

Companies Act, 1961

Association not for Gain
Limited by Guarantee

MEMORANDUM OF ASSOCIATION

OF

THE CRETAN ASSOCIATION OF SYDNEY & NEW SOUTH WALES LIMITED.

1. The name of the Company is the Cretan Association of Sydney & New South Wales Limited (hereinafter called the “Association.”).

2. The objects for which the Association is established are the charitable purposes of advancing social and public welfare, education and culture of persons resident in the State of New South Wales in the Commonwealth of Australia who were born in Crete or are the descendants of persons who were born in Crete and promoting reconciliation, mutual respect and tolerance between individuals within that community in Australia and without restricting what the Association may do in furtherance of these purposes the Association may do any of the following: -
 - (a) advance social and public welfare by various fundraising activities which include but are not limited to:
 - i. holding fundraising events such as raffles, auctions and other events in support of people who have been affected by natural disasters;
 - ii. organising annual Christmas toy drives in support of other not-for-profit organisations;
 - iii. cooking and providing meals to soup kitchens and the homeless to assist in alleviating poverty and homelessness in the broader community;
 - iv. assisting members of the Association to learn the English language to better assist unemployed members in obtaining employment.

 - (b) advance Cretan culture by funding and operating a school and providing facilities whereby traditional Cretan dancing and Cretan instruments can be taught to children.

 - (c) establish or make available a building or room or rooms in a building and to furnish and maintain the same and to permit the same to be used for lectures, meetings, dances and social purposes by the members of the Association and their friends in furtherance of the objects either gratuitously or upon such terms as shall be agreed upon.

- (d) provide reading and writing rooms and a reference library and to furnish the same respectively with books, reviews, magazines and newspapers and other publications including instrumental and vocal music stationary and all other things that may be convenient and assist members of the Association in advancing their education and the Cretan culture.
- (e) co-operate with acknowledged Greek national, religious & community authorities on a benevolent and educational level.
- (f) celebrate and honour various national and international days of significance which includes but is not limited to: -
- i. Australia Day
 - ii. The Anniversary of the Holocaust of the Holy Monastery of Arkadi
 - iii. The Battle of Crete of May, 1941
 - iv. The Unknown Soldier
- and any other important religious or ceremonial occasions the Association may from time to time desire to observe that promote the Association's purpose of promoting mutual respect and tolerance between various groups of individuals in Australia.
- (g) in furtherance of the objects of the Association to hold or arrange competitions and provide or contribute towards the provision of prizes, scholarships, awards and distinctions in connection therewith. Provided that no member of the Association shall receive any prize, award of distinction of monetary value except as a successful competitor at any competition held or promoted by the Association or to the cost of holding or promotion of which the Association may have subscribed out of its income or property and which under the regulations affecting the said competition may be awarded to them.
- (h) construct, improve, maintain, develop, work, manage, carryout, alter or control any houses, buildings, grounds, works or conveniences which may directly or indirectly advance the Association's interests, and to contribute to, subsidize or otherwise assist and take part in the construction, improvement, maintenance, development, working, management, carrying out, alteration or control thereof.
- (i) take steps by personal or written appeals, public meetings, advertisements or otherwise and may from time to time be deemed expedient for the purposes of procuring contributions to the fund of the Association in the shape of donations, annual or other subscriptions or otherwise.
- (j) print and publish any newspapers, periodicals, books or leaflets the Association may think desirable for the promotion of its objects.
- (k) make donations to organisations with similar charitable purposes.
- (l) establish or make available and operate a church or churches for the religious needs of Cretans by acquiring the freehold or leasehold of suitable church buildings.
- (m) operate and maintain Sunday schools for religious instruction of Cretans and for teaching of the Greek language.
- (n) provide all things necessary for the musical, dramatic and overall advancement of cultural experience of its members and their friends.
- (o) undertake commercial activities to fund the Association's work in furtherance of its objects of the Association.

- (p) In furtherance of the objects of the Association to apply for and obtain and hold a Club Licence and or any other Licence or Licences or Certificates of regulation under the liquor act or laws or any other axle laws for the time being operate and for such purposes or purpose is to appoint if necessary a desirable manager or manage is or other officers or officers to act as licensee or licensees and hold these licences or licences on behalf of the Association.
- (q) In furtherance of the objects of the Association to obtain and hold any licences or permission necessary for and to carry on the business of restaurant keepers and/or sellers of tobacco, cigars and cigarettes and of all kinds of goods, provisions etcetera required used or desired by members.
- (r) To hire and employ Secretaries, Managers, Clerks, servants and workmen and (subject to Clause 3 hereof) pay them and other persons in return for their services rendered to the Association: salaries wages gratuities and pensions.
- (s) To purchase, take on lease or in exchange hire or otherwise hold, either in its own name or in the name or names of its nominee or nominees, any estate or interest, any real and personal property, any rights, concessions, licences or privileges which the Association may think necessary or convenient for the purpose of carrying on its objects.
- (t) To borrow or raise or secure the payment of money in such manner as the Association may think fit and to secure the same or the repayment or performance of any debt, liability, contract, guarantee or other engagement incurred or to be entered into by the Association in any way and in particular by the issue of debentures, perpetual or otherwise, charged upon all or any of the Association's property (both present and future), and to purchase, redeem and pay off any such securities.
- (u) To make, draw, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading and other negotiable or transferable instruments.
- (v) In furtherance of the objects of the Association to sell, improve, manage, develop, exchange, lease, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the Association.
- (w) To take a hold mortgages, liens and charges to secure payment of the purchase price or any unpaid balance of the purchase price, of any other part of the Association's property of whatsoever kind sold by the Association, or any money due to the Association from purchases and others.
- (x) To take any gift of property whether subject to any special trust or not for any or more of the objects of the Association.
- (y) To invest and deal with the monies of the Association not immediately required in such manner as the Administrative Committee defined in the Articles of Association of the Company thinks fits and to vary, sell or dispose of all or any of such investments.
- (z) To appoint agents or attorneys in Australia or abroad and to act as agents for organisations having similar objects.
- (aa) In furtherance of the objects of the Association to undertake such guarantees and give such indemnities and to enter into such bonds as the

Association may consider desirable.

