

**PROPOSED CONSTITUTION**  
**WEST WALLSEND CHAMBER OF COMMERCE**

The following is not an attempt to be exhaustive for the Constitution of WWCC but rather a comprehensive text if adopted as is, or by amendment, which will allow WWCC to function within a set of rules established for its specific purpose and existence.

We have adopted the Model Rules as set down by The Office of Fair Trading. We need to format a Constitution that suits our organisation.

We fully expect and wish to see our Constitution be a work in progress for many months and invite members to submit notices/amendments from time to time as you see fit in accordance with time parameters that may be adopted from this draft. You are welcome to submit your proposals in writing provided you give ample time for distribution to the members. A minimum of twenty-one days would seem ideal. Some of our Constitution is already resolved as indicated by the ***larger print***.

Proposed motions are highlighted in ***bold italics*** for discussion at the April meeting or as many as time will allow. This is allowing ample time for those interested to ponder the proposals and to visit the link below (cut & paste) so that you may come to your decisions or propose your own motions/amendments having been well informed.

<http://www.fairtrading.nsw.gov.au/pdfs/corporate/publications/ft119.pdf>

**ORGANISATION NAME**

The name of the organisation is West Wallsend Chamber of Commerce (WWCC)

***Adopted by resolution at meeting held 22/01/08***

**MISSION STATEMENT AND OBJECTS OF WWCC**

***To be the premier resource and your partner for business and economic growth.***

***To promote and protect trade, commerce, professional activities, transport, industry and the general welfare and prosperity of the communities of West Wallsend, Barnsley, Killingworth, Holmsville, Cameron Park and Seahampton.***

***Promote, assist and encourage the development and extension of all forms of civic and economic activity in the suburbs aforementioned.***

***Represent effectively the opinion of businesses and professional men and women on civic, commercial, economic and social subjects.***

***Consider any civic, commercial, economic or social matters or questions of governmental policy or of general public importance.***

***Express its opinion on any such matters or questions and to take such action with regard thereto as it may deem desirable.***

*Make representations to, or negotiate with, any government, state or local authority or official, for furthering the objects of the Chamber.*

*Enter into arrangements for co-operation with any other Chamber of Commerce, Association, Institution or any other body which has objects the same as or similar to those of this Chamber.*

#### **MEMBERSHIP (THREE LEVELS)**

A Member of WWCC is a person who owns, conducts or has interests in a legal business contained within the suburbs of West Wallsend, Barnsley, Killingworth, Holmsville, Cameron Park and Seahampton.

An Associate Member of WWCC is a person who pays a \$20 joining fee and a \$20 annual fee and who may speak at meetings but shall not have voting rights.

Non-business owners who represent non-profit community organisations, churches and charitable organisations may be invited to join the WWCC as Community Members from time to time. These Community Members shall pay no fees and shall not have voting rights.

*Adopted at meeting held 05/02/08*

#### **AMENDMENT TO MEMBERS CLAUSE**

*“That after the words ‘...and Seahampton’ the words “and shall have voting rights.” be added.*

#### **AMENDMENT TO COMMUNITY MEMBERS CLAUSE**

*“That after the words ‘...Community Members’ the words “may speak at meetings,” be added.*

#### **MEMBERSHIP SUBSCRIPTIONS CLAUSE**

Members shall pay a \$50 joining fee and a \$50 annual membership fee.

*Adopted at meeting held 22/01/08*

#### **MEETINGS CLAUSE**

WWCC shall meet on the first Tuesday of each month.

*Adopted by resolution at the meeting held 22/01/08*

## NOTICE CLAUSE

*“A minimum of ten days’ notice shall be given to all Members, Associate Members and Community Members in the form of an Agenda for each monthly meeting and a minimum of twenty-one days’ notice for the Annual General Meeting.”*

*“Proposed motions or amendments to the Constitution at a general meeting or the annual general meeting shall be in writing and shall be sent to all members. A minimum of twenty-one days notice of such shall be provided to Members, Associate Members and Community Members.”*

## ANNUAL GENERAL MEETING

*“The annual General Meeting shall be held on the first Tuesday of February.”*

## COMMITTEE/S CLAUSE

*“At each Annual General Meeting a committee comprising the following shall be elected from amongst the financial members entitled to vote: President, Vice President, Secretary, Treasurer, Public Officer and four Board Members.”*

