



CERTIFIED COPY OF DOCUMENTS HELD AT  
THE REGISTRY OF CO-OPERATIVES & ASSOCIATIONS

The attached is a true copy of documents held by the Registry of Co-operatives & Associations, as at 12 November 2008, in relation to the currently incorporated Association known as:

**TERRIGAL CHAMBER OF COMMERCE INC**

No. of pages attached: 9

Document(s) attached: *Rules (Constitution)*

Signed

A handwritten signature in black ink, consisting of several loops and a vertical stroke.

Nerys Ford  
Delegate of the Registrar  
12 November 2008



*Scan  
and email to  
executive*

CONSTITUTION OF THE TERRIGAL CHAMBER OF COMMERCE

1. NAME:

The name of this Chamber shall be Terrigal Chamber of Commerce Incorporated.

2. OBJECTS:

The objects of this Chamber of Commerce hereinafter called "the Chamber", shall be as follows:

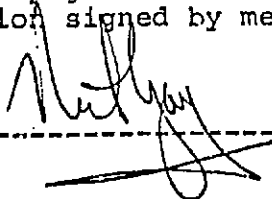
- A) To combine with other Chambers of Commerce or similar bodies on a district, state or national basis in the interests of members, free enterprise and national welfare and to open and cultivate exchanges with bodies of similar character in Australia or overseas countries.
- B) To collect and circulate statistics and other information relating to the business or professions or callings of members and others in the City and its surrounding districts (Central Coast).
- C) To initiate codes of practice to facilitate and simplify the business of members.
- D) To raise monies by subscription or other means approved by the members.
- E) To grant such rights and privileges to members and others as members may from time to time determine.
- F) To invest and deal with the monies of the Chamber not immediately required upon such securities and in such manner as may from time to time be determined.
- G) Generally the Chamber is committed as a matter of fundamental policy to:

Sound development of local employment opportunities and industry consistent with maintenance of the environment.

The provision of good customer service generally by private and public enterprises.

Examination of any public issue which adversely affects the community.

This is the annexure of 7 pages marked "2" referred to in the Application for Incorporation signed by me and dated

  
-----  
~~\_\_\_\_\_~~

3. COMMITTEE:

The Committee of this Chamber of Commerce hereinafter called the "Committee" shall be elected at the Annual General Meeting and shall carry out the objects of the Chamber between General Meetings.

Voting of matters raised in a committee meeting shall be by a simple majority and by a show of hands unless a ballot is requested by any two members. Should any decision by ballot be required two scrutineers shall be appointed by the meeting.

The Committee is empowered to:-

- A) Make by-laws, and from time to time make such alterations therein as may to them seem advisable or conducive to the efficiency of the Chamber, subject, however, to the approval and confirmation of the Chamber at the next General Meeting thereafter.
- B) Appoint sub-committees from time to time. The President shall be ex-officio of all sub-committees.
- C) Have absolute control over all the affairs and property of the Chamber, and shall prescribe, alter or cancel rules and by-laws for the regulation of the Chamber as they shall think fit, except as otherwise provided by this constitution.
- D) Engage all such officers and servants as they may consider necessary, and shall regulate their duties and shall fix their salaries.
- E) Appoint one or more of their members to exercise subject to its direction the general control and management and work of the Chamber.

4. MEMBERSHIP AND SUBSCRIPTIONS:

- A) Any person engaged in, or interested in, business or the professions, and whom the Committee may consider eligible, may be elected as a member of the Chamber and his name entered in the register of members.

Applicants for memberships shall be proposed in writing by one member of the Chamber, seconded by another, and shall be balloted for by the Council when admission shall be decided by a majority of votes.

- B) The annual subscription shall be such sum as the Committee shall decide from time to time and such subscription shall be payable in advance by each member

on 1st July each year, or if elected during any current financial year will be payable on the date of election. The financial year shall be from 1st July to 30th June, in the next year.

- 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.
- D) A member must give written notice to 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.

5. MEETINGS:

- A) The Annual Meeting of the Chamber shall be held at such time prior to 31st August in each year as may be determined by the Council 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 offices the elections for which are to be held thereat.
- B) The business of the Annual Meeting shall be conducted as far as practicable as follows:
  - (i) To receive President's Annual Report.
  - (ii) To receive the statement of accounts and Auditor's Report.
  - (iii) To elect officers and Committee men.  
Candidates for the offices of President, One Vice President, Treasurer and Council of Three shall be proposed by one member of the Chamber and seconded by another, who shall

give notice thereof, confirmed by the candidate to the Secretary in writing at least seven days prior to the date of the Annual General Meeting, and the candidates so proposed and seconded (if not in excess of the number required) shall be declared and duly elected.

In the event of the nominations being in excess of the number required, the names shall be submitted to the members present at the Annual General Meeting for election by ballot, no vote being valid unless cast for the exact number required.

In the event of the nominees being less than the number required nomination may then be accepted from the floor. If the nominations are then still less than the number required the Council is empowered to fill vacancies at subsequent meetings of the Council.

