

**CHRISTIAN SPORTBIKE ASSOCIATION
(AUSTRALIA) INCORPORATED
INC9892034**



CONSTITUTION

Under the Associations Incorporation Act 2009

EFFECTIVE: 25TH AUGUST 2017

Contents

Part 1 Preliminary	4
1 Definitions.....	4
Part 2 Christian Sportbike Association (Australia)	5
2 About.....	5
3 Purpose	5
4 Mission	5
Part 3 Membership	6
5 Prelude to membership.....	6
6 Application for membership	6
7 Cessation of membership	7
8 Membership entitlements not transferable	7
9 Resignation of membership	7
10 Register of members.....	7
11 Fees and subscriptions	8
12 Members' liabilities.....	8
Part 4 Disciplining Members	9
13 Disciplining of members	9
14 Right of appeal of disciplined member.....	10
Part 5 Dispute Resolution	11
15 Dispute resolution procedure	11
Part 6 The Committee	12
16 Powers of the committee.....	12
17 Composition, structure and membership of committee.....	12
18 Election of committee members	13
19 Secretary	14
20 Treasurer	14
21 Casual vacancies.....	15
22 Removal of committee members.....	15
23 Committee meetings and quorum	15
24 CSBA members as committee members to constitute quorum.....	16
25 Use of technology at committee meetings.....	16
26 Delegation by committee to sub-committee.....	17
27 Voting and decisions	17
Part 7 General Meetings	18
28 Annual general meetings - holding of	18
29 Annual general meetings - calling of and business at.....	18
30 Special general meetings - calling of.....	18
31 Notice.....	19
32 Quorum for general meetings.....	19
33 Presiding member.....	20
34 Adjournment.....	20
35 Making of decisions.....	20
36 Special resolutions	21
37 Voting.....	21
38 Proxy votes not permitted.....	21
39 Postal or electronic ballots	21
40 Use of technology at general meetings	21

Part 8	Miscellaneous	22
41	Insurance	22
42	Funds - source	22
43	Funds - management	22
44	CSBA is non-profit.....	22
45	Distribution of property on winding up of CSBA.....	22
46	Change of name, purpose and constitution	22
47	Custody of books etc.....	23
48	Inspection of books etc	23
49	Service of notices.....	23
50	Financial year.....	23

Part 1 Preliminary

1 Definitions

(1) In this constitution:

CSBA means The Christian Sportbike Association (Australia) Incorporated.

The Act means the *Associations Incorporation Act 2009*.

The Regulation means the *Associations Incorporation Regulation 2016*.

Office Bearing Committee members means -

- (a) President
- (b) Vice President
- (c) Treasurer
- (d) Secretary

Ordinary Committee Member means a member of the committee who is not an office-bearer of the CSBA.

Full Member means a person that has paid the full membership subscription of \$40 per annum – this member has full voting rights.

Associate Member means a member that wants to ride with the CSBA, but does not want to be involved in the running of the association. An associate member pays an associate membership subscription of \$20 per annum – this member has no voting rights.

Sports Riding means:

- a) Sports bike road riding
- b) Track days, or racing at a race circuit
- c) Dual sport adventure bike riding.

Part 2 Christian Sportbike Association (Australia)

2 About

- (1) The Christian Sportbike Association (Australia) is an outreach ministry and service organisation committed to Jesus. The members of the CSBA are Christians who enjoy motorcycling (more specifically sports riding) and consider themselves called to the ministry of spreading the gospel of Jesus Christ among the motorcycling community in accordance with Matthew 28:19.
- (2) The Christian Sportbike Association (Australia) is an international chapter and extension of the Christian Sportbike Association (USA).

3 Purpose

- (1) The purpose of the CSBA is to provide a regime where Christian motorcyclists with the common interest can come together as a group with the objective of:
 - (a) Tending to the spiritual needs of motorcyclists
 - (b) Promoting fellowship and evangelism among motorcyclists
 - (c) Encouraging and support one another in our Christian walk and life's struggles in general
 - (d) Providing a culture of safe motorcycling.

4 Mission

- (1) The CSBA aims to achieve its purpose by:
 - (a) Organising regular rides, track days, weekend trips
 - (b) Engaging in Christian activities, community charities and other events that promote safe motorcycling
 - (c) Holding at least one annual event at a national level where most members can meet
 - (d) Holding regular meetings for fellowship, bible study, and prayer
 - (e) Providing a Chaplain ministry.

