



Constitution of the BRISBANE NORTH CHAMBER OF COMMERCE

Dated: 1 July 2012

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Constitution of Brisbane North Chamber of Commerce

A word or expression that is not defined in these model rules, but is defined in the Association's Incorporation Act 1981 ("Act") has, if the context permits, the meaning given by the Act.

1. Name

- 1.1 The name of this association will be "Brisbane North Chamber of Commerce Inc" (referred to as the "Chamber").

2. Area

- 2.1 The general area of operation of the Chamber is within the area identified on the map attached marked as Annexure A..

3. Interpretations and Definitions

3.1 Definitions

- (1) **Annual General Meeting** means the General Meeting held each year as required by the Constitution;
- (2) **Chamber** means Brisbane North Chamber of Commerce Inc;
- (3) **Executive** means the President, Vice President, Treasurer and Secretary;
- (4) **Management Committee** means the Members appointed or chosen under rule 14;
- (5) **Member** means a person who has been duly accepted as such by the Management Committee in accordance with the Constitution and who has paid the Chamber all current fees, subscription, charges and other fees;
- (6) **Relative** means parent, child, step-child, sibling, step-sibling, grandchild or the spouse of a parent, child, step-child, sibling, step-sibling or grandchild;
- (7) **Rule** refers to a provision of this Constitution.

3.2 Interpretation

- (1) Words of masculine gender include feminine gender; and words of singular number include plural numbers.
- (2) "Month" means calendar month.
- (3) "Writing" or "written" includes printing or other modes of reproducing.
- (4) References to "books" include computer files or any other form of record keeping.

4. Objects

4.1 The objects of the Chamber are:

- (1) to discuss and deal with any subjects affecting the interests of Members and the community in its general area of operation;
- (2) to assist in the development of trade and industry;
- (3) to collect and disseminate information on matters of interest to commerce, industry and the community;
- (4) to affiliate with the Chamber of Commerce and Industry Queensland (CCIQ) and such other organisations as the Management Committee deems appropriate;
- (5) to promote and conduct education and networking events and opportunities for the benefit of the Members;
- (6) to generally carry on any activities which the Management Committee may deem appropriate for the development of trade and commerce or otherwise for the benefit or education of its Members and the community;
- (7) to operate in a non-partisan and non-sectarian manner in relation to all of its activities; and
- (8) policy development and advocacy.

5. Powers

5.1 The Chamber has, in the exercise of its affairs, all the powers of an individual and in particular the following powers:

- (1) to buy, sell and deal in all kinds of articles, commodities and provisions, both liquid and solid, for the members of the Chamber or persons frequenting the Chamber's premises;

- (2) to enter into any arrangements with any government or authority that are incidental or conducive to the attainment of the objects and the exercise of the powers of the Chamber and to obtain from any such government or authority any rights, privileges and concessions which the Chamber may think it desirable to obtain, and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions;
- (3) by delegation, to appoint employees and contractors and remove or suspend such employees or contractors as may be necessary or convenient for the purposes of the Chamber;
- (4) by delegation, to remunerate any person or body corporate for services rendered, or to be rendered;
- (5) to invest and deal with the money of the Chamber not immediately required in such manner as may be thought fit;
- (6) to lend and advance money or give credit to any person or body corporate;
- (7) to borrow or raise money either alone or jointly with any other person or legal entity in such manner as may be thought proper and secure any money and further advances borrowed or to be borrowed alone or with others as aforesaid by security over the Chamber's property or assets;
- (8) to draw, make, accept, endorse, discount, execute and issue promissory notes and other negotiable or transferable instruments;
- (9) to sell, improve, manage, develop, exchange, lease, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the Chamber;
- (10) to take or hold mortgages, liens or charges, to secure payment of the purchase price, or any unpaid balance of the purchase price, of any part of the Chamber's property sold by the Chamber, or any money due to the Chamber from purchasers and others;
- (11) to take any gift of property whether subject to any special trust or not, for any one or more of the objects of the Chamber;
- (12) to take such steps by personal or written appeals, public meetings or otherwise, as may be deemed expedient for the purpose of procuring contributions to the funds of the Chamber, in the shape of donations, annual subscriptions or otherwise;

