



Wentworth Falls  
Chamber of Commerce and Community (Inc)  
ABN 68 127 530 898

**Policies and Procedures (2011)**

**supporting the Model Constitution**  
*(under the Associations Incorporation Act 2009)*

**Version 1.2**

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**About these Policies and Procedures**

There is much in the way we govern ourselves and conduct our internal business that is passed on by tradition and word of mouth from one Management Committee to the next.

The details of these processes are neither in our old Constitution nor in the adopted *Model Constitution*.

In a report presented to Members on 1<sup>st</sup> February 2010 the Constitution Committee recommended that the Chamber develop a *Policies and Procedures* document to ensure continuing good governance and to provide a benchmark by which Members can judge the effectiveness of the people they elect to manage the interests of the Chamber.

At some future time it may be desirable to upgrade some of these *Policies and Procedures* into *By-laws* which will then have the same power of authority as the Constitution.

The *Policies and Procedures* are in effect a clarification of many aspects of the Constitution to reflect the ideals and operation of the Chamber of Commerce and Community. While they can clarify, they cannot alter or nullify any part of our adopted Constitution.

For ease of reference, these *Policies and Procedures* are grouped and numbered to reflect the sections of the *Model Constitution* that they impact on.

**Document Update History**

Version Number	Meeting Date	Section(s) Affected	Explanation
1.0	7/11/2011	All	Original document
1.1	4/3/2013	20	Ordinary Meetings on first Monday every 3 months
1.2	4/11/2014	2, 8, 14	Name change and policy adjustments for Community Members

# Constitution and Objects of the Association

The “**Model Constitution**” (with amendments) was adopted by Special Resolution at the Special General Meeting of 12<sup>th</sup> April 2010 (and lodged with the Department of Fair Trading on 19<sup>th</sup> October 2010). The Model Constitution is updated from time to time by the Department of Fair Trading so as to comply with amendments to the Associations Incorporation Act. The current version of the Model Constitution can be downloaded from:

[http://www.fairtrading.nsw.gov.au/pdfs/Cooperatives\\_and\\_associations/associations/Model\\_constitution.pdf](http://www.fairtrading.nsw.gov.au/pdfs/Cooperatives_and_associations/associations/Model_constitution.pdf)

## Objects of the Wentworth Falls Chamber of Commerce and Community

(Adopted at the same Special General Meeting)

- i. Encourage and promote commercial and tourist activities within Wentworth Falls;
- ii. Protect and enhance the village character and atmosphere of Wentworth Falls by planning for long term improvements to the streetscape and encouraging village scale commercial activities;
- iii. Encourage sustainable commercial activity and tourism, and ecologically sustainable and socially responsible business practises;
- iv. As a peak body representing business, provide a unified voice to the wider community, BMCC and State and Federal agencies, and liaise/engage with community groups and other organisations to support and foster commercial activities, tourism and the enhancement of the village atmosphere;
- v. Raise funds through membership subscriptions, levies, fund raising activities and grants;
- vi. Contribute to the urban design of the village to improve issues of security and reduce the incidence of vandalism and graffiti;
- vii. Provide a regular forum for the discussion and dissemination of information to support the objectives of the Chamber.

## Constitutional Amendments and Special Resolutions

The following **Constitutional Amendments** and **Special Resolutions** were passed according to the regulations at the properly convened General Meetings referred to. These have been registered with the Department of Fair Trading.

### Meeting Date Resolution

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|------------|---|
| 4 Oct 2010 | That, in addition to natural persons, membership of the Chamber be open to businesses that have an ABN number.  |
| 4 Oct 2010 | That a category of membership to be called “ <b>Associate Non-voting Membership</b> ” be created for other organizations, associations and individuals that might have an interest in the commercial aspects of the village of Wentworth Falls. |
| 4 Nov 2014 | That the name of <i>Wentworth Falls Chamber of Commerce Inc</i> be changed to <b>Wentworth Falls Chamber of Commerce and Community Inc.</b>   |

## General Resolutions

These **General Resolutions** have been supported by the majority of members of the Chamber at the properly convened General Meetings listed below. These resolutions can only be amended or abolished by a subsequent General or Special Resolution – not by the Management Committee acting alone.