Part 3 Membership

5 Prelude to membership

- (1) As the CSBA is a Christian based organisation, it is imperative that its members are of one accord, with common belief, and aligned to the purposes of the CSBA. Therefore –
- (2) A person making application to join the CSBA is requested to prayerfully consider the commitment they are making, and must declare Jesus Christ as the Head of the CSBA, the Holy Spirit as our power and the Word of God as our guide. The CSBA is open to all Christians regardless of gender, race, creed or denomination, provided the applicant believes:
 - (a) The Bible to be the unerring Word of God and our sole rule of faith
2 Timothy 3:16-17
 - (b) The virgin birth of Jesus Christ - Matthew 1:23
 - (c) Jesus is the only begotten Son of God - 2 Corinthians 5:21
 - (d) Jesus' vicarious death on the cross was for the sins of the world
John 1:29
 - (e) Jesus was bodily resurrected on the third day and is now seated at the right hand of God making intercession for believers – Mark 16:9-19
 - (f) Jesus will come again in the future for His church
1 Thessalonians 4:16-17
 - (g) Jesus is the only name under heaven given among men by which we must be saved – Acts 4:12

6 Application for membership

- (1) Applications to join the CSBA (Australia) must be made via the CSBA (USA) website <http://www.christiansportbike.com/join/application>.
- (2) Applicants must compile an on-line form providing -
 - (a) personal contact details
 - (b) chapter they desire to join
 - (c) membership level
 - (d) a brief testimony on how they became a Christian; and
 - (e) answer “Yes” to confessing Jesus Christ as their Lord and Saviour.
- (3) Upon meeting the criteria of sub clause (2), the application will progress to the CSBA Leadership Team for review.
- (4) Once the application has been reviewed, the applicant will be sent an email to -
 - (a) confirm membership with CSBA (Australia)
 - (b) request more information
 - (c) decline membership

- (5) Should a person be declined membership, the Leadership Team will provide in writing via email the reasons for declining membership.

7 Cessation of membership

- (1) A person ceases to be a member of the CSBA if the person:
 - (a) dies, or
 - (b) resigns membership, or
 - (c) is expelled from the CSBA, or
 - (d) fails to pay the annual membership fee under clause 11 within 3 months after the fee is due.

8 Membership entitlements not transferable

- (1) A right, privilege or obligation which a person has because of being a member of the CSBA:
 - (a) is not capable of being transferred or transmitted to another person, and
 - (b) terminates on cessation of the person's membership.

9 Resignation of membership

- (1) A member of the CSBA may resign from membership by first giving to the secretary written notice of at least 1 month (or any other period that the committee may determine) of the member's intention to resign and, on the expiration of the period of notice, the member ceases to be a member.
- (2) If a member of the CSBA ceases to be a member under subclause (1), and in every other case where a member ceases to hold membership, the secretary must make an appropriate entry in the register of members recording the date on which the member ceased to be a member.

10 Register of members

- (1) The secretary must establish and maintain a register of members of the CSBA (whether in written or electronic form) specifying the name and postal, residential or email address of each person who is a member of the CSBA together with the date on which the person became a member.
- (2) The register of members must be kept in New South Wales:
 - (a) at the main premises of the CSBA, or
 - (b) if the CSBA has no premises, at the CSBA's official address.
- (3) The register of members must be open for inspection, free of charge, by any member of the CSBA at any reasonable hour.
- (4) A member of the CSBA may obtain a copy of any part of the register.
- (5) If a member requests that any information contained on the register about the member (other than the member's name) not be available for inspection, that information must not be made available for inspection.
- (6) A member must not use information about a person obtained from the register to contact or send material to the person, other than for:

- (a) the purposes of sending the person a newsletter, a notice in respect of a meeting or other event relating to the CSBA or other material relating to the CSBA, or
 - (b) any other purpose necessary to comply with a requirement of the Act or the Regulation.
- (7) If the register of members is kept in electronic form:
- (a) it must be convertible into hard copy, and
 - (b) the requirements in subclauses (2) and (3) apply as if a reference to the register of members is a reference to a current hard copy of the register of members.

11 Fees and subscriptions

- (1) A member of the CSBA must, on admission to membership, pay to the CSBA a membership fee of up to \$40 for full membership, and \$20 for associate membership, prorated from the date of membership to 30 June'.
- (2) In addition to any amount payable by the member under subclause (1), a member of the CSBA must pay to the CSBA an annual membership fee of \$40 for full membership or \$20 for associate membership due to be paid to the CSBA on 01 July.
- (3) A life member of the CSBA is exempt from paying annual membership fees.

