

Constitution of the

Auckland Chinese Medical Association Incorporated (2001)

Be it enacted as a constitution of the Auckland Chinese Medical Association Incorporated as follows:

ARTICLE #1 GENERAL

- 1.1 The name of the Association shall be the Auckland Chinese Medical Association Incorporated ("the Association");
- 1.2 Interpretation - In this constitution of the Association, hereafter passed, unless the context otherwise requires:
 - 1.2.1 Association means the Auckland Chinese Medical Association Incorporated and the abbreviation shall be ACMA;
 - 1.2.2 Associate Members means the members admitted in accordance with Article 5.1.4;
 - 1.2.3 Chinese means any person who is of Chinese descent;
 - 1.2.4 Executive Committee means the committee formed by the Executive Members referred in Article 8.1;
 - 1.2.5 Full Members means the members admitted in accordance with Article 5.1.1;
 - 1.2.6 Honorary Members means the members admitted in accordance with Article 5.1.2;
 - 1.2.7 Medical means Medical Council New Zealand registered medical practitioners and undergraduate students of a New Zealand recognised medical school;
 - 1.2.8 Student Members means the members admitted in accordance with Article 5.1.3;
 - 1.2.9 Words importing one gender shall include other genders; and
 - 1.2.10 Words referring to the singular include the plural and vice versa.

ARTICLE #2 OBJECTIVES

- 2.1 The objectives of the Association shall be to develop and promote the cultural and professional well-being of Chinese New Zealanders, and without limiting the generality of the foregoing shall include the following:


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- 2.1.1 To be beneficial to the community by serving as a voice on matters of medical or health concern affecting Chinese New Zealanders in health research and government policy making.
- 2.1.2 To educate the general public and in particular the Chinese community of current and recurring health issues through conducting of free public seminars and radio talk shows.
- 2.1.3 To be beneficial to the community by running a website providing medical information for free download and to provide a free directory of registered medical practitioners specifying the Chinese language abilities of the members of the Association.
- 2.1.4 To advance education by supporting young registered doctors and medical students with developing and building their knowledge, skills and character through seminars, workshops, career evenings and activities.
- 2.1.5 To make grants by way of summer studentships and scholarships to medical students for academic excellence and achievements.
- 2.1.6 To provide continuous education to its members through co-hosting international health conference and seminars on current medical issues so as to enhance the skills and knowledge of its members in advising and educating the public.
- 2.1.7 To develop and provide a social and professional network for its members.

ARTICLE #3 HEAD OFFICE


- 3.1 The Head Office of the Association shall be in Auckland, New Zealand, at such a place therein as the Executive Committee may from time to time determine.

ARTICLE #4 SEAL

- 4.1 The seal, an impression thereof which is stamped in the margin hereof, shall be the corporate seal of the Association.

ARTICLE #5 MEMBERSHIP

- 5.1 There shall be four classes of membership in the Association, namely, full membership, honorary membership, student membership and associate membership;
 - 5.1.1. Full Membership: Any New Zealand registered medical practitioner and resident in Auckland or elsewhere in New Zealand who has paid his dues. Full members may hold office and have voting rights;


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- 5.1.2. Honorary Membership: Any person who, in the opinion of the Executive Committee, has rendered outstanding service to the Association in the fulfilment of the objectives herein may be granted honorary membership in the Association by the Executive Committee;
- 5.1.3. Student Membership: Any person who is a bona fide student enrolled at a recognised New Zealand medical school and who is invited by the Executive Committee to join the Association. Student members do not have voting rights at the Annual General Meeting but may hold executive offices with the attendant voting rights;

5.1.4. Associate Membership:

- a) Pharmacists with current registration with the NZ Pharmacy Council and Nurses with current registration with the NZ Nursing Council. The Association may accept up to 100 members in this class of membership.
- b) Any person who does not belong to categories 5.1.1, 5.1.2, 5.1.3, 5.1.4 (a) and is nominated by two Full Members.