<b>Number</b>	<b>Date</b>	<b>Resolution</b>
1	7 Nov 2011	That the Association (being the Wentworth falls Chamber of Commerce [and Community]) adopts the <b>“Policies and Procedures (2011)”</b> to support the Constitution and Objects of the Chamber and to assist with the good governance of the Chamber.
2	7 Nov 2011	That, in recognition that these Policies and Procedures are in the main administered by the Management Committee, it is resolved that the provisions of Section 30A governing <b>“General Resolutions”</b> can only be amended by a majority vote of members at a properly convened General Meeting (that is a Special General Meeting or Annual General Meeting).
3	4 Nov 2014	That community members have full voting rights and must reside within the postcode 2782.
4	4 Nov 2014	That the subscription fee for community members be initially set at \$25 per annum.

## Policy Amendment Resolutions

These resolutions to amend the **“Policies and Procedures (2011)”** have been supported by the majority of the Committee at the Ordinary Meetings listed below, having taken into account the views of the members present in accordance with Section 22 - Voting and Decisions.

<b>Number</b>	<b>Date</b>	<b>Resolution</b>
1	4 March 2013	That future Ordinary Meetings of the Wentworth Falls Chamber of Commerce [and Community] be held on the first Monday every three months beginning in March and then in June, September and December and that any two members of the Chamber may call an Ordinary Meeting outside these designated times by written request to the President or Vice President.
2	4 Nov 2014	That the Policies and Procedures (2011) be suitably amended to accommodate Community Members.

# **Policies and Procedures**

## **Part 1 - Preliminary**

### ***1. Definitions***

- (1) no further clarification

## **Part 2 - Membership**

### ***2. Membership generally***

- (1) The Model Constitution has been modified for the Wentworth Falls Chamber of Commerce and Community (WFCCC) so that in addition to natural persons, membership of the Chamber is open to businesses that have an ABN number.
- (2) To be eligible for (full voting) business membership, the person or business must be engaged in general business or tourism in Wentworth Falls. A qualifier for this is that the entity must have an A.B.N. and be conducting business in the 2782 postal district.
- (2a) **Or**, to be eligible for (full voting) community membership, the person must reside within the postcode 2782, that is the village of Wentworth Falls.
- (3) The Model Constitution has been modified so that a category of membership called 'Associate Non-voting Membership' has been created. Organizations, associations and individuals that might have an interest in the commercial aspects of the village of Wentworth Falls, but which are not eligible to join as full members are eligible to join under this category of membership.
- (4) Strictly speaking, 'Associate' members are not true members as specified in the rest of the Constitution. For example, they cannot vote at SGMs and AGMs, and cannot hold office as part of the Management Committee. However they are extended some of the other privileges of membership as specified in these Policies and Procedures, such as the right to attend the Ordinary Meetings and networking functions.

### ***3. Nomination for membership***

- (1) Nomination for membership must be made on the Wentworth Falls Chamber of Commerce and Community application form set out in Appendix 1 of this document. The applicant will state if he/she is joining as a business member or community member. If it is as a business member, the applicant signatory will be taken to represent the business unless or until other notification is given.
- (2) If there is not a proposer and/or seconder on the document submitted by the applicant, the Secretary and/or other members of the Committee might consider completing this form.
- (3) There is no presumption that an applicant will automatically be allowed to join simply because the criteria for membership are met. The Committee should consider approving or rejecting the application according to how it determines the applicant will abide by and promote the ideals of the Chamber as guided by the Objects of the Association and these Policies and Procedures.
- (4) Although not strictly required in the Model Constitution, the applicant's subscription fees should accompany the application, and the Committee is at liberty to reject an application on these grounds.

#### **4. Cessation of membership**

- (1) In addition to the reasons stipulated for persons, a business ceases to be a member of the association if the business:
  - (a) ceases trading in the Wentworth Falls 2782 postal district, or
  - (b) is wound up, or
  - (c) has a liquidator, administrator or receiver appointed, or
  - (d) is made bankrupt, or
  - (e) enters into a scheme of arrangement with creditors, or
  - (f) becomes insolvent.
- (2) When a person or business ceases to be a member of the Chamber, their listing on the Chamber's website [www.wentworthfalls.org.au](http://www.wentworthfalls.org.au) should be removed within 30 days.
- (3) If a person does not pay their annual fees within 90 days of the issue of subscription notices, then they cease to be a member according to the constitution. Therefore there should be a process of re-joining – late payment of fees is not sufficient to be automatically reinstated.
- (4) The Executive should write to all members who have not paid their annual subscriptions approximately 30 days before their membership expires, that is about 31<sup>st</sup> August each year, reminding them of their pending loss of entitlements and what is required if they wish to rejoin after the 90 days has expired.
- (5) Membership fees are not refundable upon cessation of membership.

