

**CONSTITUTION OF
CHRISTIAN MEDICAL AND DENTAL FELLOWSHIP
OF AUSTRALIA INC.**

ARBN 084 292 464, ABN 95 084 292 464

(Adopted unanimously by Special Resolution at a Special General Meeting of the members of the Association on 06/11/2010)

Includes:

amendment to rule 22(2 & 3) on 16/11/12

That the quorum at National Board meetings should be four voting members instead of five

amendment to rules 16.1 (a, c and d) 16.1 (b) (i & iii) 16.6 (deleted) 33.2 and 44.1 on 7/11/14

16.1 (a, c and d) – *updating terminology, reflecting current practice*

deletion 16.6 *in entirety as obsolete reference to Transitional Arrangements*

amendment 16.1 (b) (i) *The National Treasurer will occupy one of the three Board-appointed positions.*

16.1 (b) (iii) - *There should be no more than three board members from one state (not including the National Treasurer who is exempt)*

Amendment 33.2 – *change in clarification of who is eligible to ‘attend’ i.e. in person or by written proxy*

amendment 44.1 – *The Board may appoint all staff on such terms and conditions as the Board thinks fit.*

amendment to rules 16.2 and addition of rule 16.6 on 14/11/2015

16.2 - *each office-bearer shall be eligible for re-election by the board, and, subject to compliance with Rule 16.6, may serve up to a maximum of six continuous years as an office-bearer.*

16.6 (new rule) *Elected or appointed Board members may complete up to nine years continuously on the board and then will be required to retire from the board at the next AGM. They may not stand for election or be appointed to the board for a period of a further two years.*

Christian Medical and Dental Fellowship of Australia Inc.,

Incorporated under the N.S.W. Associations Incorporation Act 2009.

Preamble

This preamble will accompany the Constitution of CMDFA Inc. when circulated internally. The Constitution is the registered document for incorporation purposes.

This constitution was written and the Fellowship incorporated for the purposes of-

- (1) making explicit those rules which were already implicit and therefore being open about them;*
- (2) providing a mechanism for accountability of the leaders of our fellowship just as servants need to be accountable;*
- (3) Protecting individuals from liability which rightly belongs to the Fellowship.*

We realise in writing this constitution that it will inevitably need to be changed and in that process, may become a burden for those with vision. We hope and pray therefore that this constitution will retain its original purpose and the power of the Fellowship will not be invested in the constitution but where it rightfully belongs, in God, the Father, the Son and the Holy Spirit.

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Appendix 1

Appendix 2

CHRISTIAN MEDICAL AND DENTAL FELLOWSHIP OF AUSTRALIA

CONSTITUTION

1. Name

The name of the Association shall be “Christian Medical and Dental Fellowship of Australia Inc.” (Hereinafter referred to as the Association).

2. Objects

The objects or aims of the Association shall be: -

- (1) To provide a Fellowship in which members may share and discuss their experiences as Christians in the profession of medicine and dentistry.
- (2) To encourage Christian doctors and dentists to serve and honour God in their professional practice.
- (3) To present the claims of Christ to colleagues and others and to win their allegiance to Him.
- (4) To provide forums that consider how the Christian faith applies to the problems of national and local life as they relate to medicine and dentistry.
- (5) To foster interest in and support of cross-cultural medical and dental mission.
- (6) To encourage members to play an active part in their local churches.
- (7) To strengthen and encourage Christian medical and dental students in their faith
- (8) To provide pastoral support to colleagues.

3. Basis of belief

We believe in the Revelation of the One True God (Father, Son and Holy Spirit), and the Gospel of redemption and regeneration through the incarnation, the death, and the bodily resurrection of our Lord Jesus Christ.

We believe in the indwelling of the Holy Spirit until Christ returns finally to fulfil all things in Himself as it is given to us in the Bible, which is the divinely appointed authority for faith and life.