12 Members' liabilities

- (1) The liability of a member of the CSBA to contribute towards the payment of the debts and liabilities of the CSBA or the costs, charges and expenses of the winding up of the CSBA is limited to the amount, if any, unpaid by the member in respect of membership of the CSBA as required by clause 11.

Part 4 Disciplining Members

13 Disciplining of members

- (1) The CSBA may take action against a member if it is determined that the member -
 - (a) has failed to comply with this constitution
 - (b) refuses to support the purposes of the CSBA
 - (c) has engaged in conduct prejudicial to the CSBA
- (2) If the committee is satisfied that there are sufficient grounds for taking disciplinary action against a member, the committee must appoint a disciplinary subcommittee to hear the matter and determine what action, if any, to take against the member.
- (3) The members of the disciplinary committee -
 - (a) may be committee members, or members of the CSBA; but
 - (b) must not be biased against, or in favour of the member concerned
- (4) Before disciplinary action is taken against a member, the Secretary must give written notice to the member –
 - (a) stating that the CSBA proposes to take disciplinary action against the member; and
 - (b) stating the grounds for the proposed disciplinary action; and
 - (c) specifying the date, place and time of the meeting at which the disciplinary subcommittee intends to consider disciplinary action; and
 - (d) advising the member that he or she may do one or both of the following;
 - 1) attend the disciplinary meeting and address the disciplinary subcommittee
 - 2) give a written statement to the disciplinary subcommittee at any time before the disciplinary meeting; and
 - (e) setting out the member's appeal rights under clause 14.
- (5) The notice must be given at least 14 days before the disciplinary meeting is held.
- (6) At the disciplinary meeting, the disciplinary subcommittee must -
 - (a) give the member an opportunity to be heard; and
 - (b) consider any written statement submitted by the member.
- (7) After complying with sub clause (6) the disciplinary subcommittee may -
 - (a) take no further action against the member; or
 - (b) reprimand the member; or
 - (c) suspend the membership rights of the member for a specified period; or
 - (d) expel the member from the CSBA.
- (8) The suspension of membership rights or the expulsion of a member by the disciplinary subcommittee takes effect immediately after the vote is passed.

14 Right of appeal of disciplined member

- (1) A person whose membership rights have been suspended or who has been expelled from the CSBA, may give notice to the effect that he or she wishes to appeal against the suspension or expulsion.
- (2) The notice must be in writing and given -
 - (a) to the disciplinary subcommittee immediately after the vote to suspend or expel the person is taken; or
 - (b) to the Secretary not later than 48 hours after the vote.
- (3) If a person has given notice under sub clause (2), a disciplinary appeal meeting must be convened by the committee as soon as practicable, but in any event not later than 21 days after the notice is received.
- (4) Notice of the disciplinary appeal meeting must be given to each member of the CSBA who is entitled to vote as soon as practicable and must -
 - (a) specify the date, time and place of the meeting: and
 - (b) state the name of the person against whom the disciplinary action has been taken: and
 - (c) the grounds for taking the action; and
 - (d) that at the disciplinary appeal meeting the members present must vote on whether the decision to suspend or expel the person should be upheld or revoked.
- (5) At the disciplinary appeal meeting -
 - (a) no business other than the question of the appeal may be conducted: and
 - (b) the committee must state the grounds for suspending or expelling the member and the reasons for taking that action; and
 - (c) the person whose membership has been suspended or who has been expelled must be given the opportunity to be heard.
- (6) After complying with sub clause (5), the members present must vote by secret ballot on the question whether the decision to suspend or expel the person should be upheld or revoked.
- (7) A member may not vote by proxy at the meeting.
- (8) The decision is upheld if not less than three quarters of the members voting at the meeting vote in favour of the decision.