#### **5. Membership entitlements not transferable**

- (1) According to the constitution, membership entitlements cannot be transferred to another person or business.
- (2) However, a business member must nominate a person who will exercise its rights within the Association and this person may change from time to time at the discretion of the business.
- (3) In the event that a person has not been nominated, or there is a dispute within the business as to who is the nominated person, then the Chair of the meeting will choose the nominated person for that business. In doing so the Chair may consider who is the business's public officer, a director, the first person entered on the application for membership, the signatory on the application, or failing these tests, any other criteria he/she deems fit.

#### **6. Resignation of membership**

- (1) no further clarification

#### **7. Register of members**

- (1) A printed copy of the Register of Members (Members List) must be given to the Public Officer from time to time so that it can be kept with his records at the association's official address as stipulated in the Constitution
- (2) A working copy of the Register of members should be kept with the Treasurer and/or the Secretary preferably in Excel format.
- (3) When a person or business leaves the Chamber, their details should be moved to a Past Members register (a separate sheet in the Excel document) along with the date they cease to be a member and a note as to the reason.

## **8. Fees and subscriptions**

- (1) For a new member, the amount of the Admission fee to join the Chamber is determined to be zero dollars.
- (2) For a member re-joining following cessation of membership for failing to pay the annual membership fee, the amount of the Admission fee is determined to be the amount of outstanding fees up to a maximum of the full annual fee. That is, including the pro-rata annual fee mentioned below, the total fee payable will equal the full annual fee. In addition there will be an administration fee of \$20 applied to compensate for the added administrative burden of changing the register and the website.
- (3) From 1<sup>st</sup> July 2015, the annual fee for full business members is \$110 per annum, for full community members the fee is \$25, and for Associate members the annual fee is \$55. This includes GST from 1<sup>st</sup> September 2014.
- (4) For a member joining during the year, the annual fee will be calculated on a quarterly pro-rata basis (ie July to September – 100%, October to December – 75%, January to March – 50%, April to June – 25%)
- (5) Since annual membership fees are due on 1<sup>st</sup> July each year, invoices for these fees should be sent out by the last week in June each year. It is the responsibility of the Treasurer to do this.

## **9. Members' liabilities**

- (1) no further clarification

## **10. Resolution of disputes**

- (1) The executive of the Management Committee should make every reasonable attempt to resolve disputes before escalation as directed in the Model Constitution.

## **11. Disciplining of members**

- (1) no further clarification

## **12. Right of appeal of disciplined member**

- (1) no further clarification

## **Part 3 - The committee**

### **13. Powers of the committee**

- (1) In exercising its powers to control and manage the affairs of the Association, the Committee must take into consideration these Policies and Procedures.
- (2) **The first item of business** of the first Committee Meeting following each AGM should be to appraise and amend if necessary, these Policies and Procedures, and to affirm their authority in the management of the Chamber.
- (3) These Policies and Procedures may be amended from time to time by formal process at a duly convened Committee Meeting, (*either in conjunction with the Ordinary Meeting or not*) in which instance the change(s) should be conveyed to the membership at the earliest convenience (such as at the subsequent Ordinary Meeting).

- (4) A complaint may be made to the committee by any member of the Association that the Committee has refused or neglected to comply with a provision or provisions of these Policies and Procedures. The Committee may address such complaints by:
  - (a) deeming that the complaint is trivial and ignoring it; or
  - (b) complying with the provisions; or
  - (c) amending the Policies and Procedures at a duly convened Committee Meeting; or
  - (d) calling a General Meeting of the members to decide the issue and/or vote to replace the management committee.

#### **14. Composition and membership of committee**

- (1) In clarification of the Constitution, each of the office-bearers may hold up to 2 offices – eg President and Secretary, or VP and Treasurer, or Secretary/Treasurer, but no more. (And not President and VP.) The total number of committee members is 7, so there can be 2,3 or 4 office-bearers and correspondingly 5,4,or 3 ordinary committee members.
- (2) The collective name for the office-bearers is **The Executive**.
- (3) By accepting nomination for becoming a Committee Member, the nominee accepts that he/she will abide by the Code of Ethics for the management committee if elected.
- (4) Committee members can be either the nominee of a business member or a community member.