Associate Members shall have voting rights and may hold executive offices (except the President post) with the attendant voting rights.

5.2 Application for Membership

- 5.2.1. Applications for membership in the Association shall be duly submitted to the Executive Committee for consideration;
- 5.2.2. All approved applicants shall complete a membership form as prescribed by the Executive Committee;

5.3 Evidence of Membership

- 5.3.1. Qualified members may be issued certificates of membership in any form as the Executive Committee shall provide;

5.4 Initial and Annual Membership Dues

- 5.4.1. The initial registration and the annual membership dues shall be determined from time to time by the Executive Committee;

5.5 Termination of Membership

- 5.5.1. Resignation: A member may at any time submit his resignation in writing to the Executive Committee;
- 5.5.2. Non-Payment of Dues: If a member fails to pay any dues payable to the Association within three (3) months of the date set for payment by the Executive Committee, membership of that member in the Association shall be suspended;

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- 5.5.3. Expulsion: A member of the Association may be censured, suspended or expelled by the Executive Committee for sufficient cause by an affirmative vote of two- third majority of those present at a meeting duly called and held for such purpose.

ARTICLE #6 MEETING OF MEMBERS

6.1 Place

- 6.1.1 The Annual or any other General Meeting of the members shall be held at such place in Auckland as the Executive Committee may by resolution determine;

6.2 Time

- 6.2.1 The Annual General Meeting of the members of the Association shall be held on such day during the month of November in each year as the Executive Committee may by resolution determine;

6.3 Extraordinary General Meetings

- 6.3.1 Called by Members: The Executive Committee shall call an Extraordinary General Meeting of the members of the Association within thirty (30) days upon receipt of the request to do so by notice in writing signed by at least ten (10) full members in good standing of the Association. The notice shall state the nature and purpose of the meeting. If the Executive Committee does not within thirty (30) days from the date of receipt of the notice call and hold the meeting, then any other member who signed the notice may call the meeting, which shall be held within sixty (60) days of the receipt of the notice;

- 6.3.2 Called by the Executive Committee: The Executive Committee may call an Extraordinary General Meeting to deal with urgent matters as they arise and shall give to the members sufficient notice of the meeting and the purpose of the meeting;

6.4 Notice of Meetings

- 6.4.1 Notice stating the day, hour, and place of meeting and the general nature of the business to be transacted shall be given to each member of the Association at least thirty (30) days before the date of every meeting of members; the 30 days requirement shall also be applied to the Extraordinary General Meetings;

6.5 Quorum

- 6.5.1 At any meeting of members a quorum shall consist of thirty (30) or more members in good standing. No business shall be transacted at any meeting unless the requisite quorum be present at the commencement of the meeting;

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6.6 Voting

6.6.1 Every motion duly made and seconded at any meeting of the members shall be decided by a vote of simple majority, every member present in person entitled to vote shall have one vote. After a show of hands, the chairman may require or any member present in person may demand a poll. Unless a poll be so required or demanded, a declaration by the chairman of the meeting that a resolution has been carried by a particular majority or not carried, and an entry to that effect in the minutes of the proceedings of the meetings shall be prima facie evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against such resolution. A demand for a poll may be withdrawn at any time prior to the taking of it. A poll required on any motion shall be taken in such a manner as the chairman of the meeting shall direct. Upon a poll each member who is present in person shall be entitled to one vote and the result of the poll on the motion shall be the decision of the Association in any meeting of the members;

6.7 Chairman's Vote

6.7.1 In the case of an equality of votes at any meeting of members, either upon a show of hands or a poll, the chairman of the meeting shall be entitled to a casting vote;

6.8 Adjournment of Meetings

6.8.1 The chairman may, with the consent of any meeting, adjourn the same from time to time and no notice of such adjournment need be given to members, except when a meeting is adjourned for thirty (30) days or more, then ten (10) days' notice of reconvening shall be given in the manner herein before provided. Any business may be brought before or dealt with at any reconvened meeting which might have been brought before or dealt with at the original meeting in accordance with the notice calling such original meeting.