4. Structure

- (1) The board of management of the association (hereinafter referred to as the Board) shall be the governing body of the association.
- (2) The Association may have one or more branches in each Australian State or Territory where there reside ten or more members.
- (3) The Association may also have one or more, chapters or special interest groups within the Association.
- (4) A branch may be formed or terminated by the Board, with ratification at a general meeting of the Association.
- (5) A Chapter or Special Interest Group may be formed or terminated by the Board.
- (6) Membership of the Association is drawn from individuals from Australian States and territories and from Australians currently residing outside Australia. Each member is automatically a member of the local branch
- (7) Members residing outside Australia may elect which branch they will be affiliated with.
- (8) Each member is entitled to vote at meetings of the association.
- (9) A branch or chapter or interest group is an officially endorsed part of the CMDFA only after it has been approved by the Board and by a General Meeting in the case of a new branch, and its members agree to be governed by the practices and policies of the CMDFA.
- (10) Practices and policies relating to branches, chapter, or interest groups shall be described in the by laws maintained by the Board.

5. Affiliation

- (1) The Association shall be affiliated with the International Christian Medical and Dental Association (ICMDA).
- (2) The Board may seek affiliation with other associations in Australia and in other countries, having similar aims and beliefs.
- (3) The Board may also determine whether any levy shall be paid to any affiliated body.

6. Interpretation

In these rules, except in so far as the context or subject matter otherwise indicates or requires

- (1) *“Member”* means a person who has qualified for Membership under these Rules.
- (2) *“Associate Member”* means a person who has qualified for Associate Membership under these Rules.
- (3) *“Basis of Belief”* means the basis of belief of the association as stated under these Rules.
- (4) *“Board”* means the governing body of the Association
- (5) *“Board Executive”* means - the office-bearers of the Association together with such other members of the Board as may be determined by the Board from time to time;
- (6) *“National Secretary”* means
 - (a) The person holding office under these rules as secretary of the National Association;
or
 - (b) Where no such person holds that office - the Public Officer of the Association;
- (7) *“Public Officer”* means the person appointed as such in accordance with the Act.
- (8) *“Special General Meeting”* means a General meeting of the Association other than an Annual General Meeting;
- (9) *“Teleconference”* means a simultaneous multiple connection of persons by technological means as available
- (10) *“The Act”* means the NSW Associations Incorporation Act, 2009.
- (11) *“The Regulation”* means the NSW Associations Incorporation Regulation, 2009
- (12) *“The By-Laws”* means the regulations and procedures of the Association

7. Membership Qualifications

A person is qualified to be a member of the Association if, but only if -

- (a) The person is a member referred to in Schedule 4 Part 2 Paragraph 5 of the Act and has not ceased to be a member of the Association at any time after the Act commenced;
or
- (b) The person -
 - (i) Has been approved for membership of the Association by the Board, and
 - (ii) Is in agreement with the Objects (as stated in Rule 2) and the Basis of Belief statement (as stated in Rule 3), and

- (iii) Who signs and affirms the following CMDFA Declaration of Membership:

"In joining the Christian and Medical and Dental Fellowship of Australia Inc. I declare my faith in God the Father, and in God the Son, the Lord Jesus Christ who is my Saviour.

I desire to be ruled by God the Holy Spirit speaking through the Bible, the divinely appointed authority in matters of faith and life."

and

- (c) The person is a graduate or undergraduate in medicine or dentistry, and
(d) The person pays the appropriate membership fee as per Rule 11.

8. Associate Membership

- (1) A person is qualified to be an Associate Member of the Association if, but only if, the person
- (a) Qualifies for membership under rule 7 (a) and (b);
- and
- (b) Is a graduate or student in a discipline closely associated with medicine or dentistry, or
- (c) Is a spouse of an existing member of the Association, or
- (d) In accordance with the by-laws
- and
- (e) Pays the appropriate membership fee as per Rule 11
- (2) An Associate Member is able to vote at meetings and be elected or appointed to Committees of the Association, but not able to serve as the National Chair.

9. Cessation of Membership

A person ceases to be a member of the Association if the person -

- (1) Dies; or
(2) Resigns that membership; or

- (3) Is expelled from the Association; or
- (4) Has not paid Annual membership fees for 2 consecutive years.

10. Register of Members

- (1) The Executive Officer of the Association shall establish and maintain registers of members of the Association and of each branch and chapter or special interest group.
- (2) The register of members shall not be available for inspection by any person who is not a member of the Association unless required by law.

11. Fees

- (1) The membership fee structure shall be set by the Board of the Association.
- (2) A member of the Association shall, upon admission to membership pay the appropriate membership fee as set by the Board of the Association.
- (3) A person is a "Financial Member" of the Association when all money due and payable by the member to the Association has been paid. A member will be granted up to 12 months to pay the membership fee in respect of the current subscription year.