- (bb) To sell, mortgage, charge, exchange or dispose of, or turn to account or otherwise deal with the property or rights of the Association or any part thereof for such consideration and in such manner as may be decided by resolution of a General Meeting. Provided that in case the name is subject to any trust the Association shall only deal with that in such manner as allowed by law having regard to such trust.
- (cc) To work in close co-operation and/or amalgamate with any other Society, Association or Community having objects similar to those of the Association and whose Memorandum of Association or other constitution prohibits the division of its income and property amongst its members at least the same extent as is done by clause 3 of this Memorandum.
- (dd) In furtherance of the objects of the Association to purchase or otherwise acquire and undertake all or part of the property, assets, liabilities and engagements of any one or more of the companies, institutions, societies or associations with which the Association is authorised to amalgamate.
- (ee) In furtherance of the objects of the Association to transfer all or part of the property, assets, liabilities, and engagements of the Association to any one or more of the companies, institutions, societies or Associations with which the Association is authorised to amalgamate.
- (ff) To establish and maintain and concur in establishing and maintaining a Federal Council representing this Association and other societies and associations in any part of the Commonwealth of Australia having objects similar to those of this Association.
- (gg) To obtain any provisional tender or other official or Government power, consent or authority or act of Parliament for enabling the Association to carry on its objectives into effect or for effecting any modification of the constitution of the Association or for any other purpose which may seem expedient and to oppose any proceedings or applications which may seem calculated directly or interacted to prejudice the interest of the Association.
- (hh) To accept or take any security for any debt or liability to the Association or any property real or personal in or towards payment or satisfaction of any such debt or liability.
- (ii) In furtherance of the objects of the Association to enter into any arrangements with any governments, municipalities or other corporations or public bodies or any of them to obtain any rights privileges or concessions which the Association may think it desirable to obtain and carry out exercise and comply with any such arrangements, rights, privileges and concessions.
- (jj) To do all or any of the above mentioned things in any part of the world where the same may lawfully be done respectively and either singularly or in conjunction with any other association, firm or person and either as principals, agents, contractors, trustees or otherwise and to hold council meetings wherever found most convenient for the purpose of this Association's business.
- (kk) No official of the Association shall use their position in a way that might give the impression they represent the Association in any of their individual

political

activities.

- (ll) The provisions of the Third Schedule to the Companies Act 1961 shall not apply to the Association and the foregoing provisions of this paragraph should be read and construed without reference to the provisions of that Schedule.
- (mm) Provided that the association shall not support with its funds or endeavour to impose on or procure to be observed by its members or others any regulation or restriction which if an object of the Association would make it a trade union within the meaning of the Trade Union Act, 1958.
- (nn) To make ancillary rules and to do all such things as may be incidental or conducive to the attainment of the abovementioned objects or any of them.

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3. The income and property of the Association whensoever derived shall be applied solely towards the promotion of the objects of the Association as set forth in this Memorandum of Association and no portion thereof shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise howsoever by way of profit to or amongst the members of the Association. Provided that nothing herein contained shall prevent the payment in good faith of interest to any such member in respect of monies advanced by him to the Association or otherwise owing by the Association to him or of remuneration to any officers or servants of the Association or to any member of the Association or other person in return for any services actually rendered to the Association. Provided further that no member of the Administrative Committee or Governing Body shall be appointed to any salaried office of the Association or any office of the Association paid by fees and that no remuneration shall be given by the Association to any member of such Committee or Governing Body provided that nothing herein contained shall be construed so as to prevent the allowance of a honorarium to any such member in respect of special honorary services rendered or the repayment to any such member of out of pocket expenses and interest on money lent, or hire of goods or rent for premises demised to the Association. Provided that the provision last aforesaid shall not apply to any payment to any railway, gas, electric, lighting, water, cable, telephone company or any corporation or business providing services to the Association of which a member of the Administrative Committee or Governing Body may be a member and such member shall not be bound to account for any share of profits he may receive in respective of such payment.

4. The liability of members is limited.
5. Every member of the Association undertakes to contribute to the assets of the Association in the event of the same being wound up during the time that he is a member or within one year afterwards for payment of the debts and liabilities of the Association contracted before the time at which he ceases to be a member and to the costs, charges and expenses of winding up the Association and for the adjustment of the rights of the contributories amongst themselves such amount as may be required not exceeding fifty (\$50) dollars.
6. If upon the winding up or dissolution of the Association there remains after satisfaction of all its debts and liabilities any property whatsoever the same shall not be paid to or distributed amongst the members of the Association but shall be given or transferred to some other institution or institutions in accordance with the provisions of Article 84 of the Articles of Association.
7. True accounts shall be kept of the sums of money received and expended by the Association and the matters in respect of which such receipts and expenditure take place and of the property credits and liabilities of the Association and subject to any reasonable restrictions as to the time and manner of inspecting the same that may be imposed in accordance with the regulations of the Association for the time being shall be open to the inspection of the members. Once at least in every year the accounts of the Association shall be examined and the correctness of the balance sheet ascertained by one or more qualified members of a recognised Institute, Association or Body of Accountants.
8. The names, addresses and occupations of the subscribers are as follows:

Nick KAREFILAKIS
216 Doncaster Avenue Kensington
Wine Merchant

Con MANOGIANNIS
79 Frenchmans Road Randwick
Labourer

Michael SPIRIDAKIS
3 Beach Road Dulwich Hill
Labourer

Harry IORDANIDIS
35 Benwerrin Avenue Carss Park
Sales Manager

John PAPADAKIS
7/B 83 Homer Street Earlwood
Painter

Peter MALAKONAKIS
24 Maher Street Hurstville
Business Proprietor

Stelios VASANAS
6/9 George Street Marrickville
Painter

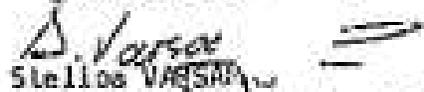
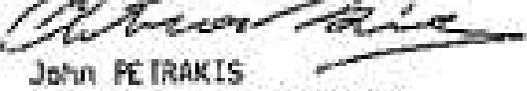
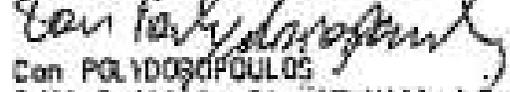
John PETRAKIS
20 Park Street Sydenham
Labourer

Con POLYDROPOULOS
3/12 Brittain Street Hillsdale
Journalist

Odysseus PLATYRAHOS
43/580 Elizabeth Street Redfern
Journalist

Michael FRAGAKIS
245 Marrickville Road Marrickville
Real Estate Agent

We, the several persons whose names and addresses are subscribed are desirous of being formed into a company in pursuance of the Memorandum of Association.

