

## **AUSTRALIA-CHILE CHAMBER OF COMMERCE CONSTITUTION**

### **1. PREAMBLE**

Desiring to promote trade between Australia and Chile and to develop greater contacts between business interests in the two countries, members of the business community of both nations have agreed that this could be facilitated by the formation of an Australia-Chile Chamber of Commerce. Pursuant to this objective, interested trading and commercial circles have been approached for membership of the Chamber.

### **2. NAME**

The name of the organisation will be the "Australia-Chile Chamber of Commerce" (hereinafter called "A.CH.C.C.").

### **3. OFFICE**

The A.CH.C.C. shall have an office in Sydney, New South Wales and at such other places as the Executive Committee shall decide.

### **4. OBJECTS**

The objects of the A.CH.C.C. are:

- 4.1.** To promote foster and advanced two-way trade between Australia and Chile.
- 4.2.** To represent the interest of members and the public in all commercial and trade matters concerned with or incidental to Australia-Chile trade.
- 4.3.** To advice on specialist services for members not generally available in Australia, such as current reference material, directories, translation and interpreting facilities and also servicing point(s) in Chile.
- 4.4.** To establish and maintain a liaison and co-operation with organizations in Australia and elsewhere which have a similarity of interests with Chile.
- 4.5.** To develop a better cultural climate between Australia and Chile.
- 4.6.** To do all other lawful things conducive to the maintenance of the aims and objectives as aforesaid.
- 4.7.** To confer with and lobby Federal State and other authorities in matters pertaining or incidental to trade between Australia and Chile.

## **5. MEMBERSHIP**

### **5.1. Qualifications**

Members of A.CH.C.C. shall consist of any person, firm, company, institution or statutory body interested in the furtherance of the objects of the Australia-Chile Chamber of Commerce.

Other organisations interested in the trade and commerce may be invited to join as associate members by the Executive Committee. An associate member shall have no voting rights nor shall it pay any contribution to the funds of A.CH.C.C.

### **5.2. Applications**

Application for membership shall be by way of a signed form containing such particulars, information and undertakings as the Executive may determine from time to time. All applicants shall agree to abide by this Constitution. The Board shall not be bound to assign any reason for the rejection of an application for membership.

### **5.3. Representation**

Any member may, and every member being a partnership or corporation shall, appoint a representative to attend at and speak and vote for the member at all meetings of A.CH.C.C. and otherwise to exercise the rights of a member. A representative shall be appointed in writing.

A member shall be at liberty from time to time to remove any representative appointed by him, and may appoint another in his place. When an Office Bearer is a representative of a member he shall ipso facto cease to hold his office upon the revocation of his appointment as a representative.

### **5.4. Termination**

The Executive Committee shall have power to determine the membership of any member whose subscription or levy shall be in arrears for one month after same shall become due. Any arrears of subscription or levies shall remain a debt to, and recoverable by A.CH.C.C. The Executive Committee shall have the power to reinstate a member whose membership has been terminated in accordance with this Rule on such terms as it may think fit.

A member may resign at any time by letter delivered to the Secretary. A member whose resignation is received on or after the first day of August in a year shall be liable for his subscription for the current financial year.

If any member acts in a manner inconsistent with or inimical or detrimental to the objects and interests of A.CH.C.C. , such member's membership may be suspended or terminated by a resolution carried by a majority of two-thirds of the votes recorded in respect of same at a General or Special General Meeting provided the member concerned is given of that meeting and shall be afforded the opportunity to explain his acts.

### **5.5. Life Members**

Members who have rendered meritorious service to the Chamber may be elected as life members by resolution carried by a two thirds majority of those present and voting at a General Meeting following the submission to such meeting of an appropriate recommendation of the Executive Committee.

## **6. ANNUAL SUBSCRIPTION**

- 6.1.** The annual subscription for each member shall be such sum as may be decided by the Executive Committee prior to the commencement of each financial year.
- 6.2.** The subscription shall be payable on and from the first month of each financial year provided that where a member joins after the first quarter of any year, the Executive Committee may reduce pro-rata the subscription payable for the remainder of the current year, but in no case shall the subscription be less than 50% of the normal annual subscriptions.

## **7. LEVIES**

The Executive Committee may recommend to a General Meeting that the additional funds are required for an extraordinary project or undertaking of A.CH.C.C.. Such General Meeting may impose a levy (not exceeding 50% of the appropriate annual subscription in any one financial year) on members. Notice of intention to impose such levy shall be given in writing to all members of A.CH.C.C. with the notice convening the General Meeting.

## **8. MANAGEMENT**

The Management of A.CH.C.C. shall be vested in an Executive Committee consisting on a President, two (2) Vice-Presidents, Hon. Treasurer, and six members of A.CH.C.C. who should be elected, a Secretary and the immediate Past President who shall be ex officio a member of the

Executive Committee for the twelve months following his retirement from the office of President or until such a time as there is change in the office of President. At all meetings of the Executive Committee of which there shall be a minimum of six per annum, five should be quorum. Matters arising at any meeting of the Executive Committee shall be decided by majority of votes. A member of the Executive Committee shall cease to be a member of the Executive Committee:

- a) upon his ceasing to be a member or representative of a member of A.CH.C.C.;
- b) upon receipt by the Secretary of a notice of resignation signed by such a member; or
- c) upon his absence from three consecutive Executive Committee Meetings unless such absence is caused by illness or is authorised by the Executive Committee.