12. Members' Liabilities

The liability of a member of the Association to contribute towards the payment of the debts and liabilities of the Association or the cost, charges and expenses of the winding up of the Association is limited to the amount, if any, unpaid by the member in respect of membership of the Association as required by the preceding rule.

13. Disciplining of Members

- (1) Where the Board is of the opinion that a member of the Association -
 - (a) Has persistently refused or neglected to comply with a provision or provisions of these rules; or
 - (b) Has persistently and wilfully acted in a manner prejudicial to the interests of the Association; or

- (c) is no longer in agreement with the objects, aims, or Basis of Belief statement of the association or who no longer affirms or lives by the declaration of faith as made in the application for membership (as stated in Rule 7 (b) iii)

The Board may, in consultation with the local branch, by resolution -

- (i) Expel the member from the Association; or
 - (ii) Suspend the member from membership of the Association for a specified period.
- (2) A resolution of the Board under clause (1)(a) is of no effect unless the Board, at a meeting held not earlier than 14 days and not later than 28 days after service on the member of a notice under clause (3), confirms the resolution in accordance with this rule.
- (3) Where the Board passes a resolution under clause (1) (a), the Secretary shall, as soon as practicable, cause a notice in writing to be served on the member -
- (a) Setting out the resolution of the Board and the grounds on which it is based;
 - (b) Stating that the member may address the Board at a meeting to be held not earlier than 14 days and not later than 56 days after service of the notice;
 - (c) Stating the date, place, format and time of that meeting; and
 - (d) Informing the member that the member may do either or both of the following:
 - (i) Attend and speak at that meeting;
 - (ii) Submit to the Board at or prior to the date of that meeting written representations relating to the resolution.
- (4) At a meeting of the Board held as referred to in clause (3), the Board shall -
- (a) Give to the member an opportunity to make oral representations;
 - (b) Give due consideration to any written representations submitted to the Board by the member at or prior to the meeting; and
 - (c) By resolution determine whether to confirm or to revoke the resolution.
- (5) Where the Board confirms a resolution under clause (4), the Secretary shall, within 7 days after that confirmation, by notice in writing inform the member of the fact.

14. Resolution of Internal Disputes

- (1) Where a dispute between members (in their capacity as members) cannot be resolved, at a branch, chapter or special interest group level the matter may be referred to the Board.
- (2) Where a dispute cannot be resolved between members and a branch, chapter and special interest groups the matter may be referred to the Board.
- (3) Where a branch, chapter or special interest group is in dispute with the Board and this cannot be resolved, the Board Chair may seek mediation by approaching up to three of the previous National Chairs.

15. Powers of the Board

The Board is subject to the Act, the Regulation and these rules and to any resolution passed by the Association in General meeting and:-

- (1) The Board shall govern and manage the affairs of the Association; and
- (2) The Board may exercise all such functions as may be exercised by the Association other than those functions that are required by these rules to be exercised by a General Meeting of members of the Association; and
- (3) Have power to perform all such acts and do all such things as appear to the Board to be necessary or desirable for the proper management of the affairs of the Association
- (4) The Board will maintain by-laws which determine and facilitate the function of the branches, chapters, special interest groups.

16. The Membership of the Board

- (1) The Board shall consist of the following:
 - (a) Up to six Members, elected from the membership at an AGM, whose election to the Board will be for a period of 3 years, these positions being renewable by re-election at the AGM closest to 3 years after their election.