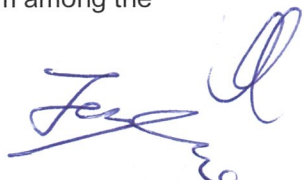

ARTICLE #7 EXECUTIVE COMMITTEE

7.1 The affairs of the Association shall be managed by the Executive Committee, including the immediate past president. Each executive at the time of his election shall be a Full or Associate members of the Association;

7.2 The executive shall be elected at the Annual General Meeting of the members. The candidates shall be nominated, seconded and accept the nomination in writing. This shall be received in not less than 28 days before the Annual General Meeting by the Secretary;

7.3 Each executive shall commence his term at the election meeting, and continue until the next Annual General Meeting;

7.4 Vacancies on the Executive Committee, however caused, may so long as a quorum of executives remains in office, be filled by the executives from among the



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qualified members of the Association, if they shall see fit to do so, otherwise, such vacancy shall be filled at the next Annual General Meeting of members, but if there is not a quorum of the executives, the remaining executives shall forthwith call a meeting of the members to fill the vacancies;

7.5 A simple majority of the executives shall form a quorum for the transaction of business;

7.6 Meetings

7.6.1 The Executive Committee may hold its meetings at such place as it may from time to time determine;

7.6.2 No formal notice of such meeting shall be necessary if all the executives are present, or if those absent have signified their consent to the meeting being held in their absence;

7.6.3 Executive Committee meetings may be formally called by the President or Vice-President or by the Secretary, or by two executive members through the Secretary. Notice of such meetings shall be delivered, telephoned, faxed or e-mailed to each member of the Executive Committee not less than three (3) days before the meeting is to take place or shall be mailed to each executive not less than seven (7) days before the meeting is to take place;

7.6.4 A member of the Executive Committee shall not be represented by proxy at any meeting of the Executive Committee, but may designate another executive to present his report in his absence;

7.6.5 Any member of the Executive Committee who is absent from three (3) consecutive Executive Committee meetings without tendering his apologies may be replaced by an affirmative vote of two-third majority of the remaining members of the Executive Committee;

7.6.6 Any member of the Executive Committee may be removed for cause from office by an affirmative vote of two-third majority of those present at a meeting duly called and held for such purpose;

7.7 Voting

7.7.1 Questions arising at any meeting of executives shall be decided by a simple majority;

7.7.2 In case of an equality of votes, the chairman shall have the casting vote;

7.7.3 All votes at any such meeting shall be taken by ballot if so demanded by any executive present, but if no demand is made, the vote shall be taken in the usual way by assent or dissent. A declaration by the chairman that a resolution has been carried and an entry to that effect in the minutes shall be admissible as prima facie evidence for the fact without further proof of the number portion of the votes recorded in favour of or against such resolution;



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7.8 Remuneration and Reimbursement

7.8.1 The executives shall receive no remuneration from the Association for their services as such, but may be reimbursed for travelling or other reasonable expenses incurred in connection with the business and affairs of the Association if such reimbursement is authorised by a resolution of the Executive Committee;

7.9 Indemnification

7.9.1 Every executive and officer of the Association and his heirs, executors, administrators, and estate and effects respectively, shall from time to time, and at all times be indemnified and saved harmless out of funds of the Association from and against:

7.9.1.1 All costs and charges and expenses whatsoever he sustains or incurs in or about any action, suit or proceeding that is brought, commenced or prosecuted against him for or in respect of any acts, deeds, matter or thing whatsoever, made, done or permitted by him in or about the execution of his duties of his office;

7.9.1.2 All other costs, charges and expenses that he sustains or incurs in or about or in relation to the conduct of affairs of the Association except such costs, charges or expenses as are occasioned by his own wilful neglect or default;

7.10 Amendment of the Constitution

7.10.1 The Constitution may be altered, added to, or rescinded by a majority of an Executive Committee meeting, and sanctioned by an affirmative vote of at least two-thirds of the Executive Committee at a meeting duly called for the purpose and considering such amendments. To be accepted such amendments must be ratified by a two-thirds majority of members at the Annual General Meeting or a general meeting that is called for this purpose and is so duly notified to the members.