- (13) by delegation to print and publish any newspapers, periodicals, books or leaflets that the Chamber may think desirable for the promotion of its objects;
- (14) to amalgamate with any one or more incorporated associations having objects altogether or in part similar to those of the Chamber and which prohibits the distribution of its or their income and property among its or their members to an extent at least as great as that imposed on the Chamber by rule 22.9;
- (15) to purchase or otherwise acquire and undertake all or any part of the property, assets, liabilities and engagements of any one or more of the incorporated associations with which the Chamber is authorised to amalgamate;
- (16) to transfer all or any part of the property, assets, liabilities and engagements of the Chamber to any one or more of the incorporated associations with which the Chamber is authorised to amalgamate;
- (17) to make gifts and donations for patriotic, charitable or community purposes;
- (18) to do all such other things as are incidental or conducive to the attainment of the objects and the exercise of the powers of the Chamber.

6. Classes of Members

6.1 The membership of the Chamber consists of the following categories:

- (1) Ordinary membership;
- (2) Affiliate membership;
- (3) Honorary membership; and
- (4) Life membership.

The number of members in each class is unlimited.

6.2 Ordinary Members:

- (1) Any company, firm or person engaged in business or a profession or any director or executive officer of a public institution connected with commerce or industry, will be eligible for consideration as an ordinary member of the Chamber.

- (2) Any company or firm who is granted membership will nominate one person to represent them in person or by proxy.
- (3) Where a company or firm which is eligible for ordinary membership carries on business from more than one branch or location, then each individual branch or location will be eligible for consideration as an ordinary member in its own right.

6.3 Affiliate Members:

- (1) Any person not eligible to become an ordinary member may be considered for membership as an affiliate member. Affiliate members may include but are not limited to employees of ordinary members and representatives of local, state and federal governments.
- (2) Affiliate members are not entitled to vote.

6.4 Honorary members:

- (1) The Chamber may elect a visitor as an honorary member who will be entitled to all the privileges of an ordinary member except the privilege of voting at meetings.
- (2) The number of honorary members must not exceed the number of ordinary members.

6.5 Life members:

- (1) The Chamber may elect any of its members or past members as honorary life members in recognition of special services to the Chamber, and those persons will be entitled to all the privileges of subscribing members.
- (2) No more than two life memberships may be conferred in any one calendar year.

7. Membership

- 7.1 Every applicant for any class of membership of the Chamber must be proposed by one ordinary or associate member of the Chamber and seconded by another ordinary or associate member. The application for membership must be made in writing, signed by the applicant and a proposer and seconder and must be in the form prescribed by the Management Committee.

8. Membership Fees

- 8.1 The membership fee for each class of membership is the sum determined by the members at any General Meeting.
- 8.2 The membership fee for each class of membership is payable at the time and in the manner that the Management Committee determines.
- 8.3 A financial member is a member who has paid their current subscription and whose membership has not been terminated.
- 8.4 If any member fails to pay their annual subscription by 31 August, he or she will cease to be a member and his or her name will be deleted from the list of members. However, the Management Committee has the power to extend the time for payment in its discretion for good and sufficient cause.

9. Admission and Rejection of Members

- 9.1 At the next meeting of the Management Committee after the receipt of an application and the fee applicable for a class of membership, the application will be considered by the Management Committee, which will decide whether to admit or reject the applicant.
- 9.2 Any applicant who receives a majority of the votes of the members of the Management Committee present at the meeting at which the application is considered will be accepted as a member to the class of membership applied for.
- 9.3 On acceptance or rejection of an application for any class of membership the Secretary must promptly give the applicant notice in writing of the acceptance or rejection.