- (b) Up to three Board-appointed Members, who are members of the Association and who will serve for a period of up to 12 months, renewable by board reappointment, at the first board meeting after the AGM.
 - (i) The National Treasurer will occupy one of the three board-appointed positions.
 - (ii) Appointed positions should be used to ensure that a state or territory diversity of at least four is on the board at any one time.
 - (iii) There should be no more than three voting board members from the one state (not including the National Treasurer who is exempt).
 - (c) The National Manager, who is a non-voting member and is appointed by the Board, as determined by rule 44.
 - (d) The National Recent Graduates Staff-Worker and National Student Staff-Worker who are non-voting members and are appointed by the Board.
- (2) The office bearers of the Association shall be elected annually by the Board from among its voting members at the first board meeting following the Annual General Meeting. They shall hold office until the conclusion of the next Annual General Meeting; each office-bearer shall be eligible for re-election by the board, and, subject to compliance with Rule 16.6, may serve up to a maximum of six continuous years as an office-bearer. The office-bearers of the Association will consist of:
- (a) The National Chair
 - (b) The National Secretary
 - (c) The National Treasurer
- (3) In order to be eligible for nomination to the board a person must subscribe to the Objects and Basis of Belief as stated in rules 2 and 3 of this constitution, will reaffirm the Declaration as set out in rule 7.b.iii, and can visibly demonstrate by their life a commitment to living under Biblical authority, as well as being an active and regular attendee at a Christian church.
- (4) The elected members of Board shall be elected at the Annual General Meeting of the Association in the manner outlined in these Rules. Two elected Board Member positions will be for re-election at each AGM. The positions for election will normally be the Board Members who have served the longest period of a 3-year board term, and if there are more than two Board Members eligible, the two marked for election will be decided by lot.

- (5) In the event of a casual vacancy occurring in the membership of the Board, the Board may appoint a member of the Association to fill the vacancy. The member so appointed shall hold office, subject to these rules, until the next Annual General Meeting following the date of the appointment.
- (6) Elected or appointed Board members may complete up to nine years continuously on the board and then will be required to retire from the board at the next AGM. They may not stand for election or be appointed to the board for a period of a further two years.

17. Election of the Governing body

- (1) Nominations of candidates for election as members of the Board -
 - (a) Shall be made in writing, signed by 2 members of the Association and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination);
 - (b) Shall be delivered to the Secretary of the Association no less than 21 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, the candidates nominated shall be deemed to be elected, and further nominations may not be received at the Annual General Meeting.
- (3) Any vacant positions remaining on the Board shall be deemed to be casual vacancies (See Clause 16.5)
- (4) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.
- (5) If the number of nominations received exceeds the number of vacancies filled, a ballot shall be held.
- (6) The ballot for the election of members of the Board shall be conducted at the Annual General Meeting, with a ballot taken for each elected position
- (7) A person is not eligible for election to the Board unless that person is a financial member of the Association.
- (8) No more than one Associate Member may be elected or appointed to the Board at any one time.

18. National Secretary

It is the role of the National Secretary to do all such things as prescribed for the National Secretary in the By-laws and in compliance with the Act and other legislative requirements.

19. National Treasurer

It is the duty of the National Treasurer to do all such things as prescribed for the National Treasurer in the By-laws and in compliance with the Act and other legislative requirements.

20. Bank Account

Each and every bank account of the association shall include the name of the association and any other regulatory business number.

21. Casual Vacancies

For the purpose of these rules, a casual vacancy in the office of a member of the Board occurs if the member –

- (1) Dies; or
- (2) Ceases to be a member of the Association; or
- (3) Becomes an insolvent under administration within the meaning of the Corporations Law; or
- (4) Resigns office by notice in writing given to the National Secretary, as appropriate; or
- (5) Becomes of unsound mind or a person whose person or estate is liable to be dealt with in any way under the law relating to mental health; or
- (6) Is absent without the consent of the board from all meetings of the board held during a period of 12 months.

22. Board Meetings and Quorum

- (1) The Board shall meet at least three times in each period of 12 months, either in person or by means of teleconference facilities in accordance with Board policy

- (2) The quorum for the transaction of the business of a meeting of the Board shall be four voting members.
- (3) If the number of voting members of the board falls below four, then the board may only convene in order to appoint more voting board members, and transact no other business.
- (4) No business shall be transacted by the board 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 stands adjourned until a time determined by the chairperson in consultation with the other board members.
- (5) At a meeting of the Board
 - (a) The Chairperson shall preside; or
 - (b) If absent, one of the remaining members of the Board as may be chosen by the members present at the meeting shall preside.

23. Delegation by Committee to Sub-Committee

- (1) The Board may form one or more sub-committees to fulfil designated purposes as necessary.
- (2) Such a sub-committee will:
 - (a) Have delegated power as defined by the board on its formation, within a stated frame of reference, and is answerable to the board at all times. The Board reserves the right to wholly or in part change the role, terms of references or delegated authority of any sub-committee at any time;
 - (b) Have a designated purpose which is defined by the Board and will work within that framework.
 - (c) Normally be chaired by a Board Member, but in the event that it is not, the Chair's position will be designated by the board.
 - (d) Meet and adjourn as it thinks it proper.
 - (e) Make reports to the board, as requested by the board, on the activities of the committee.