#### **14A. Code of Ethics for the management committee**

- (1) Each committee member must have a clear understanding that failure to comply with the code of ethics may result in the management committee requesting their resignation from their position of trust as a management committee member.
- (2) Each member of the management committee will carry out their duties with the highest standards of ethical conduct that is consistent with:
  - the legal requirements of the Association's Constitution  
Office of Fair Trading guidelines  
The Incorporation Act  
And other relevant laws
  - the Policies and Procedures document of the Chamber of Commerce
  - the values of the Chamber as expressed in the association's Objects and society's accepted standards of what is right and good behaviour, ie:
    - Be fair and take action not to discriminate
    - Be honest and trustworthy
    - Act with integrity
    - Cause no harm
    - Be tolerant of honest differences of opinion
    - Act responsibly
- (3) If a conflict of interest arises, the committee member concerned will declare it at a Committee Meeting or a General Meeting and will completely withdraw when discussion of the issue is held, and not vote on that issue.
- (4) A member of the Management Committee will not participate in any decision making process that results in :
  - self gain
  - deception or cheating
  - manipulation
  - bias or unfair dealing
  - or injury to the character and interests of the Chamber.

- (5) Information dealt with by the management committee may be confidential and each member undertakes to respect that confidentiality.

## **15. Election of committee members**

- (1) To be elected as a committee member, the person must be a (full) member or the nominated person representing the business member. Associate members are not eligible to become committee members or to vote in the election of committee members.
- (2) A person nominated as a candidate for election as an office-bearer or as an ordinary committee member of the association must be a financial member of the association.
- (3) Nomination for the office bearers and other members of the management committee should be made on the Nomination Form set out in Appendix 2 of this document. If there are more nominations than can fit on the form, multiple copies may be used. The form(s) must be returned to the Secretary at least 7 days prior to the AGM.

### **15A. President**

- (1) Role and duties of the President include:
- Chair all General, Committee and Ordinary Meetings
  - Provide a report on the activities of the Chamber at Annual General Meetings
  - Be the spokesperson for the Chamber
  - Be a cheque signatory
  - Ensure that all unfinancial members are reminded of their pending expulsion in enough time for them to act to prevent this occurring
- (2) In the absence of any law to the contrary, the President as Chair of a meeting (or other if acting as the Chair), may propose or second a formal motion.

### **15B. Vice President**

- (1) Role and duties of the Vice-president include:
- Chair all meetings when the President is not available
  - Support the President as required

## **16. Secretary**

- (1) Although it is the secretary's responsibility to keep the minutes of the Committee Meetings and General Meetings, he/she may delegate that duty from time to time while maintaining the responsibility that it be done and that they are duly presented and signed as required.
- (2) Role and duties of the Secretary include:
- Maintain a register of all members and associate members
  - Maintain an accurate email mailing list.
  - Maintain and update the WFCCC website (possibly by designate).
  - Maintain the filing system.
  - Provide assistance to the President.
  - Develop the agenda for all WFCCC meetings and email to Members in reasonable time for the next meeting.
  - Take Minutes at WFCCC meetings and prepare a copy for approval by the President before emailing to all members.
  - Ensure that the President signs the previous meeting's minutes when they have been approved
  - Check WFCCC PO mailbox (Wentworth Falls 51)

- Collate and table inward and outward correspondence at WFCCC meetings.
- Distribute information to members as required
- be a cheque signatory

## **17. Treasurer**

- (1) Role and Duties of the Treasurer include:
- keep and present a cashbook at each meeting – “Treasurer’s Report”
  - be a cheque signatory
  - Prepare a Profit and Loss report and a Balance Sheet for each financial year for presentation at each AGM
  - Prepare and send out the invoices for annual subscription fees before 1<sup>st</sup> July each year
  - prepare a budget for each financial year and present it to the first Ordinary Meeting after 1<sup>st</sup> July each year

## **18. Casual vacancies**

- (1) To be eligible to fill a casual vacancy on the management committee, the member must be financial.
- (2) In the event that a committee member has not paid the annual dues within 90 days of the subscription notice being issued, his or her membership automatically lapses, along with membership of the Management Committee, in which case there is automatically a casual vacancy.

## **19. Removal of committee members**

- (1) By signing the consent to be nominated for a position on the Management Committee, each committee member has the clear understanding that failure to comply with the Code of Ethics may result in their compulsory resignation from the committee.