Part 5 Dispute Resolution

15 Dispute resolution procedure

- (1) The dispute resolution procedure set out below applies to disputes between-
 - (a) a member and another member;
 - (b) a member and the committee;
 - (c) a member and the CSBA
- (2) A member must not initiate the dispute resolution procedure in relation to a matter that is the subject to disciplinary action until the disciplinary procedure has been completed.
- (3) The parties to a dispute must attempt to resolve the dispute between themselves within 14 days of the dispute coming to the attention of each party.
- (4) If the parties to a dispute are unable to resolve the dispute between themselves within 14 days, the parties must within 7 days -
 - (a) notify the committee of the dispute; and
 - (b) request the appointment of a mediator; and
 - (c) attempt in good faith to settle the dispute by mediation.
- (5) The mediator must be -
 - (a) a person chosen by agreement between the parties; or
 - (b) a person appointed by the committee
- (6) The mediator appointed by the committee must be a member of the CSBA, but must not be a person who -
 - (a) has a personal interest in the dispute; or
 - (b) is biased in favour of or against any party.
- (7) The mediator to a dispute, in conducting the mediation, must -
 - (a) give each party every opportunity to be heard; and
 - (b) allow due consideration by all parties of any written statement by any party; and
 - (c) ensure that natural justice is accorded to the parties throughout the mediation process.
- (8) The mediator must not determine the dispute.
- (9) If the mediation process does not resolve the dispute, the dispute is to be referred to the Community Justice Centre for mediation under the *Community Justice Centres Act 1983*.
- (10) A dispute between a member or members and the CSBA, is to be referred to a Community Justice Centre for mediation under the *Community Justice Centres Act 1983*.
- (11) If a dispute is not resolved by mediation within 3 months of the referral to a Community Justice Centre, the dispute is to be referred to arbitration.
- (12) The *Commercial Arbitration Act 2010* applies to a dispute referred to arbitration.

Part 6 The Committee

16 Powers of the committee

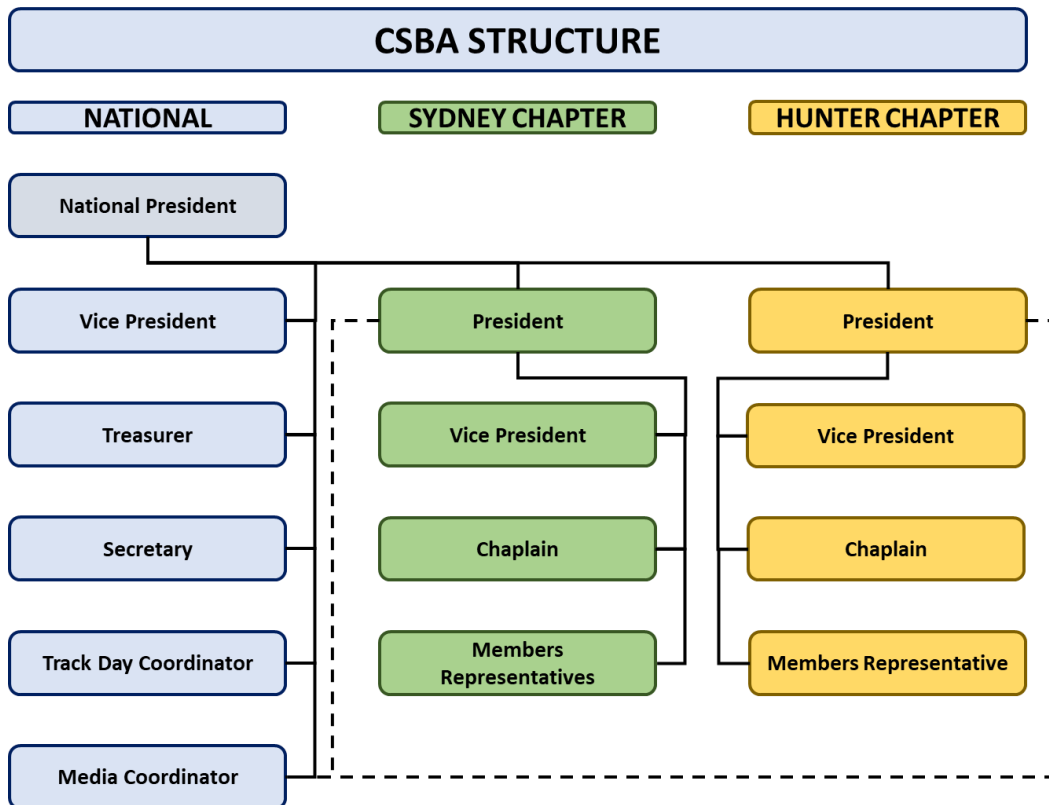
Subject to the Act, the Regulation, this constitution and any resolution passed by the CSBA in general meeting, the committee:

- (a) is to control and manage the affairs of the CSBA; and
- (b) may exercise all the functions that may be exercised by the CSBA, other than those functions that are required by this constitution to be exercised by a general meeting of members of the CSBA; and
- (c) has power to perform all the acts and do all things that appear to the committee to be necessary or desirable for the proper management of the affairs of the CSBA.