10. Termination of Membership

- 10.1 A member may resign from the Chamber at any time by giving notice in writing to the Secretary. The resignation takes effect at the time the notice is received by the Secretary unless a later date is specified in the notice, in which case it takes effect on that later date. The member is not entitled on resignation to any refund of membership fees.
- 10.2 If a member:
 - (1) is convicted of an indictable offence;
 - (2) fails to comply with any of these Rules;

- (3) subject to rule 8.4, has membership fees in arrears for a period of 2 months or more; or
- (4) conducts himself or herself in a manner considered to be injurious or prejudicial to the character, objects or interests of the Chamber,

the Management Committee will consider whether his or her membership should be terminated.

- 10.3 The member concerned must be given a full and fair opportunity of presenting their case and if the Management Committee resolves to terminate their membership it will instruct the Secretary to advise the member in writing accordingly.

11. Appeal against Rejection or Termination of Membership

- 11.1 A person whose application for membership is rejected or whose membership is terminated may within one month of receiving written notification of the rejection or termination, lodge with the Secretary written notice of his intention to appeal against the decision of the Management Committee.
- 11.2 On receipt of a notification of intention to appeal against rejection or termination of membership the Secretary must convene, within 3 months of the date of receipt by the Secretary of the notice, a General Meeting to determine the appeal. At that meeting the applicant must be given the opportunity to fully present their case and the Management Committee or those members of it who rejected the application for membership or terminated the membership must likewise have the opportunity of presenting its or their case. The appeal will be determined by the vote of the members present at the meeting.
- 11.3 Where a person whose application is rejected does not appeal against the decision of the Management Committee within the time prescribed by these Rules or so appeals but the appeal is unsuccessful, the Secretary must promptly refund any fee paid.

12. Register of Members

- 12.1 The Management Committee must cause a register to be kept containing the names and residential addresses of all persons admitted to membership of the Chamber and the dates of their admission.
- 12.2 The register must also contain particulars of deaths, resignations, terminations and reinstatements of membership and any further particulars as the Management Committee may require.

12.3 The register will be open for inspection at all reasonable times by any member who previously applies to the Secretary to inspect it.

12.4 A member of the Chamber must not:-

- (a) use information obtained from the register of members of the Chamber to contact, or send material to, another member of the Chamber for the purpose of advertising for political or religious, purposes; or
- (b) disclose information obtained from the register to someone else, knowing that the information is likely to be used to contact, or send material to, another member of the association for the purpose of advertising for political, religious, charitable or commercial purposes.

13. Secretary

13.1 The members of the Management Committee must ensure a secretary is appointed or elected for the Chamber.

13.2 If a vacancy happens in the office of secretary, the members of the Management Committee must ensure a secretary is appointed or elected for the Chamber within 1 month after the vacancy happens.

13.3 The secretary must be an individual residing in Queensland who is:-

- (a) a member of the Chamber elected by the Chamber as secretary; or
- (b) any of the following persons appointed by the management committee –
 - i. a member of the association's Management Committee;
 - ii. a member of the Chamber;
 - iii. another person.

13.4 The Management Committee may appoint and remove the secretary at any time.

14. Membership of Management Committee

14.1 The Management Committee of the Chamber consists of no more than **twelve** ordinary members of the Chamber duly elected at the Annual General Meeting.