Signatures of Subscribers	Witness
 Nick KARETILAKIS 216 Doncaster Avenue Kensington Mine Merchant	 William KATRALIS 7/23 Francis Street Bondi Beach Solicitor
 Leon HANCOCK 99 Frenchmans Road Randwick Labourer	 William KATRALIS 7/23 Francis Street Bondi Beach Solicitor
 Michael SPIRIDAKIS 3 Beach Road Dulwich Hill Labourer	 William KATRALIS 7/23 Francis Street Bondi Beach Solicitor
 Harry JORDANIDIS 35 Benwellan Avenue Carss Park Sales Manager	 William KATRALIS 7/23 Francis Street Bondi Beach Solicitor
 John PAPADAKIS 7/8-13 Maher Street Earlwood Painter	 William KATRALIS 7/23 Francis Street Bondi Beach Solicitor
 Peter HANCOCK 24 Maher Street Hurstville Business Proprietor	 William KATRALIS 7/23 Francis Street Bondi Beach Solicitor
 Stelios VARSAN 6/9 George Street Marrickville Painter	 William KATRALIS 7/23 Francis Street Bondi Beach Solicitor
 John PETRAKIS 20 Park Street Sydenham Labourer	 William KATRALIS 7/23 Francis Street Bondi Beach Solicitor
 Leon POLYDOPOULOS 3/21 Brittain Street Hillside Journalist	 William KATRALIS 7/23 Francis Street Bondi Beach Solicitor
 Odysseos PLATYDODIS 43/5AD Elizabeth Street Redfern Journalist	 William KATRALIS 7/23 Francis Street Bondi Beach Solicitor

Signatures of Subscribers	Witness
 Michael FRAGAKIS 245 Merrickville Road Merrickville Real Estate Agent	 William KARALIS 7/23 Francis Street Bondi Beach Solicitor

DATED this 13th day of February 1980.

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ARTICLES OF ASSOCIATION

OF

THE CRETAN ASSOCIATION OF SYDNEY & NEW SOUTH WALES LIMITED

INTERPRETATION

1. In these Regulations unless there be something in the subject or context inconsistent therewith:-

“the Act” means the Companies Act of New South Wales, 1961 (as amended);

“the Association” means “the Cretan Association of Sydney and New South Wales Limited”

“the unincorporated Association” means the unincorporated body known as “the Cretan Association of Sydney and New South Wales”;

“the Annual General Meeting” means the general meeting held each year as required by the Act and these Articles;

“the Committee” means the Administrative Committee comprising the board of Directors and governing council of the Association;

“the By-Laws” means the By-Laws of the Association for the time being in force;

“the Notice Board” means the Board or Boards provided in a conspicuous place in the Association premises on which notices for the information of members are posted;

“the State” means the State of New South Wales;

“Month” means the calendar month;

“the Seal” means the common Seal of the Association;

“the Office” means the registered office for the time being of the Association;

“Secretary” means any person appointed to perform the duties of a Secretary of the Association and includes an honorary secretary;

“the Register” means the Register of Members of the Association kept pursuant to the Act;

Expressions referring to writing shall unless the contrary intention appears, be construed as including references to printing, lithography, photography and other modes of representing or reproducing words in a visible form;

Words or expressions contained in these regulations shall be interpreted in accordance with the provisions of the Interpretation Act of 1897 and of the Act as in force at the date at which those regulations become binding on the company.

MEMBERSHIP

2.

(a) For the purpose of registration the number of members of the Association is eleven but the Committee may from time to time register an increase of members.

(b) A subscriber to the Memorandum of Association shall upon registration be deemed to be a member of the Association and any person who shall have made application for membership of the Association in the manner hereinafter prescribed and who shall have been duly elected to the membership shall also upon payment to the Association of all necessary fees and subscriptions become a member of the Association.

(c) Every person who at the registration of the Association shall be a member of the unincorporated Association known as the “Cretan Association of Sydney and N.S.W.” and who shall within one (1) month from the date of registration of the Association agree in writing to become a member of the Association, shall be a member of the Association.

3. The qualification of members shall be that they are persons who have reached the age of eighteen (18) years and who are at the date of election to membership either natives of the Island of Crete or are descendant of such natives or married to such natives or such descendant and who are residing in the Commonwealth of Australia PROVIDED THAT such persons are Christians of Greek ethnogeny.

4.

(a) Every applicant for membership of the Association other than the subscribers to the Memorandum of Association and members of the unincorporated Association referred to in Article 2. (c) shall be proposed by one and seconded by another member of the Association to both of whom the applicant shall be personally known. PROVIDED THAT the Members proposing and seconding the admission of such member have attained the age twenty-one (21) years.

- (b) Every nomination for membership shall be lodged with the Secretary.
- (c) Particulars for the nomination for membership shall be posted by the Secretary on the notice board in a conspicuous place in the Association premises and shall remain posted for at least fourteen (14) days and when the period has expired and not until then the nomination shall be submitted by the Secretary to the Committee.
- (d) The application for membership of every such candidate shall be made in writing by the candidate and by his or her proposer and seconder and shall be in the form as approved by the Committee from time to time.
5. The election of members shall be by the Committee at a meeting or meetings duly convened and the Committee shall examine all nominations for membership and inquire into the qualification of candidates. The Committee may reject any application for membership without assigning any reason for such rejection. Sponsors of declined candidates have the right to ask the Committee for the reasons and if not satisfied, may raise the matter at the next extraordinary General Meeting.
6. On the election of a member the Secretary shall give such member notice of his election personally or post such notice to the address given on his nomination for membership and shall unless such fees and subscriptions have been previously received by the Association issue with such notice an account for entrance fees and annual subscriptions due and payable by the member which account shall specify the due date of payment.
7. Every person elected to membership and informed of his election as directed by the foregoing Article shall be deemed to agree to pay the Entrance Fee and Annual Subscription and other fees and charges as prescribed by the Association and by the Committee from time to time in force and the payment of the said entrance fee or part thereof and/or the said subscription or part thereof shall be conclusive evidence of such agreement.
8. Every person elected to membership shall be required to pay within one month of the date of notice of election the entrance fees and/or annual subscription specified in the account rendered to him with the notice of election failing such payment the election shall be null and void.

ENTRANCE FEES AND ANNUAL SUBSCRIPTIONS

9.