24. Voting and Decisions at Board Meetings

- (1) Decisions at Board meetings shall be determined by a majority of the votes of the voting members of the Board present at the meeting, each eligible member being entitled to one vote.
- (2) Any act or thing done or suffered, or purporting to have been done or suffered, by the Board is valid and effectual notwithstanding any defect that may afterwards be discovered in the appointment or qualification of any member of the Board

25. Annual General Meetings - Holding of

The Association shall, at least once in each calendar year and within the period of 6 months after the expiration of each financial year of the Association, convene an Annual General Meeting of its members.

26. Annual General Meetings - Calling of and Business at

- (1) The Annual General Meetings of the Association shall, subject to the preceding rule, be convened on such date and at such time as the Board 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 shall be -
 - (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 reports of the Board, concerning the activities of the Association, during the preceding financial year;
 - (c) To elect members to the Board;
 - (d) To receive and consider the statement which is required to be submitted to members pursuant to section 44 of the Act;
 - (e) To appoint an independent Auditor. The auditor so appointed shall be responsible for the auditing of the accounts of the association for each and every financial year for which such auditor is appointed.
 - (f) To vote on any motions or Special Resolutions that has been received in accord with rule 27

27. Special General Meetings - Calling of

- (1) The Board may, whenever it thinks fit, convene a Special General Meeting of the Association; or
- (2) On the requisition of not less than 35 members of the Association a Special General Meeting may be called subject to rule 27.3
- (3) A requisition of members for a Special General Meeting shall:
 - (a) State the purpose or purposes of the meeting in writing and;
 - (b) Be signed by the members making the requisition and;
 - (c) Be lodged with the National Secretary.
- (4) If the board fails to convene a Special General Meeting within 3 months of 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 a further 3 months after that date.
- (5) A Special General Meeting of the Association convened by a member or members as referred to in clause (2 & 3) of this rule, shall be convened as nearly as is practicable in the same manner as General meetings are convened.

28. Notice

- (1) In the case of any General meeting, any call for nominations, notice of General business to be discussed, and any notices of motion shall be forwarded to every member not less than 28 days prior to the meeting so that
 - (a) Consultation with members may take place;
 - (b) Proxies can be arranged for voting at the National General meeting should any be desired.
- (2) The Secretary shall, at least 28 days before the date fixed for the holding of a General meeting, cause to be sent by post (or by other means if the member is willing to receive notifications by email or any other written form) a notification of the meeting.
- (3) In the case of a Special Resolution which is to be presented to the members at the General Meeting, notice of intention to propose a Special Resolution will also be sent out by the Secretary at least 28 days before the date of the AGM.
- (4) No business other than that specified in the notice convening a General meeting shall be transacted at the meeting.

- (5) A member desiring to bring any business before a General meeting may do so, providing the member gives notice in writing of that business to the Secretary provided that such a request is received in time for notice to be given as specified in clauses (1), (2) and (3) above.
- (6) At the discretion of the chairperson presiding, at the conclusion of the specified business of the General meeting other matters may be discussed but a vote on such other matters will not be taken.

29. Procedure in General Meetings

- (1) No item of business shall be transacted at a General meeting unless a quorum of members entitled under these rules to vote is present during the time the meeting is considering that item.
- (2) Ten members or associate members 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 shall be postponed to a time and place to be determined by the Board.

30. Presiding Member at General Meetings

- (1) The Chairperson of the association or, in the Chairperson's absence, an elected board member, shall preside as chairperson at each General meeting of the Association.
- (2) In regard General Meetings, if all board members referred to in sub clause (1) of this rule are absent from a General meeting or unwilling to act, the members present shall elect one of their number to preside as chairperson at the meeting.

31. 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 shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (2) Where a General meeting is adjourned for 15 days or more, the National secretary shall give written notice by post or electronically of the reconvening of the adjourned meeting to each member of the Association stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.