*The immediate Past President shall be an ex officio member of the committee.*

*Subject to this Constitution and to any directions of a general meeting the committee may regulate its own affairs as it sees fit.*

*The committee shall be responsible to the chamber and shall present an annual report, including a financial statement to each annual general meeting.*

*The Chamber or committee may appoint sub-committees with such powers and authority as specified by the Chamber or committee. The President shall, ex officio be a member of all such sub-committees.”*

## ELECTIONS CLAUSE

*“Elections shall be open. Any financial member entitled to vote may nominate himself, or herself, or another financial member entitled to vote for any vacant position of a committee or sub-committee either in writing or verbally at a meeting where a quorum is present.*

*All persons nominated shall state their acceptance or decline the nomination.*

*All nominations shall be seconded by a financial member.*

*Voting shall be conducted by a show of hands from financial members entitled to vote at the meeting and shall be declared by the chair as carried or lost.*

*In the event of a tied vote the position shall be determined by a toss of a coin.”*

### **QUORUM CLAUSE**

*“The quorum at a general meeting shall be five financial members who are entitled to vote. The quorum at committee meetings shall be one third of the committee. The quorum at an annual General meeting shall be ten financial member who are entitled to vote.”*

### **FINANCE CLAUSE**

*“All moneys received shall be deposited in the WWCC bank account.”*

*“That we open a bank account in the name of West Wallsend Chamber of Commerce with three signatories with any two of the three signatories to enable a transaction. The signatories shall be the President, the Secretary and the Treasurer.”*

*Adopted by resolution at meeting held 22/01/08*

### **DISSOLUTION CLAUSE**

*“The chamber shall be dissolved if:*

- a) A resolution to this effect is carried by a three-fifths majority of a general meeting, twenty-one days notice of the proposed resolution having been given to all Members.*
- b) Financial membership of Members entitled to vote drops to less than ten Members.”*

### **VOTING CLAUSE**

*“Each Member who is entitled to vote shall be entitled to one vote. In the event of an equality of voting, it shall be resolved to preserve the status quo. The Chair may exercise a deliberate vote provided this is done before the result is known.”*

*Associate Members and Community Members shall not vote.*

### **AMENDMENTS CLAUSE**

*“This constitution may be amended by a three-fifths majority of financial members at a general meeting, provided twenty-one days’ written notice of the proposed amendment is given to all members.”*

### **MINUTES CLAUSE**

*“Minutes shall be kept of all proceedings of general, committee and annual general meetings.*

*All minutes of all meetings shall be submitted for confirmation at the following meeting.*

*Minutes shall be signed as a correct record by the Chair of the meeting at which they were confirmed.*

*Any members voting against a resolution carried at a general or committee meeting and any members abstaining from voting shall be entitled to have their dissent or abstention recorded in the minutes of the meeting.”*

### **SUB-COMMITTEE CLAUSE**

*“Subject to this Constitution and to any directions given by the committee, each sub-committee shall regulate its own affairs as it sees fit. “*

### **CHAIR CLAUSE**

*“The President for the time being shall take the Chair at all general and committee meetings. If the President is absent or unwilling to act, the Vice-President shall take the Chair. In the absence of, or unwillingness of the Vice President to act the Members may select a Chair who is willing to act.”*

### **SUSPENSION/EXPULSION CLAUSE**

*“Any Member who in the opinion of the committee has acted in a manner prejudicial to the interests of the Chamber may be expelled, or suspended from membership for a period not exceeding twelve months. At the discretion of the committee, provided that such Member shall have the right to be heard and right of appeal at a general meeting, which may confirm, vary or revoke the committee’s decision. Voting on this issue in both committee and general meetings shall be by secret ballot. At least twenty-one days’ notice in writing of any proposed expulsion or suspension must be given to all persons entitled to vote, and to the Member concerned, giving particulars of the act/s which are subject of the complaint.”*

### **LIABILITY OF MEMBERS CLAUSE**

*“No Member shall be required to contribute towards the payment of any liabilities of the Chamber (whether by dissolution or otherwise), beyond his or her obligation to pay the subscription laid down by this Constitution and any other liabilities to the Chamber arising in the normal way.”*