(a) The entrance fees, annual subscriptions and other annual fees or charges payable by any class of members the amount thereof and the time and manner of payment thereof and of all other matters pertaining thereto not by these Articles specially provided for shall be such as shall from time to time be prescribed by the Committee provided that the annual subscription shall not be less than two (\$2) dollars payable by members quarterly, half-yearly or annually in advance.

(b) Entrance fees and annual subscriptions and any other fees or charges payable annually shall be payable in advance in full or by quarterly or half-yearly instalments according to the provisions of any by-laws or any other decisions of the Committee.

10. If any fee or subscription or call or charge of any instalment thereof shall remain unpaid for period of two months after it becomes due the member concerned shall be notified by the Secretary in writing of the default and if the sum due still remains unpaid for a further period of fourteen (14) days after the date of issue of the default notice the Committee shall unless it considers that there is sufficient reason for delay in payment by resolution remove the name of such member from the register. The provisions of the Article 13 (b) shall not apply to any such resolution.

11. The Committee may at any time or times suspend the payment of entrance fees either generally or in respect to individual cases and shall have discretionary power to fix and determine or waive the entrance fee chargeable to any member under special circumstance that may arise.

12. Members of the Association shall be of three classes:-

A. ACTIVE MEMBERS

B. SOCIAL MEMBERS

C. HONORARY

MEMBERS

A. ACTIVE MEMBERS shall be members as described in Article 3.

B. SOCIAL MEMBERS shall be a person not being a Cretan who has been approved by the Committee as a Social Member of the Association. A Social Member may take part in all the social activities of the Association and use club rooms but shall not be entitled to hold any office or to vote in any motion or election of the Association except that they shall be entitled to vote at the annual elections for the Executive Committee in the same manner as an Active Member.

C. HONORARY MEMBERSHIP

(i) may be granted by the Committee without payment of any subscription to any person over the age of eighteen (18) years provided that he has one of the following qualifications:-

- (a) Manager or member of any visiting country interstate or overseas sporting team for the duration of the visit of such team.
 - (b) A member of a Club registered under the provisions of the Liquor Act which member is visiting the Association premises for the purpose of participation in a sport or competition being held on the Association premises which sport or competition is part of a recognised competition in which the Association is participating for the day of such visit.
 - (c) Any prominent citizen or sportsman visiting the district for some special occasion.
 - (d) A member of one of the Houses of Parliament of New South Wales or of the Commonwealth of Australia.
- (ii) An Honorary Member (other than a Life Member) shall be entitled only to the social privileges of the Association and to play such games, recreations and pastimes as determined by and on the invitation of the Committee from time to time.
 - (iii) The Committee shall have the power to cancel the Honorary Membership of any person at any time and without assigning any reason.
 - (iv) No person shall be made a Life Member except by resolution of a general meeting of the Association following the submission at such meeting of an appropriate recommendation from the Committee. No person shall be made an Honorary Life Member except in a case of exceptional or unusual or distinguished merit and except on the recommendation of the Committee endorsed by a two-thirds majority at a general meeting.

CESSATION OF MEMBERSHIP

13.

- (a) A member at any time by giving notice in writing to the Secretary may resign his membership of the Association but shall continue liable for any entrance fee or annual subscription and all arrears due and unpaid at the date of his resignation and for any sum not exceeding fifty (\$50) dollars as a member of the Association under Clause 5 of the Memorandum of Association of the Club.
- (b) If any member shall refuse or neglect to comply with the provisions of the Memorandum and Articles of Association by-laws, rules or regulations of the Association or if any member shall in the opinion of the Committee be guilty of any conduct deemed by the Committee to be unbecoming of a member or prejudicial to the interest of the Committee such member may be fined, suspended or expelled by resolution of the Committee and such resolution need not state the grounds, facts or opinions upon which it is based; PROVIDED:-
 - (i) That atleast seven days before the meeting at which such resolution is passed the member concerned shall

have been notified either orally or in writing, of the intended resolution and requested to be present at the meeting and that he shall at such meeting and before such resolution is passed have had an opportunity of giving orally or in writing any explanation of defence he may think fit.

- (ii) That seven (7) days' written notice of the meeting to consider the case of a member under the Article shall be given to the members of the Committee and that the notice of convening the meeting shall state that the case of the particular member or members and the question of his or their membership are to be considered.

Any resolution under this article shall require for its passage a simple majority of the votes of the Committee Members.

- (c) Every person ceasing to be a member of the Association whether by retirement, expulsion, death, neglecting to pay the entrance fee or the subscription or otherwise shall forfeit Ipso Facto all rights as a member of the Association but shall remain liable for any monies due or payable under the provisions of Clause 5 of the Memorandum of Association.

NOTICE OF GENERAL MEETINGS

14.

- (a) Every notice convening a general meeting shall specify the place, the day and the hour of the meeting and such information concerning the business proposed to be transacted as is required to be given by these Articles or the Act.
- (b) Every notice convening a general meeting shall be given in the manner prescribed by Article 76 to those members who are entitled to attend and vote at general meetings under the provisions of Article 3 of these Articles and a copy shall be posted on the notice board.
- (c) The period of notice with respect to general meetings shall be as follows subject to the provisions of the Act relating to shorter notice:-
 - (i) Fourteen (14) days in respect of Annual General Meetings and such extraordinary general meetings as are convened for purposes other than those requiring the passing of a special resolution.
 - (ii) Twenty-one (21) days in respect of extraordinary general meeting convened for the purpose of passing a special resolution.
- (d) Neither the accidental omission to give notice of a meeting to nor the non-receipt of a notice of a meeting by any member nor the omission to post a copy on the

notice board shall invalidate the proceedings at any meeting.

GENERAL MEETINGS

15. The first general meeting shall be held at such time, not being less than one month nor more than three months after the incorporation of the Association and at such place as the Committee may determine.
16. An Annual General Meeting of the Association shall be held in accordance with the provisions of the Act and shall be held within the first fortnight of the month of August of each year. All general meetings, other than the Annual General Meetings, shall be called extraordinary general meetings.
17. An extraordinary general meeting may be called on any date by the President or the Committee and shall be called by the Secretary upon receipt by him of a requisition which need not be in one document signed by not less than 10% of the members entitled to vote stating the business to be considered. The date of such meeting shall be within forty (40) days of receipt of such requisition. Provided that if such meeting is not called within fourteen (14) days of receipt of the requisition, the requisitionists or a majority of them may themselves call the meeting and for that purpose shall have access to the Register of Members and any other records necessary for the purpose of calling meetings of members.
18. Subject to the provisions of the Act relating to special resolutions and agreements for shorter notice, fourteen days' notice at the least (exclusive of the day on which the notice is served or deemed to be served, but inclusive of the day for which notice is given) specifying the place, the day and the hour of meeting and in case of special business the general nature of that business shall be given to such persons as are entitled to receive such notices from the Association.