32. Making of Decisions at General Meetings

- (1) A question arising at a General meeting of the Association shall be determined on a show of hands and, unless before or on the declaration of the show of hands a poll is demanded, a declaration by the chairperson of the result, and an entry to that effect entered into the minutes of the meeting is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.
- (2) At a General meeting of the Association a poll may be demanded by the chairperson or by not less than 3 members present in person at the meeting
- (3) Where a poll is demanded at General meeting, the poll shall be taken -
 - (a) Immediately in the case of the poll which relates to the question of an adjournment;
or
 - (b) In any other case, in such manner and at such time before the close of the meeting as the chairperson directs, and the resolution of the poll on the matter shall be deemed to be the resolution of the meeting on that matter.

33. Teleconference

- (1) At any meeting which is held by teleconference or other communications technology a person shall be deemed to “attend” the meeting and to be “present” and “present in person” if that person is connected to the Chairperson by telephone or television or computer or other communications technology, or is present in the same room as the Chairperson.
- (2) At a teleconference, the Chairperson shall permit participation from those members who are eligible to attend present in person or by written proxy.
- (3) At a teleconference, a question arising shall be determined (as to those not visible to the Chairperson) by polling and (as to those visible to the Chairperson) by show of hands or (if demanded by the Chairperson or by not less than 3 members who are visible to the Chairperson) by poll.
- (4) A declaration by the Chairperson as to the results of polling (including the number of responses, the number of votes recorded in favour, and the number of votes recorded against the resolution) is evidence of the fact.

34. Special Resolution

(1) A special resolution, concerning matters described in Clause 39 and 46), may be proposed to the members:

a) By the Board, acting in accordance with the period of notice set down in Rule 27.3, which is 28 days' written notice of intention to propose a Special Resolution.

b) Upon the request of not less than 35 members who, acting in accordance with the 28 day written notice required in Rule 28.3, submit their proposed Special Resolution to the National Secretary. There must be a proposer, a seconder and a total of 35 members who indicate their signed support for a Special resolution from the members.

(2) A special resolution must be passed by a majority which comprises not less than three-quarters of such members of the Association who are present at the meeting either in person, by proxy or by other suitable technological link and are eligible to vote under these rules.

35. Voting

(1) Non financial members are not entitled to vote.

(2) Upon any question arising at a General meeting of the Association, a financial member has one vote only.

(3) An Associate Member is entitled to vote at any General meeting of the Association.

(4) All votes shall be given personally or by proxy. All proxies must be tabled for perusal of all members present at the meeting.

(5) 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.

36. Appointment of Proxies

(1) Each member shall be entitled to appoint the National Chair or another member as proxy by notice given to the Secretary of the Association no later than 96 hours before the time of the meeting in respect of which the proxy is appointed.

(2) The notice appointing the proxy shall be modelled on the form set out in Appendix 2 to these rules and can be updated as the board sees fit from time to time.

37. Insurance

- (1) The Association shall effect and maintain adequate and appropriate insurance.

38. Funds – Management and non-profit clause

- (1) The funds of the Association shall be used in pursuance of the objects of the Association in such manner as the Board determines. No portion shall be distributed directly or indirectly to the members of the association except as a bona fide compensation for services rendered or expenses incurred on behalf of the association.
- (2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments and all withdrawals shall be approved by any two approved signatories of the board's appointing.

39. Alteration of Objects and Rules

The statement of objects and these rules may be altered, rescinded or added to only by a special resolution of the Association.

40. Common Seal

- (1) The common seal of the Association shall be kept in the custody of the public officer.
- (2) The common seal shall not be affixed to any instrument except by the authority of the Board and the affixing of the common seal shall be attested by the signatures either of 2 members of the Board or by 1 member of the Board and the public officer or Secretary.

41. Custody of Books

Except as otherwise provided by these rules, the public officer shall keep in his or her custody or under his or her control all records, books and other documents relating to the Association.

42. Inspection of Books etc.

The records, books and other documents of the Association shall be open to inspection, free of charge, by a member of the Association at any reasonable hour.

43. Financial Year

The financial year of the Association shall be for such period as the Association may from time to time resolve on the recommendation of the Board.

44. Employees, consultants or contractors of the Association

- (1) The Board may appoint all staff on such terms and conditions as the Board thinks fit.
- (2) The board may authorise employment of other staff members, contractors or consultants on such terms and conditions as the Board thinks fit.

45. Cessation of a Branch or Chapter

- (1) In the event that a Branch or Chapter becomes inactive, ceases, or resolves to discontinue, any assets or property of that Branch or Chapter shall be transferred to the control of the Board.
- (2) The national governing body will determine if a branch or chapter is to be called inactive, ceased or discontinued according to the by-laws and confirmed at the next general meeting.