ARTICLE #8 EXECUTIVES OF THE ASSOCIATION

8.1 Executives

8.1.1 There shall be a President, at least one Vice-President, a Secretary, a Treasurer, a Continuing Medical Education (CME) Co-ordinator, a Membership Secretary, a Newsletter Editor, an Immediate Past-President, Members-at-large, and Student Representatives.

8.2 President

8.2.1 The President must be a Full member of the Association. All other classes of the membership shall not qualify to be the President of the Association.

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8.2.2 The President shall preside at all meetings of the members of the Association. He shall be ex-officio member of all committee. He shall be the Chief Executive Officer of the Association and shall conduct the business of the Association. No person shall be President of the Association for more than two consecutive terms.

8.3 Vice-President

8.3.1 The Vice-President shall, in the absence or disability of the President, perform the duties and exercise the power of the President;

8.4 Secretary

8.4.1 The Secretary shall be Honorary officio of the Executive Committee. He shall convene and attend all meetings of the Association. He will record all facts and minutes of all proceedings in the books kept for that purpose. He shall give notices required to all members and executives. He shall be the custodian of the seal of the Association and of all books, records, correspondence, contracts and other documents belonging to the Association. He can deputise another executive to carry out the work in his absence. He shall perform any other duties without any prejudice to the Association on his own discretion or on the direction of the Executive Committee;

8.5 Treasurer

8.5.1 The Treasurer shall keep full and accurate accounts of all receipts and disbursements of the Association in proper books of account and shall deposit all moneys or other valuable effects in the name and to the credit of the Association in such banks as from time to time may be designated by the Executive Committee. He shall disburse the funds of the Association under the direction of the Executive Committee, taking proper vouchers therefor and shall render to the Executive Committee at the regular meetings thereof or whenever required of him, an account of all his transactions as Treasurer, and of financial position of the Association. He shall also perform such other duties as from time to time be determined by the Executive Committee.

ARTICLE #9 STANDING AND SPECIAL COMMITTEES

9.1 The Communications Committee

9.1.1 This Committee is responsible for the publication of the Association newsletters. It shall also formulate strategies in reaching out to the public, to provide health-related information to the Chinese community, and to inform the public of the activities of the Association;

9.2 The Education Committee

9.2.1 This Committee is responsible for organising education for postgraduate and undergraduate members. It shall assist in the continuing medical


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education process of the Association members, through seminars and annual conferences. It shall disseminate information on medical problems of specific importance to Association members and the Chinese public, through seminars and the media. It shall also promote research on medical problems related to the Chinese population through Association members and student members, and other research groups. For the undergraduate members, it shall foster their interest in the Association and its activities;

9.3 The Social Committee

9.3.1 This Committee is responsible for organising social activities in order to increase rapport amongst members, and improve communications within the Association;

9.4 The Membership Committee

9.4.1 This Committee is responsible for membership drives, the updating of membership information and collection of dues. It shall also promote the interest of members in getting involved in the functioning of the Association;

9.5 The Community Services Committee

9.5.1 This Committee is responsible for coordinating the delivery of services to the public through established health, education, and charitable agencies;

9.6 Other Committees

9.6.1 In order to accomplish the objects of the Association and the tasks assigned by the members, the Executive Committee may appoint such special committees as the circumstances warrant from time to time.