17 Composition, structure and membership of committee

- (1) The committee is to consist of:
 - (a) the office-bearers of the CSBA, and
 - (b) at least 3 ordinary committee members, each of whom is to be elected at the annual general meeting of the CSBA under clause 18.
- (2) The total number of committee members is to be a minimum of 7.
- (3) The office-bearers of the CSBA are as follows:
 - (a) the president,
 - (b) the vice-president,
 - (c) the treasurer,
 - (d) the secretary.
- (4) A committee member may hold up to 2 offices (other than both the offices of president and vice-president).
- (5) There is no minimum or maximum number of consecutive terms for which a committee member may hold office.
- (6) Each member of the committee is, subject to this constitution, to hold office until immediately before the election of committee members at the annual general meeting next following the date of the member's election, and is eligible for re-election.
- (7) The CSBA consists of a tiered structure, national (Australia) and chapter (local). The national structure is made up of the office-bearers, and support roles such as track day coordinator, and media coordinator, which act as service providers to the chapters. The chapters consist of president, vice president, chaplain and members representatives.
- (8) The chapters operate with complete autonomy, with the president reporting to, and accountable to the national president alone.
- (9) In accordance with clause (4), committee members at the national level may also hold position at the chapter level.

See diagram on page 13 for typical structure



18 Election of committee members

- (1) Nominations of candidates for election as office-bearers of the CSBA or as ordinary committee members:
 - (a) must be made in writing, signed by 2 members of the CSBA and accompanied by the written consent of the candidate (which may be endorsed on the form of the nomination), and
 - (b) must be delivered to the secretary of the CSBA at least 7 days before the date fixed for the holding of the annual general meeting at which the election is to take place.
- (2) If insufficient nominations are received to fill all vacancies on the committee, the candidates nominated are taken to be elected and further nominations are to be received at the annual general meeting.
- (3) If insufficient further nominations are received, any vacant positions remaining on the committee are taken to be casual vacancies.
- (4) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated are taken to be elected.
- (5) If the number of nominations received exceeds the number of vacancies to be filled, a ballot is to be held.
- (6) The ballot for the election of office-bearers and ordinary committee members of the committee is to be conducted at the annual general meeting in any usual and proper manner that the committee directs.
- (7) A person nominated as a candidate for election as an office-bearer or as an ordinary committee member of the CSBA must be a member of the CSBA.

19 Secretary

- (1) The secretary of the CSBA must, as soon as practicable after being appointed as secretary, lodge notice with the CSBA of his or her address.
- (2) It is the duty of the secretary to keep minutes (whether in written or electronic form) of:
 - (a) all appointments of office-bearers and members of the committee, and
 - (b) the names of members of the committee present at a committee meeting or a general meeting, and
 - (c) all proceedings at committee meetings and general meetings.
- (3) Minutes of proceedings at a meeting must be signed by the chairperson of the meeting.
- (4) The signature of the chairperson may be transmitted by electronic means for the purposes of subclause (3).

20 Treasurer

It is the duty of the treasurer of the CSBA to ensure:

- (a) that all money due to the CSBA is collected and received and that all payments authorised by the CSBA are made, and
- (b) that correct books and accounts are kept showing the financial affairs of the CSBA, including full details of all receipts and expenditure connected with the activities of the CSBA.

21 Casual vacancies

- (1) In the event of a casual vacancy occurring in the membership of the committee, the committee may appoint a member of the CSBA to fill the vacancy and the member so appointed is to hold office, subject to this constitution, until the annual general meeting next following the date of the appointment.
- (2) A casual vacancy in the office of a member of the committee occurs if the member:
 - (a) dies, or
 - (b) ceases to be a member of the CSBA, or
 - (c) is or becomes an insolvent under administration within the meaning of the *Corporations Act 2001* of the Commonwealth, or
 - (d) resigns office by notice in writing given to the secretary, or
 - (e) is removed from office under clause 22, or
 - (f) becomes a mentally incapacitated person, or
 - (g) is absent without the consent of the committee from 3 consecutive meetings of the committee, or
 - (h) is convicted of an offence involving fraud or dishonesty for which the maximum penalty on conviction is imprisonment for not less than 3 months, or
 - (i) is prohibited from being a director of a company under Part 2D.6 (Disqualification from managing corporations) of the *Corporations Act 2001* of the Commonwealth.