14.2 A member of the Management Committee, other than the secretary, must be a member of the Chamber.

- 14.3 Members of the Management Committee are appointed for a **term of two years**.
- 14.4 At the Annual General Meeting, **one half of** the members of the Management Committee must retire from office, but are eligible upon nomination for re-election.
- 14.5 Members of the Management Committee have equal voting rights at all meetings.
- 14.6 The Management Committee must elect the president, vice president and treasurer of the Chamber each year, within 30 days of the Management Committee being elected.
- 14.7 The election of officers and other members of the Management Committee will take place in the following manner:
- (1) any 2 ordinary members of the Chamber may nominate any other ordinary member to serve as an officer or other member of the Management Committee;
 - (2) the nomination, which must be in writing and signed by the member and his proposer and seconder, must be lodged with the Secretary at least 14 days before the Annual General Meeting at which the election is to take place;
 - (3) a list of the candidate's names in alphabetical order, with the proposer's and seconder's name must be posted in a conspicuous place on the Chamber's website for at least 7 days immediately preceding the Annual General Meeting;
 - (4) balloting lists must be prepared (if necessary) containing the names of the candidates in alphabetical order, and each ordinary member present at the Annual General Meeting is entitled to vote for any number of such candidates not exceeding the number of vacancies;
 - (5) if, at the commencement of the meeting, there is an insufficient number of candidates nominated, nominations may be taken from the floor of the meeting.
- 14.8 The office of a member of the Management Committee becomes vacant if the person:
- (1) ceases to be a member of the Chamber;
 - (2) resigns from office or membership by giving notice in writing to the Secretary;
 - (3) is absent without apology from 3 consecutive meetings of the Management Committee; or

- (4) is removed from office at a General Meeting of the Chamber where that member was given the opportunity to fully present his or her case. The question of removal will be determined by the vote of the members present at such a General Meeting.

15. Vacancies on Management Committee

- 15.1 The Management Committee may at any time appoint any ordinary member of the Chamber to fill a casual vacancy on the Management Committee until the next Annual General Meeting.
- 15.2 The continuing members of the Management Committee may act notwithstanding any casual vacancy in the Management Committee but if and so long as their number is reduced below the number fixed by or pursuant to these Rules as the necessary quorum of the Management Committee, the continuing member or members may act for the purpose of increasing the number of members of the Management Committee to that number or of summoning a General Meeting of the Chamber, but for no other purpose.

16. Functions of the Management Committee

- 16.1 Except as otherwise provided by these Rules and subject to any resolution of the members of the Chamber carried at any General Meeting, the Management Committee will:
 - (1) have the general control and management of the administration of the affairs, property and funds of the Chamber; and
 - (2) have the authority to interpret the meaning of these Rules and any matter relating to the Chamber on which these Rules are silent.
- 16.2 The Management Committee may exercise all the powers of the Chamber.

17. Meetings of the Management Committee

- 17.1 The Management Committee must meet at least once every two calendar months to exercise its functions.
- 17.2 A special meeting of the Management Committee must be convened by the Secretary:
 - (1) on the requisition in writing signed by not less than one-third of the members of the Management Committee, which requisition must clearly state the reason that the special

meeting is being convened and the nature of the business to be transacted at it; or

(2) on the direction of the Executive.

17.3 At every meeting of the Management Committee a quorum will be constituted by 51% (rounded up to the next whole number) of the number of members elected or appointed to the Management Committee as at the close of the last General Meeting of the members, provided that quorum cannot consist of less than four (4) members. In calculating the number appointed to the Management Committee, a reduction in number will be made for any member who has been granted a temporary leave of absence from the Management Committee.

17.4 The Management Committee may grant a temporary leave of absence not exceeding three months, to any member of the committee, upon receipt of a written request outlining the reasons for such request.

17.5 Subject to this rule 17, the Management Committee may meet and regulate its proceedings as it thinks fit, provided that questions arising at any meeting of the Management Committee will be decided by a majority of votes and, in the case of equality of votes, the question will be taken to be decided in the negative.

17.6 A member of the Management Committee must not:

(1) unless a majority of the Management Committee agree, be present for discussion of; or

(2) vote,

in respect of any contract or proposed contract with the Chamber, in which the member or a Relative of the member is interested, and if the member does so vote, the member's vote will not be counted.

17.7 Not less than 14 days notice must be given by the Secretary to members of the Management Committee of any special meeting of the Management Committee. The notice must clearly state the nature of the business to be discussed at the meeting.

17.8 The President will preside as Chairperson at every meeting of the Management Committee, or if there is no President, or if at any meeting he is not present within 10 minutes after the time appointed for holding a meeting, the Vice President will be Chairperson or, if the Vice President is not present at the meeting, then the members may choose one of their number to be Chairperson of the meeting.