PROCEEDINGS AT GENERAL MEETINGS

19. No business shall be transacted at any general meeting unless a quorum of members is present at the time when meeting proceeds to business. Save as herein otherwise provided, a quorum shall be considered formed when half the number of active members, plus one attends the general meeting.
20. The President of the Committee shall count the members attending at the time arranged and in the event of no quorum being formed, he shall adjourn the meeting for half an hour.
21. The meeting is then resumed and proceeds to business, as long as the members attending double the number of members of the Committee. If the numbers are not sufficient to form a quorum, the general meeting shall stand adjourned to the same day in the next week at the same time and place, or to such other time and place as the Committee may determine, and if at the adjourned

meeting a quorum is not present within half an hour from the appointed time for the meeting, the members present (being not less than three) shall be a quorum.

22. The President shall preside as Chairman at every extraordinary General Meeting of the Association or if there is no President, or if he is not present within 15 minutes after the time appointed for the holding of the meeting or is unwilling to act, the Vice-President shall be the Chairman or if the Vice-President is not present or is unwilling to act then the members present shall elect one of their number to be Chairman of the meeting.
23. The date and place of the general meeting shall be made known to the members by post through the Press in accordance with the provisions of Article 14 (c) of these presents, in respect to the period of notice.
24. The President opens the meeting, reads the minutes of the previous meeting and in the case of the Annual General Meeting, invites the meeting to elect an Honorary President to preside as Chairman of the meeting.
25. The agenda for subjects to be debated at the general meeting must be prepared by the Committee in advance.
26. The Chairman announces the subjects of the order of the day and invites the members to take part thereof. The names of members wishing to speak are noted down in numerical order and are invited to do so in turn.
27. The granting of the right to speak to any member for the second time on the same issue shall be at the discretion of the Chairman.
28. At the termination of discussion of any subject the Chairman puts such subject to vote either by show of hands unless a poll is (before or on the declaration of the result of the show of hands) demanded (a) by the Chairman or (b) by at least three members present in person/or by proxy.
29. In the case of an equality of votes, whether on a show of hands or on a poll, the chairman of the meeting at which the show of hands takes place or at which the poll is demanded shall be entitled to a second or casting vote.
30. A member may vote in person or by proxy or by attorney and on a show of hands every person present who is a member or a representative of a member shall have one vote and on a poll every member present in person or by proxy or by attorney or other duly authorised representative shall have one vote.

31. A member who is of unsound mind or whose person or estate is liable to be dealt with in any way under the law relating to mental health may vote, whether on a show of hands or on a poll, by his Committee or by his trustee or by such other person as properly has the management of his estate, and of any such committee, trustee or other person may vote by proxy or attorney.
32. No member shall be entitled to vote at any general meeting if his annual subscription should be more than one month in arrears at the date of the meeting.
33. The instrument appointing a proxy shall be in writing under the hand of the appointer or of his attorney duly authorised in writing or, if the appointer is a corporation either under seal or under the hand of an officer or attorney duly authorised. The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a poll. A member shall be entitled to instruct his proxy to vote in favour of or against any proposal resolutions. Unless otherwise instructed the proxy may vote as he thinks fit.
34. The instrument appointing a proxy may be in the following form or in a common or usual form.

CRETAN ASSOCIATION OF SYDNEY & N.S.W. LIMITED

I,..... of

being a member of the above named Association

hereby appoint..... of.....

or failing him..... of.....

as my proxy to vote for me on my behalf at the (annual or extraordinary as the case may be) general meeting of the Association,

to be held on the.....day of.....20.....

and at any adjournment thereof.

My proxy is hereby authorised to vote * in favour of/* against the following resolutions:

Signed this..... day of.....20.....

Note 1 In the event of the member desiring to vote for or against any resolution he shall instruct his proxy accordingly.

Unless otherwise instructed, the proxy may vote as he thinks fit.

* Strike out whichever is not desired.

35. The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority shall be deposited at the registered office of the Association, or at such other place within the State as is specified for that purpose in the notice convening the meeting, not less than forty-eight hours before the time for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote, or, in the case of a poll, not less than twenty-four hours before the time appointed for the taking of the poll and in default the instrument of proxy shall not be treated as valid.
36. A vote given in accordance with the terms of any instrument of proxy or attorney shall be valid notwithstanding the previous death or unsoundness of mind of the principal or revocation of the instrument or of the authority under which the instrument was executed, if no intimation in writing or such death, unsoundness of mind or revocation as aforesaid has been received by the Association at the registered office before the commencement of the meeting or adjourned meeting at which the instrument is used.
37. Any motion for amendment or rejection of a decision may only be discussed at the following general meeting, provided such motion is submitted in writing to the Committee one week before the commencement of the meeting.
38. Any motion debated and decided upon at a general meeting remains irrevocable and further discussion is prohibited.
39. The right to speak may be withheld by the Chairman from any member using excess of time, deviation from the subject to personal recriminations, insults, unbecoming conduct, and deviation from the substance and meaning of the subject discussed.
40. Each member permitted to speak on any subject shall rise from his seat during which time the audience shall not whisper, talk or move about to the point of causing distraction to the speaker and the meeting.
41. Any member who may be directed to stop talking shall comply without contradiction, otherwise the Chairman may order his removal from the meeting.
42. In the case of the Annual General Meeting, the following business shall be transacted:-
- (i) Reading and confirmation of the minutes of the previous Annual General Meeting.
 - (ii) An Honorary President shall be elected by the members attending the Annual General Meeting, such election to be carried out by

verbal nomination and by the raising of hands. The Honorary President shall have been an office bearer of the Association on a previous occasion, and his duty shall be to chair the Annual General Meeting, call the members to order and to see that the business of the meeting is carried out in a proper manner.