22 Removal of committee members

- (1) The CSBA in general meeting may by resolution remove any member of the committee before the expiration of the member's term of office and may by resolution appoint another person to hold office until the expiration of the term of office of the member so removed.
- (2) If a member of the committee to whom a proposed resolution referred to in subclause (1) relates makes representations in writing to the secretary or president (not exceeding a reasonable length) and requests that the representations be notified to the members of the CSBA, the secretary or the president may send a copy of the representations to each member of the CSBA or, if the representations are not so sent, the member is entitled to require that the representations be read out at the meeting at which the resolution is considered.

23 Committee meetings and quorum

- (1) The committee must meet at least 3 times in each period of 12 months at the place and time that the committee may determine.
- (2) Additional meetings of the committee may be convened by the president or by any member of the committee.
- (3) Oral or written notice of a meeting of the committee must be given by the secretary to each member of the committee at least 48 hours (or any other

period that may be unanimously agreed on by the members of the committee) before the time appointed for the holding of the meeting.

- (4) Notice of a meeting given under subclause (3) must specify the general nature of the business to be transacted at the meeting and no business other than that business is to be transacted at the meeting, except business which the committee members present at the meeting unanimously agree to treat as urgent business.
- (5) Any 3 members of the committee constitute a quorum for the transaction of the business of a meeting of the committee.
- (6) No business is to be transacted by the committee unless a quorum is present and if, within half an hour of the time appointed for the meeting, a quorum is not present, the meeting is to stand adjourned to another place and time suitable to the committee.
- (7) If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the meeting is to be dissolved.
- (8) At a meeting of the committee:
 - (a) the president or, in the president's absence, the vice-president is to preside, or
 - (b) if the president and the vice-president are absent or unwilling to act, one of the remaining members of the committee chosen by the members present at the meeting is to preside.

24 CSBA members as committee members to constitute quorum

- (1) If at any time the number of committee members is less than the number required to constitute a quorum for a committee meeting, the existing committee members may appoint a sufficient number of members of the CSBA as committee members to enable the quorum to be constituted.
- (2) A member of the committee so appointed is to hold office, subject to this constitution, until the annual general meeting next following the date of the appointment.
- (3) This clause does not apply to the filling of a casual vacancy to which clause 18 applies.

25 Use of technology at committee meetings

- (1) A committee meeting may be held at 2 or more venues using any technology approved by the committee that gives each of the committee's members a reasonable opportunity to participate.
- (2) A committee member who participates in a committee meeting using that technology is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

26 Delegation by committee to sub-committee

- (1) The committee may, by instrument in writing, delegate to one or more sub-committees (consisting of the member or members of the CSBA that the committee thinks fit) the exercise of any of the functions of the committee that are specified in the instrument, other than:
 - (a) this power of delegation, and
 - (b) a function which is a duty imposed on the committee by the Act or by any other law.
- (2) A function the exercise of which has been delegated to a sub-committee under this clause may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of the delegation.
- (3) A delegation under this clause may be made subject to any conditions or limitations as to the exercise of any function, or as to time or circumstances, that may be specified in the instrument of delegation.
- (4) Despite any delegation under this clause, the committee may continue to exercise any function delegated.
- (5) Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under this clause has the same force and effect as it would have if it had been done or suffered by the committee.
- (6) The committee may, by instrument in writing, revoke wholly or in part any delegation under this clause.
- (7) A sub-committee may meet and adjourn as it thinks proper.

27 Voting and decisions

- (1) Questions arising at a meeting of the committee or of any sub-committee appointed by the committee are to be determined by a majority of the votes of members of the committee or sub-committee present at the meeting.
- (2) Each member present at a meeting of the committee or of any sub-committee appointed by the committee (including the person presiding at the meeting) is entitled to one vote but, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
- (3) Subject to clause 23 (5), the committee may act despite any vacancy on the committee.
- (4) Any act or thing done or suffered, or purporting to have been done or suffered, by the committee or by a sub-committee appointed by the committee, is valid and effectual despite any defect that may afterwards be discovered in the appointment or qualification of any member of the committee or sub-committee.

Part 7 General Meetings

28 Annual general meetings - holding of

- (1) The CSBA must hold its first annual general meeting within 18 months after its registration under the Act.
- (2) The CSBA must hold its annual general meetings:
 - (a) within 6 months after the close of the CSBA's financial year, or
 - (b) within any later time that may be allowed or prescribed under section 37 (2) (b) of the Act.

