposal upon a requisition to the President signed by at least five members of the Chamber. Such meeting may be a Special meeting otherwise convened in accordance with this Constitution and may deal with other matters in addition to the said proposal.

#### 4. **MEETINGS:**

- a. The Annual meeting of the Chamber shall be held in the month of September in every year at such time and date as may be determined by the Chamber at which meeting a report of the proceedings of the Chamber for the previous year shall be made and a statement of the funds of the Chamber submitted. Notice of such meeting shall be sent to each member of the Chamber at least two weeks before the Annual Meeting, together with a list of the elections to be held thereat. The business of the Annual Meeting shall be conducted as far as practicable as follows:
  - Receive Annual Report
  - Receive the Statement of Accounts and Auditor's Report.
  - Elect officers (and Committeemen if required).
  - Elect an Auditor.
  - Consider and if necessary take action with reference to any business or motion of those present may determine to entertain not being inconsistent with the Rules of the Chamber.
  - Notice of any business agenda to be discussed at the Annual meeting shall be considered to be due if it be given to the secretary seven days at least before the date on which the Annual Meeting shall be called.
- b. The President or in his absence a Vice-President shall preside at all meetings of the Chamber, or in their absence the meeting shall elect its' own Chairman from the members then present. The Chairman shall have a deliberative vote and a casting vote.
- c. Ordinary general meetings of members shall be held at least every three months, i.e. three per annum in addition to the Annual General Meeting. The business of an ordinary general meeting shall be conducted as far as practicable as follows:
  - To receive a report from the Executive or committee.
  - To consider and if necessary take action with reference to any business or motion of which due notice may have been given or which the majority of those present may determine to entertain not being inconsistent with the rules of the Chamber.
- d. Special meetings of the Chamber shall be convened by the President at his discretion or by the Secretary when required by a written application stating the objects thereof from ten members of the Chamber and at least seven days notice of all special meetings and the business to be considered therat shall be given as aforesaid by the Secretary to each member of the Chamber.
- e. Every individual member shall have one vote. Voting by proxy shall not be permitted.

- f. A quorum shall consist of members personally present and shall be as follows: At any Annual, Ordinary or Special General Meeting – 7 members. At any executive, committee or sub-committee meeting – one more than half of the member of each committee.
- g. In the event of a quorum not being formed within thirty minutes of the hour for which the meeting shall have been called it shall be in the power of the members then present to adjourn such meeting for any period not exceeding seven days and then sine-dei if no quorum on the second occasion.
- h. At all meetings of the Chamber all questions (other than the election of officers, which shall be by ballot) shall be decided by a show of hands unless a ballot shall be demanded by any five members present. Should any decision by ballot be required, two scrutineers shall be appointed by the meeting.

#### **5. OFFICERS AND EXECUTIVE:**

- a. The officers of the Chamber shall be a President, Vice-President, a Secretary and a Treasurer.
- b. Such officers shall constitute the Executive of the Chamber and shall act in the interests of the Chamber members between meetings of members.
- c. All executive officers of the Chamber shall be elected each year at the Annual Meeting.
- d. Vacancies occurring in the Executive between annual meetings shall be filled at the next ordinary general meeting of the Chamber.
- e. The President shall –
  - Preside at all meetings of the Chamber at which he is present.
  - Ensure that all resolutions passed at meetings of the Chamber are implemented.
  - Ensure that all officers of the Chamber carry out their duties in accordance with the requirements of this constitution.
  - Direct all correspondence of the Chamber through the Secretary.
  - Direct all expenditure of the Chamber's funds through the Treasurer.
- f. The Secretary shall –
  - Correctly record and preserve the minutes of all meetings of the Chamber.
  - Receive and preserve all memoranda, letters, applications and other correspondence addressed to or from the Chamber.
  - Arrange all business agenda for the consideration of meetings of the Chamber.
  - Conduct all correspondence of the Chamber under the direction of the President.
  - Issue to all concerned due notice of meetings of the Chamber.
- g. The Treasurer shall –
  - Keep the books of account and be responsible for all financial information concerning the Chamber.
  - Collect all subscription, donations and other monies on behalf of the Chamber and promptly bank to the credit of the Chamber's account.
  - Disburse by cheque any of the Chambers's funds under the direction of the President.
  - Prepare an Annual Balance Sheet for audit.

#### **6. COMMITTEES AND SUB COMMITTEES:**

- a. The Chamber members may appoint a committee of nine members to act with the executive in the interests of members between general meetings. Committeemen, if appointed, shall be elected each year at the Annual Meeting.
- b. Executive members above mentioned shall be ex-officio members of the Committee.

c. The Chamber may appoint sub-committees for any special purpose.

d. Such committees and sub-committees may, subject hereto, regulate their meetings and procedure as they may determine from time to time. But shall in all respects be subject to any direction of the Chamber in General Meetings.

**7. ADMINISTRATION AND EXPENSES:**

The Committee or the executive shall, out of money received by the Chamber, pay all proper expenses of administration and management of the Chamber and shall use the residue of such monies as the members think fit for or towards the Chamber's objects. The Committee or executive shall open a bank account in the name of the Chamber of Commerce, cheques for which must be signed by any two of the President, Secretary or Treasurer. The Committee or the executive may invest and deal with the monies of the Chamber not immediately required on such securities and in such a manner as may from time to time be determined. The Committee or the executive may engage professional or other assistance of any kind and remunerate any person for services rendered in promoting this Chamber or in the conduct of its' affairs.

**8. ANNUAL AUDIT:**

Once at least in every year the accounts of the Chamber shall be examined and a certificate of correctness shall be given by an auditor who shall have at all times access to all books, papers and documents of the Chamber.

**9. REFERENCES TO CHAMBER MEMBERSHIP:**

No business prospectus, visiting card, advertisement or note heading of a member of the Chamber, issued for the purpose of business shall bear the title of the Chamber or a reference to the fact that he is a member thereof. No member shall describe himself as such or as holding any office or position in connection with the Chamber or its' sub-committees upon any printed or published document which does not deal with matters directly concerning the Chamber or its' sub-committees.

**10. AMENDMENTS TO THE CONSTITUTION:**

Amendments to the constitution shall be made at a general meeting held not less than fourteen (14) days after notice to all members of the proposed amendments and of the meeting. The decision shall be made by a simple majority of members present. Such meeting may be any of the General meetings provided herein.

**11. NOTICES:**

Any notices hereunder requiring to be given or sent to a member may in either case be served by giving notice personally or by sending it by prepaid post addressed to the last known address of such member. Where a notice is sent by post, service shall be deemed to have been effective at the expiration of 24 hours after the time of posting. Notice to the Chamber of its' officers may be given by leaving any registered post to the address of the Chamber from time to time. The accidental omission to give notice of a meeting to, or the non-receipt of a notice of a meeting by a member shall not invalidate the proceedings of the meeting to which it refers.

**12. WINDING UP:**

If upon the winding up or dissolution of the Chamber there remains after the satisfaction of all its' debts and liabilities any property whatsoever the same shall not be paid to or distributed among the members of the Chamber but shall be given or transferred to some other institution or institutions having objects similar to the objects of the Chamber to be determined by the members of the Chamber at or before the time of dissolution and in default by the Supreme Court of New South Wales.