## **20. Committee meetings and quorum**

- (1) The Ordinary Meetings attended by members are also deemed to be Committee Meetings.
- (2) Additional closed meetings of the Committee may be convened giving 48 hours notice through the Secretary.
- (3) Ordinary Meetings are to be held on the first Monday every three months beginning in March and then in June, September and December and that any two members of the Chamber may call an Ordinary Meeting outside these designated times by written request to the president or vice president.
- (4) Since the Ordinary Meetings of members are also Committee Meetings, there must be a quorum of any 3 members of the committee present at these meetings.
- (5) Minutes of each Ordinary Meeting of the committee and members must be presented at the subsequent Ordinary Meeting, and in addition, the minutes if any additional closed meetings of the Committee must also be presented at the following Ordinary Meeting.

## **20A. Electronic Committee meetings**

- (1) The Committee may use electronic means (ie, telephone, email and internet) to conduct business that is impractical to defer to the next physical meeting.

- (2) A determined effort must be made to contact every member of the committee (in a manner that has been previously agreed by each member) to inform them of the nature of the business to be conducted.
- (3) For the business to be transacted, a quorum (ie at least 3 members of the committee) must have responded.
- (4) The business decision process must remain open until either:
  - i) the majority of the committee (ie at least 4 in a fully populated committee) has agreed on a decision; or
  - ii) 48 hours since the first notification was made to ALL members of the committee;
 at which time the decision is that arrived at by the majority that responded.
- (5) Only a member of the Executive can convene an Electronic Committee Meeting.
- (6) The reason he/she can convene such a meeting is to seek approval for actions required in his/her portfolio that have otherwise not been authorised.
- (6) Any business transacted at an Electronic Committee Meeting must be reported at the following physical meeting of the committee.

## ***21. Delegation by committee to sub-committee***

- (1) The importance of sub-committees in the effective running of an organisation such as the Chamber of Commerce, ie with a volunteer committee and no paid administration or secretariat, cannot be underestimated. The management committee may form a sub-committee of just one person (say to look at street plantings), or of more than one person.
- (2) The "instrument in writing" is deemed to be this Policies and Procedures document, qualified by meeting minute.
- (3) Sub-committees may be formed as a Standing sub-committee which once formed continue indefinitely or until the Committee dissolves them, or as a normal sub-committee with a specific task which once completed and reported on, is disbanded
- (4) The President should be member of each Standing sub-committee (at least nominally) in order that he/she is informed of the activities of the sub-committee as they occur. The President will receive notification and agendas for sub-committee meetings, and also the resulting minutes.
- (5) There is no obligation that a normal sub-committee formed for a specific task and with a limited life must contain a Management Committee member.
- (6) Each sub-committee elects its own Chair and this does not have to be the President or indeed any other member of the Management Committee that may be on the sub-committee.
- (7) Standing sub-committees should report on their activities at every Ordinary Meeting (unless they have been declared dormant). Other sub-committees which are convened for a specific task should report on their activities at the next Ordinary Meeting following the conclusion of the reason for their formation, at which time the sub-committee will be disbanded.
- (8) It is a requirement that at the AGM, the President includes in his report the activities of all sub-committees. In order to facilitate this, each Standing sub-committee must make a report of its activities since the preceding AGM and have this to the President one month prior to the AGM. *(Note: This timing so that if the report results in a resolution to be put at the AGM there is enough time to give notice to the members).*
- (9) **The second item of business** of the first Committee Meeting following each AGM should be to appraise the reports of the Standing sub-committees and to renew their authority and composition, or disband them.

- (10) The management committee may, at any time, revoke or revise any delegation made to any sub-committee – Standing or otherwise.

## **21A Standing Sub-committees**

A Standing Sub-committee is taken to mean a sub-committee whose actions span the timing of an Annual General Meeting. Standing Sub-committees that the Management Committee should consider forming are:

- (1) Membership – to promote the Chamber to eligible people and businesses in the area, and to attract new membership to the association. Such a sub-committee might look at developing members benefits, conducting members social functions, encouraging the networking of members businesses, attracting interesting speakers to members meetings, conducting mini-seminars or other presentations, conducting other fund-raising activities and the like.
- (2) Promotions and Marketing – to promote and market the village to the wider public, with emphasis on attracting business to the Chamber's members. Such a sub-committee might maintain and enhance the Chamber's website, develop and sustain a village brochure, maintain the visitor information displays, conduct village functions such as carols or raffles, monitor the appearance and attractiveness of the village and develop plans for improvement.
- (3) Safety and Traffic – to monitor and report on issues that affect public and business safety and security in the village and on traffic and parking issues in general.
- (4) Constitution – to monitor and review the governance of the Association. Such a sub-committee may lie dormant for some time, but would otherwise be called on to review and report on the effectiveness of the association's governing statutes, develop and maintain a Policies and Procedures document, maintain a register of adopted resolutions and motions that could eventually be incorporated into the Policies and Procedures or the Constitution, or even a set of by-laws, and the like.