- (iii) The President of the Committee shall report and render an account of all matters of the administration and financial activities of the Association during the term of office of the Committee.
- (iv) The Audit Committee shall also report on their activities, supervision and duties performed and the minutes kept shall be read.
- (v) Matters arising from the minutes of the previous Annual General Meeting, Presidents report and Audit Committee report.
- (vi) An Election Committee shall be elected at the Annual General Meeting whose duty will be to carry out the elections. Any pending applications for membership of the Association prior to the Annual General Meeting shall be approved or rejected by the Committee who shall meet before the Annual General Meeting. The list of the newly approved members shall be delivered to the Election Committee after its election, such list signed by the President, Secretary and Treasurer. The newly approved active members shall have the right to elect only until the expiration of six months whereupon they become eligible for election themselves. The aforesaid list of new members, together with the existing register of members of the Association, shall be surrendered to the Election Committee for the purpose of carrying out the elections.
- (vii) Members of the Association may put suggestions on any subject for debate by addressing the Chairman who may accept or reject such suggestions.
- (viii) Other business to be transacted at the Annual General Meeting shall be:-
 - (a) appointment of Auditors and fixing of their remuneration.
 - (b) any matters notified by the Committee on the notice calling the meeting.

43. Every question submitted to a general meeting of the Association or to any meeting of the Committee or any sub-committee shall be decided in the first instance by show of hands and in the case of equality of votes the Chairman shall both on a show of hands and on a poll have a resting vote in addition to the vote which he is entitled to as a member.

44.

- (i) At any general meeting unless a poll is demanded by the Chairman or by at least five members present and entitled to vote at the meeting a declaration by the Chairman that a resolution has been carried or carried by a particular majority or lost or not carried by particular majority and an entry to that effect in the book of proceedings of the Association shall be conclusive evidence of the fact

without proof of the number or proportion of the votes recorded in favour of or against such resolution.

- (ii) If a poll is demanded as aforesaid it shall be taken in such manner and at such time and place as the Chairman of the meeting directs and either at once or after an interval or adjournment or otherwise and the result of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded. The demand of a poll may be withdrawn. In case of any dispute as to the admission or rejection of a vote the Chairman shall determine the same and such determination made in good faith shall be final and conclusive.
- (iii) The Chairman of a general meeting may with the consent of the meeting adjourn the same from time to time and from place to place but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.
- (iv) The demand for a poll shall not prevent the continuance of a meeting for the transaction of any business other than the question on which a poll has been demanded. No poll shall be demanded on the election of a Chairman of a meeting a poll demanded on a question of adjournment shall be taken at the meeting without adjournment.
- (v) Any general meeting at which a quorum is present may be adjourned by resolution as the meeting may determine and no notice of such adjournment need be given.

45.

- (i) at the conclusion of all the business of the General Meeting the Chairman declares the General Meeting closed.
- (ii) The Secretary of the Committee (or the outgoing Secretary in the case of an Annual General Meeting) shall prepare the minutes of the General Meeting as soon as possible after the General Meeting (but no later than 60 days after the General Meeting) so that they can be entered in the register and read out at the next General Meeting.
- (iii) The Chairman of the General Meeting and the President and the Secretary of the Committee (the outgoing Committee in the case of an Annual General Meeting) shall sign the minutes aforesaid.

MANAGEMENT OF THE ASSOCIATION

46.

- (i) The business and affairs of the Association shall be managed by a Committee consisting of eleven (11) members who may pay all expenses incurred in promoting and registering the Association, and may exercise all such powers of the Association as are not, by the Act or by these regulations, required to be exercised by the Association in general meeting, subject, nonetheless, to any of these regulations, to the provisions of the Act, and to such regulations, being not inconsistent with the aforesaid regulations or provisions, or

may be prescribed by the Association in general meetings provided that the rule, regulation or by-law of the Association made by the Committee may be disallowed by the Association in general meeting and provided further that no resolution of or regulation made by the Association in general meeting shall invalidate any prior act of the Committee which would have been valid if that resolution or regulation had not been passed or made.

- (ii) The Committee of the Association shall consist of a President, a Vice-President, a Secretary, an Assistant Secretary, a Treasurer, an Assistant Treasurer and five (5) members.
- (iii) The first Committee of the Association shall be the eleven (11) subscribers to the Memorandum and the first office-bearers shall be as set out below:-

President	–	Nick	Karefilakis
Vice-President	–	Con	Manogiannis
Secretary	–	Michael	Spiridakis
Assistant Secretary	–	John	Papadakis
Treasurer	–	Harry	Iordanidis
Assistant Treasurer	–	Peter	Malakonakis
Committee Members	–	Stelios Varsamas, John Petrakis Con Polydoropoulos, Michael Fragakis Odysious Platyrachos	

They shall all retire at the first general meeting, but shall be eligible for re-election.

- (iv) Thereafter the Committee shall be elected annually by the general body of members in the manner hereinafter provided. Only Active Members and Social Members who are financial shall be entitled to vote, and only Active Members who are financial shall be eligible for nomination. But no new member shall be eligible for election to the Committee before the expiration of six months from the date upon which his membership has been approved by the Committee.
- (v) The Committee shall hold a meeting at least once a month on a day and at a time to be fixed at its first meeting.
- (vi) Extraordinary Committee Meetings shall be called by written advice to members as and when directed by the President in consultation with the Secretary.
- (vii) Quorum at Committee Meeting shall be considered present when six members of the Committee are present. If a quorum is not formed the meeting shall be adjourned to such time (not being later than one week thereafter) as the Committee Members there and then determine. At any such adjournment meeting any number of Committee Members present shall constitute a quorum.
- (viii) A vote is considered passed when a simple majority of the members present vote in favour.
- (ix) A member of the Committee shall not vote in respect of any contract or proposed contract with the Association in which

he is interested, or any matter arising thereout, and if he does so vote his vote shall not be counted.

- (x)
 - (a) The President or the person presiding at the Meeting shall have a second or casting votes which he will use when the Meeting is equally divided by any motion.
 - (b) Further, the President may suspend a decision by the Committee if he considers that the decision would be detrimental to the interests of the Association and in such a case shall call for an extraordinary General Meeting to decide on the subject in question.
- (xi) A Special Meeting of the Committee may be convened by the President at any time and shall be convened by the President upon a request in writing stating that the purpose of such Meeting, signed by three members of the Committee. The business transacted at such Special Meeting shall be confined to the purpose named in such request.
- (xii) The Association may from time to time by ordinary resolution passed at a general meeting increase or reduce the number of office-bearers or other members of the Committee.

DUTIES OF THE PRESIDENT

47.

