

ANNEXURE C
Table Explaining Key Chambers to the Constitution

No.	Topic	Current Rules Clause Reference	Amended Rules Clause Reference	Commentary	Origin
1.	Name	1	1	(Inc) to be added to the name of the Chamber	Act
2.	Definitions	3.1	3.1	New definitions are proposed to be inserted into the Rules as a result of the amendments set out below.	Board
3.2	Interpretation	3.2	3.2	Expanding on but still incorporating the previous rule “Number and Gender”	Act and Board
4	Objects	4 (e)		Deleted	Board
		4(i)		Deleted. Clerical assistance is to be provided at a fee	Board
		4(o)	4(m)	“ to draw, make, accept, endorse, discount and issue promissory notes and bills of exchange” - deleted	Board
5	Powers	5 (d)	5 (d)	Removed reference to raising money from Members and then separated into different sub rules for clarity	Board
			5 (e)		Board
			5 (f)		Board
		5 (f)	5 (h)		Replaced with less complex wording
6	Income and Property	6	6.1 6.2	Clarifying expansion	Act and Board
7	Membership	7.1	7.1 to 7.6	Clarification of membership application and approval process	Board
	Voting		7.12	New sub rule to clarify who can vote.	Act and Board
	Honorary Life Members	7.9	7.14	A slight change to definition without changing the status of those Members who are already Honorary Life members.	Board
8	Grievance Procedure		8	The Act requires a procedure for the management of grievances.	Act
9	Termination	8	9.1	Addition of death as a reason for Membership and Honorary Life Membership to cease.	Board

No.	Topic	Current Rules Clause Reference	Amended Rules Clause Reference	Commentary	Origin
12	Board	11.2	12.2	Reducing minimum number of Board members from 8 to 6 and then further clarification on who can be a Board member. e.g. the nomination representative of a Member or a natural person who is in their own right a Member.	Board
	Terms of Office	11.4	12.4	Reduction in the minimum number of Board Member terms to expire in any one year. Change from 4 to 3 Board members	Board
	Vacancies on Board	11.5	12.5 (e) to (j)	Further expansion of reasons that lead to a vacancy on the Board.	Act & Board
			12.7	Clarification that Board members are not paid for undertaking the duties of a Board Member. Any change to that position would need approval at an AGM.	Act & Board
14	Elections	13.2	14.2 and 14.3	Expansion of criteria as to whom can stand for election (14.2) and who is not eligible (14.3)	Act
		13.8 (2)	14.9 (a)	Number of scrutineers required reduced to 2.	Board
15	Procedures of Board Meetings	14.1	15.1	Quorum for a Board meeting to be reduced from 6 to 5 Board Members	Board
			15.4	New sub rule that enables the Board to determine the manner in which meeting are held. No change to current practice.	Act
			15.6	New clause to include Material Personal Interest. It is an existing practice of the Chamber for Board and Committee members to declare relevant interests at the commencement of any meeting.	Act
18	Finance	17	18.9 – 18.13	New clauses to be clear as to the management and flow of Chamber funds. The Chamber already operates to the process outlined in these sub-rules.	Act

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19	Custody of Books		19	New clause. The Chamber already operates to the process outlined	Act
21	Register of Members		21	New clause. The Chamber already maintain the register of members as outlined in this rule.	Act
22	Record of Office Bearers		22	New clause. The Chamber already maintains the Record of Office Beasers members as outlined in this rule.	Act
23	Meetings	19	23.1	The Act requires AGMs to be held within 6 months after the end of an association's financial year.	Act
			23.2	New sub-rule that outlines the procedure if a quorum for a general meeting is not achieved.	Act
	Quorum	19.5	23.4 and 23.6	Indicates a quorum to be 15 members. Change from 20.	Board
	Notice of Meeting	19.4	23.5	Expanded to include information to members as to their right to vote.	Act
24	Financial Statements		24	New clause relating to the financial statements. The Chamber already produces the financial statements according to the rule.	Act
25	Inspection of Records and Documents		25	Outlines a members rights to inspect records of the Chamber.	Act
26	Common seal	20	26.4	A change to how the Common Seal can be applied. The Chamber has been advised of issues relating to the Board responsibilities between the Board and Board appointed advisors (Trustees). Until such time as a defined policy outlining the relationship and responsibilities, the Trustees links to the application of the Common Seal	Act and Board

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27	Trustees	21	27	The Chamber be developing a clear policy advising the relationship and responsibilities between the Chamber Board and the Trustees.	Board
28	Notices	22	28	Updated communications rule enabling formal communication through electronic transmission. Non-receipt of a notice to a member does no invalidate the meeting or any resolution passed. The Chamber has been using electronic communications for a number years for notification of meeting with the email address is an address in the Chamber’s register of Members.	Act and Board
33	Dissolution	27	33	Updated winding up procedures and expansion on allocation of remaining assets to another registered not for profit organization.	Act and Board
34	Indemnity			New rule	Board