## **22. Voting and decisions**

- (1) The Ordinary Meeting of members is not an officially recognised forum in the Act or in our Constitution, and for the purposes of the Constitution these meetings are considered to be Committee Meetings at which the members attend. This allows a free and open forum of all members for ideas to be put, discussed and tested. The voting and decision making rights of the members at these meetings are then as laid out following.
- (2) At the Ordinary Meetings of committee and members the Chair should recognize and hear any attending member, whether committee member or not, and that they be allowed to engage in the meeting by being able to propose, second and vote on motions put before the meeting.
- (3) Following discussion, the Chair should firstly seek approval for proceeding by asking for consensus on the matter. If there is no dissent, then this approval can be regarded as unanimous amongst both the Committee and the attending members.
- (4) If consensus cannot be reached, the Chair should proceed as follows:
  1. the Chair should take note of the voting of the Management Committee present, and if this is in line with the majority of the members at the meeting (bearing in mind the Chair has a second deadlock-breaking vote within the committee members), then the matter is resolved;
  2. if the majority of the Management Committee is voting contrary to the majority of members at the meeting the Chair is to call for a vote to adjourn the matter (in the hope that further discussion before the next meeting might bring a resolution);

3. and if the vote to adjourn fails, the matter must be declared resolved in accordance with the Management Committee's vote, in which case the Chair is to then convene a Special General Meeting before the next Ordinary Meeting (perhaps immediately before it) with the single Agenda item being the contentious motion.
- (5) The management committee should amend this Policies and Procedures document from time to time to reflect decisions that significantly affect these policies and procedures, or that qualify authorities granted to the Executive, Management Committee or Standing Sub-committees.

## **Part 4 - General meetings**

### ***23. Annual general meetings - holding of***

- (1) The Annual General Meeting should be held as soon as practicable after 31<sup>st</sup> July each year.
- (2) Thus the Treasurer's report, and the Standing sub-committee reports should be completed as soon as practicable after the end of the financial year, as these need to be presented at the AGM.

### ***24. Annual general meetings - calling of and business at***

- (1) The committee report stipulated in the Constitution is to be delivered by the outgoing President (or delegate if he/she is not present) on behalf of the whole committee and is to contain a synopsis of the Standing sub-committee reports.
- (2) The business at each AGM must include an item that the incoming President acknowledges the provision in this Policies and Procedures document that the first two items of business for the first Management Committee meeting after the AGM must be:
  1. to appraise and amend if necessary, these Policies and Procedures, and to affirm their authority in the management of the Chamber; and
  2. to appraise the reports of the Standing sub-committees and to renew their authority and composition, or disband them.

### ***25. Special general meetings - calling of and business at***

- (1) Unless otherwise duly notified and convened, the Ordinary Meetings of the members and committee are NOT (Special) General Meetings.
- (2) No business other than that specified in the notice convening a Special General Meeting can be transacted at the meeting.
- (3) The minutes from any Special General Meeting that was held throughout the year must be brought to the subsequent AGM for confirmation.

### ***26. Notice***

- (1) no further clarification

### ***27. Quorum for general meetings***

- (1) no further clarification

## **28. Presiding member**

- (1) no further clarification

## **29. Adjournment**

- (1) no further clarification

## **30. Making of decisions**

- (1) no further clarification

## **30A. General resolutions**

- (1) For the purposes of these Policies and Procedures, a General Resolution is taken to mean a normal resolution put to the members at a duly convened General Meeting.
- (2) This means, among other things, that at least 14 days notice must be given to each member of the nature of the business proposed.
- (3) A General Resolution is NOT a resolution brought an Ordinary Meeting unless that meeting is called in the proper way as a Special General Meeting.
- (4) To be passed, a General Resolution must be supported by a simple majority of members of the Chamber who are entitled to vote on the proposed resolution.
- (5) General Resolutions that affect our rules are to be entered at the head of this document, and will form part of these Policies and Procedures. A General Resolution for a one-off action may be omitted if it does not affect our Policies and Procedures.
- (6) A General Resolution, having been adopted, is binding on the committee and members of the Chamber.
- (7) General Resolutions, once adopted, can only be amended or abolished by another resolution at a General Meeting, unless they are for a specific action or have an inbuilt expiry time.
- (6) Notwithstanding Section 13(4) (Committee's non compliance) the provisions in this Section 30A governing General Resolutions can be amended only by a resolution put to a properly convened General Meeting. *(Note: Along with the adoption of Resolutions 1 & 2 referenced at the head of this document, this paragraph will ensure that provisions relating to these Policies and Procedures that the members enact from now on using a General Meeting will endure).*