17.9 If within half an hour after the time appointed for the commencement of a Management Committee meeting a quorum is not present, the meeting, if convened on the requisition of members of the

Management Committee, lapses. In any other case it stands adjourned to the same day in the next week at the same time and place, or to another day and at another time and place determined by the Management Committee, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the meeting lapses.

- 17.10 The Management Committee may delegate any of its powers to a sub-committee consisting of such members of the Chamber as the Management Committee thinks fit. Any sub-committee so formed must in the exercise of the powers so delegated conform to any regulations that may be imposed on it by the Management Committee.
- 17.11 A sub-committee may elect a Chairperson of its meetings. If no such Chairperson is elected, or if at any meeting the Chairperson is not present within ten minutes after the time appointed for holding the meeting, the members may choose one of their number to be Chairperson of the meeting.
- 17.12 A sub-committee may meet and adjourn as it thinks proper. Questions arising at any meeting will be determined by a majority of votes of the members present and, in the case of equality of votes, the question will be taken to be decided in the negative.
- 17.13 All acts done by any meeting of the Management Committee or of a sub-committee or by any person acting as a member of the Management Committee will, despite it afterwards being discovered that there was some defect in the appointment of any such member of the Management Committee or person acting as aforesaid, or that the members of the Management Committee or any of them were disqualified, be as valid as if every such person had been duly appointed and was qualified to be a member of the Management Committee.
- 17.14 A resolution in writing signed by not less than 75% of the members of the Management Committee for the time being entitled to receive notice of a meeting of the Management Committee is as valid and effectual as if it had been passed at a meeting of the Management Committee duly convened and held. Any such resolution may consist of several documents in like form, each signed by one or more members of the Management Committee.

18. Annual General or General Meetings

18.1 The Annual General Meeting must be held within **six** months of the close of the financial year (ending 30 June each year) and at a place determined by the Management Committee.

18.2 The business to be transacted at every Annual General Meeting is:

- (1) the receiving of the Management Committee's report and the statement of income and expenditure, assets and liabilities and mortgages, charges and securities affecting the property of the Chamber for the preceding financial year;
- (2) the receiving of the auditor's report on the books and accounts for the preceding financial year;
- (3) the presenting the audited statements to the meeting for adoption;
- (4) the election of members of the Management Committee; and
- (5) the appointment of an auditor.

18.3 The Secretary must convene a special General Meeting:

- (1) when directed to do so by the Management Committee;
- (2) on the requisition in writing signed by not less than one-third of the members presently on the Management Committee or not less than the number of ordinary members of the Chamber which equals double the number of members presently on the Management Committee plus one. The requisition must clearly state the reasons that the special General Meeting is being convened and the nature of the business to be transacted at it; or
- (3) on being given a notice in writing of an intention to appeal against the decision of the Management Committee to reject an application for membership or to terminate the membership of any person.

18.4 At any General Meeting the number of members required to constitute a quorum is 20 ordinary members.

18.5 No business may be transacted at any General Meeting unless a quorum of members is present at the time when the meeting proceeds to business. For the purposes of this rule "member" includes a person attending as a proxy or as the representative of a corporation that is a member.

18.6 If within half an hour after the time appointed for the commencement of a General Meeting a quorum is not present, the meeting if convened on the requisition of members of the Management Committee or the Chamber lapses. In any other case it stands adjourned to the same day in the next week at the same time and place, or to another day and at another time and place determined by the Management Committee, and if at the adjourned meeting a quorum is not present within half an hour after the time appointed for the meeting, the members present will be a quorum.