- (i) The President of the Committee presides over all its meetings, submits the subjects of the meeting, signs the minutes, gives the right of speech and/or deprives the same directs the debates, puts motion to vote, has the winning vote in the event of equal division of votes, closes the meetings.
- (ii) The President supervises the accurate execution of the duties of the member of the Community, signs the outgoing documents, signs the cheques jointly with the General Secretary and the Treasurer, represents the Association before every authority.
- (iii) The president may at any time ask for the substitution of the Vice-President, the Secretary, the Treasurer and their Assistants, as well as persons of other Committees appointed by the Committee, in case the above mentioned members are unable to execute the duties of their officers in any way.
- (iv) The President wishing to resign from his office submits an application to the Committee through the Secretary. The Secretary then immediately informs the Vice-President and in co-operation with him calls the Committee to a meeting within one week under the Presidency of the Vice-President the election of a new President takes place. In the event of the new President being elected from one of the officers the vacant position is filled by balloting.
- (v) The same procedure applies in the event of any of the officers of the Committee resigning.

- (vi) If the President performs his duties in an unbecoming manner he shall be substituted by another member of the Committee, provided that four Committee members put a motion of distrust against the person of the President, such motion to be accepted by the majority of the Committee Members, as long as the Committee sits in session with all its members, otherwise the presiding officer shall call for an extraordinary meeting of the Committee within one week for this purpose. If the Committee constitutes a quorum at that session, the motion of distrust is then put forward. If the President has not succeeded in obtaining the majority of the votes from the attending members in his favour, the President's office is considered as vacant and the procedure of electing his substitute follows.
- (vii) The President may ask for the substitution of any member of the Committee in the event of such member behaving improperly or using abusive words against his colleagues, or if he refuses to sign the minutes of the meeting approved by the majority of the Community members, or if he embezzles any money, property or documents of the Association.
- (viii) Any member holding the office of President for three consecutive years cannot be re-elected as President for the fourth time, until after a period of two years.

DUTIES OF THE VICE PRESIDENT

- 48.
- (i) The Vice-President substitutes for the President in his absence or at any time the President authorises him for that purpose.
 - (ii) In the event of the President and Vice-President being absent at any meeting, one of the Committee members present is elected to preside over such meeting.

DUTIES OF THE SECRETARY, ASSISTANT SECRETARY & STIPENDIARY SECRETARY

- 49.
- (i) The Secretary shall in accordance with the Act be appointed by the Committee for such term at such remuneration and upon such conditions as it thinks fit; and any secretary so appointed may be removed by it. Nothing herein shall prevent the Committee from appointing a member of the Association as Honorary Secretary and any member so appointed shall forthwith become an office-bearer of the Association and, if not already a member of the Committee, ex officer member of the Committee and shall be subject to the provisions of clause XXX of the memorandum of association.
 - (ii) The General Secretary shall:-
 - (a) keep a register of members of the Association.
 - (b) expedite the correspondence.

- (c) keep a register in which to enter the incoming and outgoing correspondence.
 - (d) keep copies of the outgoing documents of the Association.
 - (e) keep a register in which to enter the minutes of meetings as well as the minutes of General Meetings.
- (iii) Call the Committee to the Meetings at the direction of the President.
 - (iv) List the subjects for the order of the day of the Committee as well as the General Meetings.
 - (v) Co-operate fully with the President for the better Administration of the Association and be the correct keeping of archives.
 - (vi) The Assistant Secretary helps the General Secretary and substitutes for him in his absence.
 - (vii) By decision of the Committee a special stipendiary Secretary may be engaged if he needs of the Association warrant it. Such stipendiary Secretary shall work under the guidance of the General Secretary and the President.

DUTIES OF THE TREASURER

50. The duties of the Treasurer shall be:-

- (a) To collect all monies for the Association against receipts, the duplicate of which to remain in the receipts book, to pay out accounts approved by the Committee. To keep account books for the income and expenditure.
- (b) To deposit in the bank the collected monies in the current account every week.
- (c) To keep in hand an amount of money up to one hundred dollars (\$100) for the payment of petty expenses of the Association, such payments to be approved by the President.
- (d) To make payments of expenses following the decisions of the Committee, such payments to be made by cheques signed by the President, Treasurer and Secretary.
- (e) To pay the accounts of the Association in cases where time does not permit delay of payment, such as electricity supply, gas, insurance, Municipal Council rates, water and general accounts payable to Public Departments. All the payments aforesaid shall be known to the Committee and the following meeting.
- (f) The treasurer shall keep a separate book of income and expenditure for cash and a separate book of deposits with the bank and to issue monthly balance sheets.
- (g) To report the financial position of the Association at all the regular meetings of the Committee as well as the General Meetings of members.

- (h) The Treasurer must necessarily be a solvent person and the owner of property.
- (i) The Assistant Treasurer helps the Treasurer in the execution of his duties and substitutes for him in his absence, following the procedure of receiving and surrendering of the financial matters of the Association.
- (j) On the decision of the Committee a professional accountant may be engaged for the preparation of financial book-keeping of the Association, if this is considered necessary.

POWERS AND DUTIES OF THE COMMITTEE

51.

- (i) The business and general affairs of the Association shall be under the management of the Committee who shall have full control of the property of the Association and absolute authority subject to the Memorandum of Association regarding its disposition and the conduct and administration of all the affairs and business of the Association including the rights and privileges of members in respect to the Association except insofar as is otherwise expressly provided by these Articles.
- (ii) In particular but without decoupling from the general powers henceforth conferred the Committee shall have the power from time to time:-
 - (a) To appoint from among its members or from members of the association sub-committees for any purpose whatsoever which from time to time it may think desirable and to delegate to any such sub-committee such powers as it may think fit and any such appointment or delegation from time to time to revoke or alter. Unless otherwise specified in the minute of the Committee appointing the sub-committee the quorum of all sub-committees shall consist of a majority of the members of such sub-committee.
 - (b) Subject to Article 52 to make such by-laws, decrees or regulations not inconsistent with the Memorandum and Articles of Association of the Association as in the opinion of the Committee are necessary or desirable for the proper control, administration and management of the Association's finances, affairs, interests, effects and property and for the convenience, comfort and well being of the members of the Association and to amend or rescind from time to time any such by-laws, rules or regulations.
 - (c) To enforce the observance of all by-laws, rules or regulations by suspension from enjoyment of the Association privileges or any of them or otherwise the Committee thinks fit.
 - (d) To appoint any delegate or delegates to represent the Association for any purpose with such powers as may be thought fit.