## **31. Special Resolutions**

- (1) The Model Constitution defers to Section 39 of the Act to define what can be passed as a Special Resolution.
- (2) Other than in extraordinary circumstances, a Special Resolution must come before a General Meeting of the members.
- (3) At least 21 days notice of the meeting must be given with the terms of the resolution and a statement to the effect that the resolution is intended to be passed as a Special Resolution.
- (4) To be passed, a Special Resolution must be supported by at least three-quarters of the votes cast by members of the association who are entitled to vote on the proposed resolution. Since proxy voting is not permitted, this means 75% of the (eligible) members present at a General Meeting must agree to the motion.

- (5) Special Resolutions which must be registered with the department of Fair Trading are for major changes such as to alter the Chamber's Name, Objects or Constitution, register a set of By-laws, wind up the Association, cancel our Registration, merge with another Association, and the like. *(Note: The DFT advises against the registering of general administrative or otherwise trivial resolutions which have a tendency to restrict the governance of the organisation in ways that may be unforeseen).*
- (6) Special Resolutions that affect our rules are to be entered at the head of this Policies and Procedures document. A Special Resolution for a one-off action may be omitted if it does not affect our Constitution or our Policies and Procedures.

### **32. Voting**

- (1) In the case of a business member, the vote is exercised by the person nominated by the business to exercise its rights. In the event that a person has not been nominated, or there is a dispute within the business as to who is the nominated person, then the Chair of the meeting will choose the nominated person for that business.
- (2) Since a member is not entitled to vote at any General Meeting of the association unless all money due and payable by the member to the association has been paid, the Treasurer should make available to the Chair a list of all financial members before each General Meeting.
- (3) Associate non-voting members are not eligible to vote at General Meetings.

### **33. Proxy votes not permitted**

- (1) no further clarification

### **34. Postal ballots**

- (1) no further clarification

## **Part 5 - Miscellaneous**

### **35. Insurance**

- (1) The Chamber will take out and hold adequate public liability insurance.
- (2) The Chamber's current Insurance is with NSW Independent Insurance Brokers Pty Ltd, PO Box 20, Lawson, 2783 (phone 4751 7466), and is due on 27<sup>th</sup> February each year.

### **36. Funds - source**

- (1) In the case of annual subscriptions for members, the issued invoice, having been paid, is deemed to be the written receipt.

### **37. Funds - management**

- (1) Following each AGM, the names of the cheque signatories for the subsequent year are to be noted in the Minutes of the next practicable Committee Meeting – even if they haven't changed from the previous year.
- (2) A signatory must not sign a cheque which is payable to himself or related party.

### **38. Change of name, objects and constitution**

- (1) no further clarification

### **39. Custody of books etc**

- (1) no further clarification

### **40. Inspection of books etc**

- (1) In addition to the stipulated documents, this Policies and Procedures document must also likewise be open to inspection.

### **41. Service of notices**

- (1) no further clarification

### **42. Financial year**

- (1) no further clarification



**Policies and Procedures (2011) Appendix 1A**  
**Application for Membership of the Association**

[Clause 3 (1)]

**Wentworth Falls Chamber of Commerce and  
Community Inc.**

[incorporated under the Associations Incorporation Act 2009]

I, \_\_\_\_\_

[full name of applicant]

Representing \_\_\_\_\_

[business name]

[A.B.N.]

Of \_\_\_\_\_

[address]

Contact details: \_\_\_\_\_

[telephone]

[mobile]

[e-mail]

hereby apply to become a **Full / Associate** [cross out as appropriate] member of the **Wentworth Falls Chamber of Commerce and Community Inc.** I agree to be bound by the Constitution of the association and with the Policies and Procedures for the time being in force.