- 18.7 The Chairman may, with the consent of any meeting at which a quorum is present (and must if so directed by the meeting), adjourn the meeting from time to time and from place to place, but no business may be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. When a meeting is adjourned for 30 days or more, notice of the adjourned meeting must be given as in the case of an original meeting. Save as aforesaid it is not necessary to give notice of an adjournment or of the business to be transacted at an adjourned meeting.
- 18.8 The Secretary will convene all General Meetings of the Chamber by giving not less than 14 days notice of the meeting to the members of the Chamber.
- 18.9 The manner by which that notice is given will be determined by the Management Committee (including without limitation by advertisement in the Chamber's newsletter), provided that notice of a meeting convened for the purpose of hearing and determining the appeal of a member against the rejection or termination of his or her membership by the Management Committee must be given in writing. Notice of a General Meeting must clearly state the nature of the business to be discussed at it.
- 18.10 Unless otherwise provided by these Rules, at every General Meeting:
- (1) the President will preside as Chairperson, or if there is no President, or if the President is not present within 15 minutes after the time appointed for the holding of the meeting or is unwilling to act, the Vice-President will be the Chairperson, or if the Vice-President is not present or is unwilling to act then the members present may elect one of their number to be Chairperson of the meeting;
 - (2) the Chairperson must maintain order and conduct the meeting in a proper and orderly manner;
 - (3) every question or matter of resolution must be decided by a majority of votes of the members present;
 - (4) every member present is entitled to one vote and in the case of an equality of votes the Chairperson has a second or casting vote, provided that no member is entitled to vote at any General Meeting if the member's annual subscription is more than 1 month in arrears at the date of the meeting;
 - (5) voting is by show of hands or a division of members, unless not less than one-fifth of the members present demand a ballot, in which event there will be a secret ballot. The Chairperson must appoint 2 members to conduct the secret ballot in such manner as the Chairperson determines and the result of the ballot as declared by the Chairperson will be taken to be the resolution of the meeting at which the ballot was demanded;

- (6) a member may vote in person or by proxy or by attorney. On a show of hands every member present in person or by proxy or by attorney or other duly authorised representative has one vote. In a secret ballot every member present in person or by proxy or by attorney or other duly authorised representative has one vote;
- (7) the instrument appointing a proxy must be in writing, in the common or usual form under the hand of the appointer or of his attorney duly authorised in writing or, if the appointer is a corporation, either executed under the hand of an officer or attorney duly authorised or executed under s127 of the *Corporations Act*. A proxy must be a member of the Chamber. The instrument appointing a proxy will be taken to confer authority to demand or join in demanding a secret ballot;
- (8) where it is desired to afford members an opportunity of voting for or against a resolution the instrument appointing a proxy must be in the following form or a form as near to it as circumstances permit:

CHAMBER: BRISBANE NORTH CHAMBER of COMMERCE INC.

I, _____ of _____,
 being a member of the above named Chamber, hereby appoint
 _____ of _____,
 or failing him/her, _____ of _____,
 as my proxy to vote for me on my behalf at the (annual) General Meeting
 of the Chamber, to be held on the day of
 _____, 20____, and at any adjournment thereof.

Signed this day of _____, 20____.

Signature

This form is to be used _____ * in favour of _____ the resolution.
 _____ * against _____

** Strike out whichever is not designed. (Unless otherwise instructed the proxy may vote as he thinks fit).*

- (9) the instrument appointing a proxy must be deposited with the Secretary prior to the commencement of any meeting or adjourned meeting at which the person named in the instrument proposes to vote; and
- (10) the secretary must cause full and accurate minutes of all questions, matters, resolutions and other proceedings of every Management Committee meeting and General Meeting to be entered in a book to be open for inspection at all reasonable

times by any financial member who previously applies to the secretary for that inspection. For the purposes of ensuring the accuracy of the recording of those minutes:

- (a) the minutes of every Management Committee meeting must be signed by the Chairperson of that meeting or the Chairperson of the next Management Committee meeting verifying their accuracy;
- (b) the minutes of every General Meeting must be signed by the Chairperson of that meeting or the Chairperson of the next General Meeting; and
- (c) the minutes of any annual General Meeting must be signed by the Chairperson of that meeting or the Chairperson of the next General Meeting or Annual General Meeting.

19. By-Laws

The Management Committee may make, amend or repeal by-laws, not inconsistent with these Rules, for the internal management of the Chamber and any by-law may be set aside by a General Meeting of members.