29 Annual general meetings - calling of and business at

- (1) The annual general meeting of the CSBA is, subject to the Act and to clause 28, to be convened on the date and at the place and time that the committee thinks fit.
- (2) In addition to any other business which may be transacted at an annual general meeting, the business of an annual general meeting is to include the following:
 - (a) to confirm the minutes of the last preceding annual general meeting and of any special general meeting held since that meeting,
 - (b) to receive from the committee reports on the activities of the CSBA during the last preceding financial year,
 - (c) to elect office-bearers of the CSBA and ordinary committee members,
 - (d) to receive and consider any financial statement or report required to be submitted to members under the Act.
- (3) An annual general meeting must be specified as that type of meeting in the notice convening it.

30 Special general meetings - calling of

- (1) The committee may, whenever it thinks fit, convene a special general meeting of the CSBA.
- (2) The committee must, on the requisition of at least 5% of the total number of members, convene a special general meeting of the CSBA.
- (3) A requisition of members for a special general meeting:
 - (a) must be in writing, and
 - (b) must state the purpose or purposes of the meeting, and
 - (c) must be signed by the members making the requisition, and
 - (d) must be lodged with the secretary, and
 - (e) may consist of several documents in a similar form, each signed by one or more of the members making the requisition.
- (4) If the committee fails to convene a special general meeting to be held within 1 month after the date on which a requisition of members for the meeting is lodged with the secretary, any one or more of the members who made the

requisition may convene a special general meeting to be held not later than 3 months after that date.

- (5) A special general meeting convened by a member or members as referred to in subclause (4) must be convened as nearly as is practicable in the same manner as general meetings are convened by the committee.
- (6) For the purposes of subclause (3):
 - (a) a requisition may be in electronic form, and
 - (b) a signature may be transmitted, and a requisition may be lodged, by electronic means.

31 Notice

- (1) Except if the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the CSBA, the secretary must, at least 14 days before the date fixed for the holding of the general meeting, give a notice to each member specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.
- (2) If the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the CSBA, the secretary must, at least 21 days before the date fixed for the holding of the general meeting, cause notice to be given to each member specifying, in addition to the matter required under subclause (1), the intention to propose the resolution as a special resolution.

Note. A special resolution must be passed in accordance with section 39 of the Act.

- (3) No business other than that specified in the notice convening a general meeting is to be transacted at the meeting except, in the case of an annual general meeting, business which may be transacted under clause 29 (2).
- (4) A member desiring to bring any business before a general meeting may give notice in writing of that business to the secretary who must include that business in the next notice calling a general meeting given after receipt of the notice from the member.

32 Quorum for general meetings

- (1) No item of business is to be transacted at a general meeting unless a quorum of members entitled under this constitution to vote is present during the time the meeting is considering that item.
- (2) Five members present (being members entitled under this constitution to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.
- (3) If within half an hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting:
 - (a) if convened on the requisition of members—is to be dissolved, and
 - (b) in any other case—is to stand adjourned to the same day in the following week at the same time and (unless another place is specified at the time of the adjournment by the person presiding at the meeting or communicated by written notice to members given before the day to which the meeting is adjourned) at the same place.

- (4) If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present (being at least 3) are to constitute a quorum.

33 Presiding member

- (1) The president or, in the president's absence, the vice-president, is to preside as chairperson at each general meeting of the CSBA.
- (2) If the president and the vice-president are absent or unwilling to act, the members present must elect one of their number to preside as chairperson at the meeting.

34 Adjournment

- (1) The chairperson of a general meeting at which a quorum is present may, with the consent of the majority of members present at the meeting, adjourn the meeting from time to time and place to place, but no business is to be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (2) If a general meeting is adjourned for 14 days or more, the secretary must give written or oral notice of the adjourned meeting to each member of the CSBA stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
- (3) Except as provided in subclauses (1) and (2), notice of an adjournment of a general meeting or of the business to be transacted at an adjourned meeting is not required to be given.

35 Making of decisions

- (1) A question arising at a general meeting of the CSBA is to be determined by:
 - (a) a show of hands or, if the meeting is one to which clause 37 applies, any appropriate corresponding method that the committee may determine, or
 - (b) if on the motion of the chairperson or if 5 or more members present at the meeting decide that the question should be determined by a written ballot—a written ballot.
- (2) If the question is to be determined by a show of hands, a declaration by the chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, or an entry to that effect in the minute book of the CSBA, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.
- (3) Subclause (2) applies to a method determined by the committee under subclause (1) (a) in the same way as it applies to a show of hands.
- (4) If the question is to be determined by a written ballot, the ballot is to be conducted in accordance with the directions of the chairperson.

36 Special resolutions

A special resolution may only be passed by the CSBA in accordance with section 39 of the Act.