\_\_\_\_\_  
[Signature of applicant]

\_\_\_\_\_  
[Date]

Do you wish to receive regular communications from the Chamber by e-mail? \_\_\_\_\_

Do you wish to have your business listed on the Chamber's website,  
**www.wentworthfalls.org.au** ? \_\_\_\_\_

Wentworth Falls Chamber of Commerce and Community operates on a year from 1 July to 30 June, and annual subscriptions are due each year during July. (Currently \$110 for Business Members p/a, pro-rata [Clause 8] )

A copy of the current **Constitution** and **Policies and Procedures** documents are available upon request to: [info@wentworthfalls.org.au](mailto:info@wentworthfalls.org.au)

Please return this Application Form and your Membership Subscription to:

**The Secretary**

**Wentworth Falls Chamber of Commerce and Community**

**PO Box 51, Wentworth Falls, NSW, 2782**

Nominated by: _____	Date: _____
Seconded by: _____	Date: _____
New membership number: _____	Date registered: _____

[Administration only]



**Policies and Procedures (2011) Appendix 1B**  
**Application for (Community) Membership of the Association**

[Clause 3 (1)]

**Wentworth Falls Chamber of Commerce and  
Community Inc.**

[incorporated under the Associations Incorporation Act 2009]

I, \_\_\_\_\_  
[full name of applicant]

Of \_\_\_\_\_  
[address]

Contact details: \_\_\_\_\_  
[telephone] [mobile] [e-mail]

hereby apply to become a **Full (Community)** member of the **Wentworth Falls Chamber of Commerce and Community Inc.** I agree to be bound by the Constitution of the association and with the Policies and Procedures for the time being in force.

\_\_\_\_\_  
[Signature of applicant] [Date]

Do you wish to receive regular communications from the Chamber by e-mail? \_\_\_\_\_

Wentworth Falls Chamber of Commerce and Community operates on a financial year from 1<sup>st</sup> July to 30<sup>th</sup> June, and annual subscriptions are due each year during July. (Currently \$25 per annum for Community Members [Clause 8] ).

A copy of the current **Constitution** and **Policies and Procedures** documents are available upon request to: [info@wentworthfalls.org.au](mailto:info@wentworthfalls.org.au)

Please return this Application Form and your first year Membership Subscription of \$25 to:

**The Secretary**  
**Wentworth Falls Chamber of Commerce and Community**  
**(or just WFCCC)**  
**PO Box 51, Wentworth Falls, NSW, 2782**

Nominated by: \_\_\_\_\_ Date: \_\_\_\_\_

Seconded by: \_\_\_\_\_ Date: \_\_\_\_\_

New membership number: \_\_\_\_\_ Date registered: \_\_\_\_\_

[Administration only]



**Policies and Procedures (2011) Appendix 2**  
**Nomination for Office Bearers and Management Committee**

[Clause 15 (3)]

**Wentworth Falls Chamber of Commerce and  
Community Inc.**

*Nominations for the Year* \_\_\_\_\_

<b>Nominee</b>			<b>Signature</b>
<b><u>Office Bearers</u></b>			
<b>President</b>	_____	I consent	_____
Nominator	_____		_____
Secunder	_____		_____
<b>Vice President</b>	_____	I consent	_____
Nominator	_____		_____
Secunder	_____		_____
<b>Treasurer</b>	_____	I consent	_____
Nominator	_____		_____
Secunder	_____		_____
<b>Secretary</b>	_____	I consent	_____
Nominator	_____		_____
Secunder	_____		_____



**Nominations for the Year \_\_\_\_\_**

**Nominee**

**Signature**

**Management Committee Members (3)**

**Committee 1** \_\_\_\_\_ I consent \_\_\_\_\_

Nominator \_\_\_\_\_

Secunder \_\_\_\_\_

**Committee 2** \_\_\_\_\_ I consent \_\_\_\_\_

Nominator \_\_\_\_\_

Secunder \_\_\_\_\_

**Committee 3** \_\_\_\_\_ I consent \_\_\_\_\_

Nominator \_\_\_\_\_

Secunder \_\_\_\_\_

The Public Officer is an Appointed Position which is held until the Officer resigns or is removed. The incumbent has graciously consented to remain and an affirmation in support of his retention will be sought at the AGM during the election of Office Bearers.

**Public Officer** \_\_\_\_\_ I consent \_\_\_\_\_

*Please note that the Nominee, the Nominator, and the Secunder must all be financial members of the Association.  
A consenting signature from the Nominee is required before that Nominee is eligible for election.*

**Please deliver this form to the Secretary so as to be received no later than 7 days prior to the AGM.**