46. Dissolution and Surplus Property

- (1) In the event of the winding up of the Association, the surplus property of the Association is to be distributed in accordance with a special resolution of the Association which complies with Section 65 of the Act.
- (2) In the event of the cancellation of the incorporation of the Association the surplus property of the Association shall vest in accordance with Section 75 and 77 of the Act.
- (3) Subject to the above sub-clauses, any surplus money or property that remains after such dissolution of the association and the satisfaction of all debts and liabilities shall be transferred to any organisation with similar purposes and which has rules prohibiting the distribution of its assets and income to its members

Appendix 1

APPLICATION FOR MEMBERSHIP OF ASSOCIATION
Christian Medical and Dental Fellowship of Australia Inc.

Membership is open to graduates and students in medicine and dentistry.

Associate membership is open to graduates and students in disciplines closely related to medicine and/or dentistry and to spouses of members or as decreed in the By-laws of the Association.

Membership fees can be viewed on the CMDFA Inc. web site or obtained from the CMDFA Inc. office.

I, _____

(Full name of applicant)

Of _____

(Address)

Being a (circle only one *option): Graduate in medicine* / dentistry*; or
Student in medicine* / dentistry
Graduate* / student* in _____ (related discipline); or
Spouse of a member; or
Other category according to the By-laws

Hereby apply to become a member* / associate member* (circle one option)

of the Christian Medical Dental Fellowship of Australia Inc.

(1) In the event of my admission as a member, I agree to be bound by the rules of the Association for the time being in force.

(2) I also do affirm my agreement with and personal commitment to:

(A) The CMDFA Basis of Belief statement:

We believe in the Revelation of the One True God (Father, Son and Holy Spirit), and the Gospel of redemption and regeneration through the incarnation, the death, and the bodily resurrection of our Lord Jesus Christ.

We believe in the indwelling of the Holy Spirit until Christ returns finally to fulfil all things in Himself as it is given to us in the Bible, which is the divinely appointed authority for faith and life.

and

(B) The CMDFA Membership Declaration:

In joining The Christian Medical and Dental Fellowship of Australia Inc. I declare my faith in God the Father, and in God the Son, the Lord Jesus Christ who is my Saviour. I desire to be ruled by God the Holy Spirit speaking through the Bible, the divinely appointed authority in all matters of faith and life.

If you are in full agreement with all the above, and want to become a member of the Christian Medical Dental Fellowship of Australia, please sign here:

Signature of Applicant: _____

Date: _____

For the Nominator, who is a CMDFA member:

I, _____ a member of the Association

(Full name)

Nominate the applicant, who is personally known to me, for membership of the Association.

Signature of proposer: _____

Date: _____

- Notes:
1. If the applicant does not know a member of CMDFA Inc. who can be a nominator to sign this the CMDFA office can seek to arrange for such a nomination
 2. Acceptance of membership is subject to approval by a branch committee of CMDFA Inc. as per the rules of the association.

Appendix 2

FORM OF APPOINTMENT OF PROXY

Christian Medical and Dental Fellowship of Australia Inc.

I, _____

(Full name)

Of _____

(Address)

Being a financial member /associate member of Christian Medical and Dental Fellowship of Australia Inc.

Hereby appoint (strike out which is not applicable)

(1) The Chairperson of the meeting

OR

(2) _____

(Full name of proxy)

Of _____

(Address)

being a financial member of that incorporated Association,

as my proxy to vote for me on behalf at the General meeting of the Association (Annual General Meeting or Special General Meeting, as the case may be) to be held on the _____ of _____

and at an adjournment of that meeting.

Instructions: (Strike out which is not applicable of the two choices below)

(1) My proxy is authorised to vote as they see fit on each and every motion.

or

(2) My proxy is authorised to vote in favour of or against the resolution. (please indicate)

.....
.....
.....

(Insert details - *to be inserted if desired.*)

Signature of member appointing proxy

Date

NOTE 1: A proxy vote may not be given to a person who is not a member of the Association.

NOTE 2: All proxy votes must be in the hand of the National Secretary at least 96 hours before the scheduled meeting time at which the proxy vote is to be applied, or at a time specified by the board.