## **9. ELECTION OF EXECUTIVE COMMITTEE**

The President, Vice-President, Hon. Treasurer and members of the Executive Committee (other than the Secretary and the Immediate Past President) shall be elected by a simple majority ballot at the Annual General Meeting. The Executive Committee shall hold office until the next ensuing Annual General Meeting when they shall retire but shall be eligible for re-election. Any casual vacancy may be filled by the Executive Committee. Nominations to the Executive Committee must be in writing, sign by the nominator and seconder, and must be in the hands of the Secretary 48 hours before the time called for the meeting at which elections will take place. When there is more than one nominee for an office, an election shall be by secret ballot.

## **10. POWER OF EXECUTIVE COMMITTEE**

The business of Association shall be managed by the Executive Committee who may pay all expenses incurred in promoting the objectives of A.CH.C.C.

The Executive Committee shall be specifically empowered to appoint officer and servants, and to fix the remuneration of such persons appointed deemed essential in promoting the objectives of A.CH.C.C..

The Executive Committee shall have power to appoint Sub-committees and to appoint a Chairperson of any Sub-committee and otherwise regulate the proceeding of such Sub-committees and to delegate to any Sub-committee so appointed such of their powers as they shall think necessary. The President shall ex officio be a member of all Sub-committees. The Executive Committee may open bank accounts in the name of the A.CH.C.C. and may appoint signatories (who are members of the Executive Committee) to such accounts.

## **11. SECRETARY**

A Secretary shall be appointed by the Executive Committee.

The Secretary shall cause to be kept a Register of its members and therein shall be entered the following particulars:

- a) The name and address and business classification of each member;
- b) The date upon which the name of such member was entered in the register;
- c) The amount of Annual Subscription paid by the member and the date on which it was received;
- d) The name of the representative/s appointed to attend Meetings and vote on behalf of a firm or company member.

## **12. FINANCIAL YEAR**

The financial year shall be from 1<sup>st</sup> day of July in each year to the 30<sup>th</sup> day of June in the following year.

## **13. HONORARY TREASURER**

The Executive Committee shall ensure such books of account are kept as may be necessary to constitute a record of the financial position and operations of A.CH.C.C. and shall present financial statements to schedule meetings through the office of Hon. Treasurer.

Upon authorisation by the President and /or Vice President and Hon. Treasurer, the Secretary may pay accounts.

## **14. MEETINGS**

There shall be at least one General Meeting of A.CH.C.C. per annum at a time and place to be determined by the Executive Committee. Members shall be given at least 21 days' notice in writing of such a meeting. Special General Meetings shall be called by the Secretary if so instructed by a General Meeting, the President or at the request of seven members of A.CH.C.C., 21 days' of clear notice of Special General Meeting shall be given by circular to members.

At all general meetings five members present in person or by representative shall be quorum. The Annual General meeting of A.CH.C.C. shall be held no later than four months after the close of each financial year to receive the Executive Committee's report and the financial statement for the previous year and to deal with any other business brought forward. Twenty-one clear days' notice of such meeting shall be given by circular to members.

The President or in his/her absence, a Vice-President shall preside at all meetings of the Group. If at any meeting neither the President, nor a Vice-President be present, the Meeting shall appoint a Chairperson from among the members present. At all Meetings the business shall (unless otherwise provided for in these Rules) be decided by the majority present and the President shall have a casting vote in addition to his deliberate vote.

Any member of the Executive Committee or any five members of A.CH.C.C. may convene or requisition the convening of a General Meeting by notice in writing to the Secretary.

## **15. VOTES**

Votes at a General Meeting or Annual General Meeting may be given either personally or by proxy or by representative and every person so present shall have one vote. The instrument appointing a proxy shall be in such a form as the Executive Committee may from time to time required and in writing under the hand of the member or in the case of a company or authority under the Common Seal or under the hand of one of its Directors authorised in that behalf and shall be deposited with the Secretary no later than forty-eight hours before the time for holding the meeting. When any firm or company shall in its corporate capacity be a member of A.CH.C.C. one only of such firm or company or its accredited representative shall be entitled to vote at any one time.

The returning Officer shall be the Secretary.

## **16. ALTERATION TO CONSTITUTION**

These Rules, or any of them may be rescinded or altered and additional Rules made, provided such alternatives and additions are agreed to by a majority of two-thirds of the members present at a General Meeting convened for that purpose providing that not less than 21 days' notice in writing has given to members of such rescissions, alterations or additional Rules proposed.

## **17. CONSTRUCTING OF RULES**

In the event of any question arising as to the construction or application of these Rules, the Executive Committee shall be empowered to decide the same.

## **18. DISSOLUTION**

A.CH.C.C. shall not be dissolved except at an Annual General Meeting and by a resolution carried by a majority of four-fifths of the votes cast in respect of same and subject to the approval of the Executive Committee.