20. Alteration of Rules

Subject to the provisions of the *Associations Incorporations Act 1981*, these Rules may be amended, rescinded or added to by a special resolution carried at any General Meeting, provided that no such amendment, rescission or addition is valid unless it was previously submitted to and approved by the Chief executive of the Department administering the Act.

21. Common Seal

The Management Committee must provide for a Common Seal and for its safe custody. The Common Seal may only be used by the authority of the Management Committee and every instrument to which the seal is affixed must be signed by a member of the Management Committee and countersigned by the Secretary or by a second member of the Management Committee or by some other person appointed by the Management Committee for the purpose.

22. Funds and Accounts

- 22.1 The funds of the Chamber must be banked in the name of the Chamber in the bank which the Management Committee directs.

- 22.2 Proper books and accounts must be kept and maintained either in written or printed form in the English language showing correctly the financial affairs of the Chamber and the particulars usually shown in books of a like nature.
- 22.3 All money must be banked as soon as practicable after its receipt.
- 22.4 All amounts of \$250 or over must be paid by cheque signed by any two of the President, Secretary, Treasurer or other member authorized by the Management Committee, provided that any amount not exceeding one thousand dollars (\$1000) may be paid to a supplier or goods or services to the Association by way of BPay, electronic funds transfer or by use of a credit card or debit card.
- 22.5 Cheques must be crossed "not negotiable" except those in payment of wages, allowances or petty cash recoupments, which may be open. The Management Committee may determine the amount of petty cash which may be kept on the imprest system.
- 22.6 All expenditure must be approved or ratified at a Management Committee meeting.
- 22.7 As soon as practicable after the end of each financial year the Treasurer must cause to be prepared a statement containing particulars of:
- (1) the income and expenditure for the financial year just ended; and
 - (2) the assets and liabilities and of all mortgages, charges and securities affecting the property of the Chamber at the close of that year.
- 22.8 All those statements must be examined by the auditor who must present a report on the audit to the Secretary before the holding of the next Annual General Meeting after the financial year in respect of which the audit was made.
- 22.9 The income and property of the Chamber, wherever derived from, must be used and applied solely in promotion of its objects and in the exercise of its powers as set out in this Constitution and no portion of it may be distributed, paid or transferred directly or indirectly by way of dividend, bonus or otherwise by way of profit to or among the members of the Chamber. However, nothing in this Constitution prevents the payment in good faith of interest to any member in respect of money advanced by the member of the Chamber or otherwise owing by the Chamber to the member or of remuneration to any officers or servants of the Chamber or to any member of the Chamber or other person in return for any services actually rendered to the Chamber.

Further, nothing in this Constitution will be construed so as to prevent the payment or repayment to any member of out-of-pocket expenses, money lent, reasonable and proper charges for goods hired by the Chamber or reasonable and proper rent for premises demised or let to the Chamber.

23. Documents

The Management Committee must provide for the safe custody of books, documents, instruments of title and securities of the Chamber.

24. Financial Year

The financial year of the Chamber closes on 30th June in each year.

25. Distribution of Surplus Assets

If the Chamber is wound up in accordance with the provisions of the *Associations Incorporations Act 1981*, and there remains, after satisfaction of all its debts and liabilities, any property whatsoever, that property must not be paid to or distributed among the members of the Chamber, but must be given or transferred to some other institution or institutions having objects similar to the objects of the Chamber, and which prohibit the distribution of its or their income and property among its or their members to an extent at least as great as is imposed on the Chamber under or by virtue of rule 22.9, such institution or institutions to be determined by the members of the Chamber. The Chamber of Commerce and Industry Queensland (CCIQ) qualifies as a suitable entity in terms of this clause 25, and any surplus assets may be paid to CCIQ on the basis it holds the actual amount paid in trust for another chamber of commerce to be formed in the same or similar region as this Chamber, or if no such chamber is formed within five years from the date the amount is paid, take such amount for its own use as it in its own discretion deems fit.