- (iv) To elect an Auditor.
  - (v) 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.
  - (vi) Notice of any business or motion to be discussed at the Annual Meeting shall be considered to be duly given if it be given to the Secretary seven days at least before the date for which the Annual Meeting shall be called.
- C) The president, or in his absence, or by his consent, the 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.
- D) Ordinary general meeting of members shall be held at least once every three months, or at such times as the Committee may decide. The business of an Ordinary General Meeting shall be conducted as far as practicable as follows:
- (i) To receive a report from the Committee.
  - (ii) 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 those present may determine to entertain not being inconsistent with the Rules of the Chamber.

E) 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 subject matter thereof from ten members of the Chamber and at least seven days notice of all special meetings and the business to be considered thereat shall be given as aforesaid by the Secretary to each member of the Chamber.

F) The payment of the Annual Subscription shall entitle each business to such members and with such voting power as the Chamber shall from time to time decide. Each financial member shall be entitled to one vote each.

G) A quorum shall consist of members personally present and shall be as follows:

At any Annual, Ordinary or Special General Meeting  
- seven members.

At any of the Committee or Sub-Committee Meetings  
- one more than half of the members of each such body.

H) In the event of a quorum not being formed within thirty minutes of the hour for which any 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 sinedie if no quorum on the second occasion.

I) At all meetings of the Chamber all questions (other than the election of officers, which shall be by ballot) shall be decided by show of hands. A ballot may be demanded by any member present. Should any decision by ballot be required, two scrutineers shall be appointed by the meeting.

6. OFFICERS AND EXECUTIVES:

A) The Committee shall be the President, the Secretary, One Vice President, the Treasurer and Three members.

B) Such officers shall constitute the Committee and shall act in the interests of the Chamber members between meetings of members.

- C) All Committee members shall be elected each year at the Annual Meeting.
- D) Vacancies occurring on the Committee between Annual Meetings shall be filled at the next meeting of the Committee.
- E) The President shall:
  - (i) Preside at all meetings of the Chamber at which he is present, except by resolution of the meeting in accordance with Clause 5 (c).
  - (ii) Ensure that all resolutions passed at meetings of the Chamber are implemented.
  - (iii) Ensure that all officers of the Chamber carry out their duties in accordance with the requirements of this Constitution.
  - (iv) Direct all correspondence of the Chamber through the Secretary.
  - (v) Authorise or delegate authority for public pronouncements to the media.
- F) The Secretary shall-
  - (i) Correctly record and preserve the minutes of all meetings of the Chamber.
  - (ii) Receive and preserve all memoranda, letters, applications and other correspondence addressed to or from the Chamber.
  - (iii) Arrange all business agenda for the consideration of meetings of the Chamber.
  - (iv) Conduct all correspondence of the Chamber under direction of the President.
  - (v) Issue to all concerned due notice of meetings of the Chamber.
  - (vi) Collect all subscriptions, donations and other monies on behalf of the Chamber and direct these together with all expenditure of the Chamber's Funds through the Treasurer.
  - (vii) Be responsible for arranging all meetings of The Committee and General Meetings of Members, Guest Speakers, etc.

G) The Treasurer shall:

- (i) Keep the books of account and be responsible for all financial information concerning the Chamber.
- (ii) Bank all monies on behalf of the Chamber promptly to the credit of the Chamber's account.
- (iii) Disburse by cheque any of the Chamber's funds under the direction of the Committee.
- (iv) Prepare an Annual Statement of Receipts and Expenditure for audit.

7. ADMINISTRATION AND EXPENSE

The Committee shall, out of the 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 shall think fit for and towards the Chamber's objects.

The Committee shall open a bank account in the name of this Chamber of Commerce, cheques for which must be signed by the Treasurer and one nominated Committee Member. The Committee may invest and deal with the monies of the Chamber not immediately required on such securities and in such manner as it may from time to time determine. The Committee 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 will be examined and a certificate of correctness shall be given by the Auditor who shall have at all reasonable time access to all books, papers and documents of the Chamber.

9. AMENDMENTS TO THE CONSTITUTION:

May 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 two-thirds majority of members present. Such meeting may be any of the General Meetings provided herein.

10. NOTICES:

Any notice hereunder requiring to be given or sent to a member may in either case be served by giving the 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 forty-eight hours after the time of posting. Notice to the Chamber or officers may be given by leaving any notice personally with the Secretary or by sending the same by prepaid 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.

11. 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. Provided that the Chamber shall not be deemed to be wound up or dissolved merely by reason of it changing its name.

ANNEXURE 1

PRINCIPAL ACTIVITIES OF THE ASSOCIATION

- A) 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.
- B) To collect and circulate statistics and other information relating to the business or professions or callings of members and others in the City and its surrounding districts (Central Coast).
- C) To initiate codes of practice to facilitate and simplify the business of members.
- D) To raise monies by subscription or other means approved by the members.
- E) To grant such rights and privileges to members and others as members may from time to time determine.
- F) To invest and deal with the monies of the Chamber not immediately required upon such securities and in such manner as may from time to time be determined.
- G) Generally the Chamber is committed as a matter of fundamental policy to:

Sound development of local employment opportunities and industry consistent with maintenance of the environment.

The provision of good customer service generally by private and public enterprises.

Examination of any public issue which adversely affects the community.

X THIS IS THE ANNEXURE OF 1 PAGES  
MARKED ANNEXURE REFERRED TO IN THE

APPLICATION FOR INCORPORATION

WITNESSED BY ME AND DATED

SIGNED

12/18/90  
[Signature]