9.7 Meetings of Committees

9.7.1 Meetings of the Committees shall be called by the chairperson of each Committee, or on the written request of a majority of the members of that Committee. Activities of these meetings shall be reported to the Executive Committee, and major decisions and expenditures must be approved by the Executive Committee.


ARTICLE #10 FINANCIAL AND BANKING

10.1 Fiscal Year

10.1.1 The fiscal year of the Association shall end on the 31st day of December in each year, or on such other day as the Executive may determine;

10.2 Banking Arrangements

10.2.1 The banking business of the Association or any part thereof, shall be transacted with such bank or trust company as the Executives may


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designate, appoint or authorise from time to time by resolution. All such banking business, or any part thereof, shall be transacted on behalf of the Association by such one or more officers and/or other persons as the Association may designate, direct or authorise from time to time by resolution and to the extent therein provided;

10.3 The Power of the Association to Borrow Money

10.3.1 The Association may for the purposes of the Association, borrow or raise money upon mortgage of the real or personal property of the Association, or any part of it; or, borrow or raise money upon debentures; or, borrow money from bankers, or other persons, with or without security, on the conditions: (a) that the Executive Committee sanctions this by an affirmative vote of at least two-thirds of the Executive Committee at a meeting duly called for the purpose of considering such; and, (b) that the members approve of this at an Annual General Meeting, or at a General Meeting that is called for this purpose and is duly notified to the members.

ARTICLE #11 EXECUTION OF INSTRUMENTS

11.1 Execution of Instruments

11.1.1 Contracts, documents or instruments in writing requiring execution by the Association shall be signed by the President, and one other Executive, and the Secretary shall affix the seal of the corporation to such instruments as they may require. A notice, communication or document so mailed shall be deemed to have been given when delivered to the appropriate communication company or agency or its representative for dispatch.

ARTICLE #12 AUDITORS

12.1 Audit

12.1.1 Audit to be conducted only if recommended by the Executive Committee and approved at the Annual General Meeting.

ARTICLE #13 NOTICES

13.1 Method of Giving

13.1.1 Any notice, communication or other document to be given by the Association to a member, director, officer or auditor shall be sufficiently given if delivered personally to the person whom it is to be given or if delivered to his last address as recorded in the books of the Association, or if mailed by prepaid mail in a sealed envelope, or if sent by any means of wire or wireless or any other form of transmitted or recorded 10 communication. The Secretary may change the address on the books of the Association of any member in accordance with any information believed by him to be reliable. A notice, communication or document so delivered is



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deemed to have been given when it is delivered personally or at the address aforesaid;

13.2 Computation of Time

13.2.1 In computing the date when notice must be given under any provision of the Letter Patent or Bylaws requiring a specified number of days' notice of any meeting or other event, the date of giving the notice shall be excluded and the date of the meeting or other event shall be included;

13.3 Omission and Errors

13.3.1 The accidental omission to give any notice to any member, director or officer or the non-receipt of any notice by any member, director or officer or any error in any notice not affecting the substance thereof shall not invalidate any action taken at any meeting held pursuant to such notice or otherwise founded thereon;

13.4 Waiver of Notice

13.4.1 The Executives or an officer may waive any notice required to be given under any provision of the Letters Patent or By-laws or the time of the notice may be abridged. Such waiver or abridgement, whether given before or after the meeting or other event of which notice is required to be given, shall cure any default in giving such notice.

ARTICLE #14 WINDING UP OF ASSOCIATION AND ASSETS

14.1 In the event of the Association being wound up, it must be in accordance with the provisions of the Incorporated Societies Act 2022 and any regulations thereunder. Upon such winding up or upon any dissolution by the Registrar, any surplus assets after payment of all costs, liabilities, and expenses shall be handed over to some charitable institution to be nominated by the members at a general meeting.

ARTICLE #15 NO PRIVATE PECUNIARY PROFITS

15.1 Any income, benefit or advantage must be used to advance the charitable purposes of the Association.

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