

NOTICE OF THE SPECIAL GENERAL MEETING

NOTICE is hereby given that:

**A SPECIAL GENERAL MEETING
will be held at the
CAV Centre
320 Wantirna Road, Wantirna 3152**

On SUNDAY, 28th MARCH 2010 at 2.00 pm

AGENDA

**TO PASS “A SPECIAL RESOLUTION” TO ADOPT THE
AMENDMENTS TO THE STATEMENT OF PURPOSES AND RULES
OF CHINESE ASSOCIATION OF VICTORIA**

NOTES ON THE SPECIAL RESOLUTION

The purpose of this Special Resolution is to adopt the amendments of CAV’s Statement of Purposes and Rules of the Chinese Association of Victoria (called the “Rules”). The current copy of the Rules registered with Consumer Affairs Victoria is attached. It was registered in 28th May 1986 at the time of incorporation. There were some amendments since then passed at previous AGMs, but the amendments were not registered and therefore were not approved by the Registrar.

The Constitution Review Committee (CRC) was established by EXCO in 2007. CRC has reviewed the existing Rules, consulted legal advisers and relevant Government Departments. CRC presented the draft to EXCO in 2008. The draft was printed in the March 2009 newsletter. After extensive discussion at the 2009 AGM, the incoming EXCO was authorised to seek further legal advice and take follow up action. The draft was vetted by our legal consultant, Mr Chuen Ren Lim. The changes Mr Lim made were mainly to ensure that the text was written in common legal language and terminology, without changing the main substance of the draft which was printed in the March 2009 newsletter.

The final draft, version A20091222 V2 which EXCO is asking members to adopt at the Special General Meeting is attached.

WHY CHANGE ?

The original Rules were written in 1986. Since then many laws have been changed and new laws added. And so too has CAV grown and expanded.

- (1) CRC have proposed the amendments to the existing Rules in accordance to the amendments to the Association Act 1981 up to March 2009. CAV is required by Law to amend the “Rules” accordingly.

- (2) We have also bought a beautiful piece of land and built a magnificent Centre. We have to amend our Rules to protect our properties.

THE MAIN CHANGES

- (1) The Purposes of CAV have evolved with the progress of time and the changes in the society around us. The wording and outlook of the Purposes have been amended to reflect these changes. The “Section” hereunder refer to the Registered “Purposes”
 - (a) Section 2.1 widened to cover all Chinese in Australia
 - (b) Section 2.5 also widened to cover all Chinese new arrivals
 - (c) Section 2.8 is deleted
 - (d) Section 2.9 is amended to focus on individuals and families in Chinese Community
 - (e) Included in new “Purposes” statement that “The Association does not have any political or religious affiliation”
- (2) The section on “POWERS” is deleted as it was mainly there for the transition from un-incorporated to incorporated Association.
- (3) Membership has been changed:
 - (a) Section 3 defines the Association’s Membership: Ordinary Member, Associate Member and Life Member”
 - (b) An Award section, Section 18, has been inserted to define 2 Awards of the Association for distinguished services; namely the Honorary Fellow Award and Honorary Member Award. Honorary Fellow and Honorary Member will no longer be a type/class of membership.
 - (c) The privilege of “Associate Member” has been more specifically defined under Section 6.2.1. Previously, Associate Members are excluded from holding any office (which may be interpreted to include Subgroup committee office). Such exclusion is now applicable to holding position in EXCO only
- (4) Sections 7 and 8 were added according to model rules of the Government.
- (5) 10.2 Composition – Third VP was added and changing from 7 to 6 committee members (the changes were approved at 1998 AGM but not registered)
- (6) Section 10.5.2 – The number of EXCO member votes required to expel one EXCO member is increased from 8 to two thirds (=10 based on 15 EXCO members)
- (7) Section 10.7 – EGM – was expanded to work in conjunction with Section 12 and 14 for the main purpose of requiring a Special Resolution to be passed at an EGM for any alterations of the Rules and dealing with lands etc.
- (8) Section 13.5 – A paragraph is added to clearly state the application of FUNDS.
- (9) Section 13.6 – Gift Funds – was inserted to comply with ATO requirements.
- (10)Section 13.7 – inserted to comply with the Association Act

The CRC have spent many hours drafting the amendments with the aim of meeting the objectives of the Association.

We hope that members will spend time to read and understand the proposed changes. CAV is your Association. Its future depends on what all members do today. Therefore we urge you to come to the Special General Meeting and vote for the adoption of the amendments.

While EXCO have highlighted what it believes are the main changes to its best endeavour, members are encouraged to seek further advice in reference to the proposed changes before the Special General Meeting. EXCO shall not be held responsible for any error, omission or misrepresentation.

Lillian Lai
President