37 Voting

- (1) On any question arising at a general meeting of the CSBA a member has one vote only.
- (2) In the case of an equality of votes on a question at a general meeting, the chairperson of the meeting is entitled to exercise a second or casting vote.
- (3) A member is not entitled to vote at any general meeting of the CSBA unless all money due and payable by the member to the CSBA has been paid.
- (4) A member is not entitled to vote at any general meeting of the CSBA if the member is under 18 years of age.

38 Proxy votes not permitted

Proxy voting must not be undertaken at or in respect of a general meeting.

39 Postal or electronic ballots

- (1) The CSBA may hold a postal or electronic ballot (as the committee determines) to determine any issue or proposal.
- (2) A postal or electronic ballot is to be conducted in accordance with Schedule 3 to the Regulation.

40 Use of technology at general meetings

- (1) A general meeting may be held at 2 or more venues using any technology approved by the committee that gives each of the CSBA's members a reasonable opportunity to participate.
- (2) A member of an CSBA who participates in a general meeting using that technology is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

Part 8 Miscellaneous

41 Insurance

The CSBA may effect and maintain insurance.

42 Funds - source

- (1) The funds of the CSBA are to be derived from annual subscriptions of members, donations and, subject to any resolution passed by the CSBA in general meeting, any other sources that the committee determines.
- (2) All money received by the CSBA must be deposited as soon as practicable and without deduction to the credit of the CSBA's bank account, or Paypal account where applicable.
- (3) The CSBA must, as soon as practicable after receiving any money, issue an appropriate receipt.

43 Funds - management

- (1) Subject to any resolution passed by the CSBA in general meeting, the funds of the CSBA are to be used solely in pursuance of the purposes of the CSBA in the manner that the committee determines.
- (2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by 2 authorised signatories.

44 CSBA is non-profit

- (1) Subject to the Act and the Regulation, the CSBA must apply its funds and assets solely in pursuance of the purposes of the CSBA and must not conduct its affairs so as to provide a pecuniary gain for any of its members.

45 Distribution of property on winding up of CSBA

- (1) Subject to the Act and the Regulations, in a winding up of the CSBA, any surplus property of the CSBA is to be transferred to another organisation with similar objects and which is not carried on for the profit or gain of its individual members.
- (2) In this clause, a reference to the surplus property of an CSBA is a reference to that property of the CSBA remaining after satisfaction of the debts and liabilities of the CSBA and the costs, charges and expenses of the winding up of the CSBA.

46 Change of name, purpose and constitution

An application for registration of a change in the CSBA's name, purpose or constitution in accordance with section 10 of the Act is to be made by the public officer or a committee member.

47 Custody of books etc

Except as otherwise provided by this constitution, all records, books and other documents relating to the CSBA must be kept in New South Wales:

- (a) at the main premises of the CSBA, in the custody of the public officer or a member of the CSBA (as the committee determines), or
- (b) if the CSBA has no premises, at the CSBA's official address, in the custody of the public officer.

48 Inspection of books etc

- (1) The following documents must be open to inspection, free of charge, by a member of the CSBA at any reasonable hour:
 - (a) records, books and other financial documents of the CSBA,
 - (b) this constitution,
 - (c) minutes of all committee meetings and general meetings of the CSBA.
- (2) A member of the CSBA may obtain a copy of any of the documents referred to in subclause (1).
- (3) Despite subclauses (1) and (2), the committee may refuse to permit a member of the CSBA to inspect or obtain a copy of records of the CSBA that relate to confidential, personal, employment, commercial or legal matters that may be prejudicial to the interests of the CSBA.

49 Service of notices

- (1) For the purpose of this constitution, a notice may be served on or given to a person:
 - (a) by delivering it to the person personally, or
 - (b) by sending it by pre-paid post to the address of the person, or
 - (c) by sending it by facsimile transmission or some other form of electronic transmission to an address specified by the person for giving or serving the notice.
- (2) For the purpose of this constitution, a notice is taken, unless the contrary is proved, to have been given or served:
 - (a) in the case of a notice given or served personally, on the date on which it is received by the addressee, and
 - (b) in the case of a notice sent by pre-paid post, on the date when it would have been delivered in the ordinary course of post, and
 - (c) in the case of a notice sent by facsimile transmission or some other form of electronic transmission, on the date it was sent or, if the machine from which the transmission was sent produces a report indicating that the notice was sent on a later date, on that date.

50 Financial year

- (1) The financial year of the CSBA is the period of time commencing on 01 July and ending on the following 30 June.