- (e) To engage, appoint, control, remove, discharge, suspend and dismiss such managers, secretaries, officers, solicitors, accountants, surveyors, bankers, clerks, representatives, agents and servants or other employees in respect to permanent, temporary or special services as it may from time to time think fit and to determine the duties, pay salary, employments or other remuneration but no payment or part payment of any secretary, manager or other officer or servants of the Association shall be made by way of commission or allowance from or upon the receipts of the Association for liquor supplied.
- (f) To purchase or otherwise acquire for the Association any property rights or privileges which the Association is authorised to acquire at such price and generally on such terms and conditions as it shall think fit.
- (g) To secure the fulfilment of any contracts or engagements entered into by the Association by mortgaging or charging all or any of the property of the Association as may be thought fit.
- (h) To instigate, conduct, defend, compound or abandon any legal proceedings by or against the Association or its officers or otherwise concerning the affairs of the Association and also to compound or allot time for payment and satisfaction of any debts due to and any claims or demands by or against the Association and to refer any claims or demands by or against the Association in arbitration and to observe and perform the award.
- (i) To determine who shall be entitled to sign or endorse on the Association's behalf, contracts, receipts, acceptance, cheques, bills of exchange, promissory notes and other documents and instruments.
- (j) To invest and deal with any of the moneys of the Association not immediately required for the purpose of the Association upon such securities and in such a manner as the Committee may think fit including providing funds to any other institution, organisation, entity or person, in furtherance of the Association's objects and from time to time to vary or realise such investments.
- (k) From time to time at its discretion to borrow or secure the payment of any sum or sums of money from the purposes of the Association and to raise or secure the payment of such sum or sums in such manner and upon such terms and conditions in all respects as it shall think fit and in particular by the issue of debentures or debentures stock, perpetual or otherwise and either charged upon all or any of the Association's property both present and future or not so charged or by any part of the Association's property both present and future. Any debentures or other securities may be issued with any special rights and privileges which the Committee may think proper to confer on the holders.
- (l) To sell, exchange or otherwise dispose of any furniture, fittings, equipment, plant or other goods or chattels belonging to the Association and to let any property of the Association

and with the sanction of a general meeting of the Association to lease, determine, exchange or sell all or any of the lands and buildings or any other property or rights to which the Association may be entitled from time to time provided however that notwithstanding anything elsewhere herein contained that portion of the Association premises and property licenced under part X of the Liquor Act 1912-1954 or under the Gaming and Betting Act 1912 shall not be sold exchanged, hired, let, demised, leased, lent or otherwise disposed of without the prior consent of the Licencing Court.

- (m) To fix the maximum number of Social Members and Honorary Members who may be admitted to the Association. However the maximum number of Active Members shall be determined by the members in general meeting.
- (n) In addition to the powers contained in Article 13 (b) to time, caution or suspend for such period as it thinks fit any member who shall wilfully infringe any provisions of the Memorandum or Articles of Association or of the by-laws, rules or regulations of the Association or who shall in the opinion of the Committee be guilty either in or out of the Association premises of conduct unbecoming of a member or prejudicial to the interests of the Association.
- (o) To impose any restrictions or limitations on the rights and privileges of members, honorary members and visitors relating to the use by them of the Association premises and/or any amenity or facility therein contained or relating to their conduct, behaviour, clothing and dress whilst on the said premises.
- (p) To take and act on the opinion of a legal practitioner who holds a current practising certificate in New South Wales in relation to the interpretation or effect of these Articles or any of the powers of these Articles.
- (q) To do all other things which the Committee considers is conducive or ancillary to, or in furtherance or aid of, the exercise of the Committee's powers under these Articles.

BY – LAWS, RULES AND REGULATIONS

52.

- (a) Any by-law, rule or regulation made under these Articles shall come into force and be fully operative upon the posting of an appropriate notice containing such by-law, rule or regulation on the notice board.
- (b) The Association in general meeting may revoke and disallow any such by-law, rule or regulation provided that the notice convening the meeting states that notice has been received as provided for in clause (c) of this Article and also specifies the by-law, rule or regulation objected to.
- (c) Without limiting the rights of members are under Article 51 (i) any five members may at any time give to the Secretary notice

in writing signed by them that they object to one or more specified by-laws, rules or regulations and the Secretary shall then include a statement to that effect on the notice convening the next general meeting.

Neither the revocation of disallowance by the Association in general meeting of any by-law, rule or regulation or the knowledge that it might take place nor its amendment or rescission by the Committee shall invalidate any act by the Committee or by any officer or servants of the Association prior to such amendment or rescission.

PROCEEDINGS OF THE COMMITTEE

53.

- (i) The President shall preside as Chairman at every meeting of the Committee, or if there is no President, or if at any meeting he is not present within ten minutes after the time appointed for holding the meeting, the Vice-President shall be Chairman or if the Vice-President is not present at the meeting then the members may choose one of their number to be Chairman of the Meeting.
- (ii) A resolution in writing signed by all the members of the Committee in Australia for the time being entitled to receive notice of a meeting of the Committee, shall be as valid and effectual as if it has been passed at a meeting of the Committee duly convened and held. Any such resolution may consist of several documents in like form, each signed by one or more members of the Committee.

VACANCIES IN THE COMMITTEE

54.

- (a) If any Committee Member
- (i) dies;
 - (ii) ceases to be a member of the Committee by virtue of the Act;
 - (iii) becomes bankrupt or makes any arrangement or composition with his creditors generally;
 - (iv) becomes prohibited from being a director of a company by reasons of any order made under the Act;
 - (v) becomes disqualified under the provisions of Article 13 (b) hereof;
 - (vi) becomes of unsound mind or a person whose persons or estate is liable to be dealt with in any way under law relating to mental health;
 - (vii) resigns his office by notice in writing to the Association;
 - (viii) is absent without permission of the Committee on three consecutive meetings;
 - (ix) is absent overseas without seeking leave from the committee;
 - (x) is absent for more than two months due to illness;

- (xi) ceases to be a member of the Association; or
- (xii) is directly or indirectly interested in any contract or proposed

contract within the Association provided, however, that a member shall vacate his office by reason of his being a member of any corporation, society or association which has entered or proposes to enter into a contract with the Association if such corporation, society or association is among the class of companies referred to in the provisions to clause 3 of the memorandum of association of the Association and if he shall have declared the nature of his interest in manner required by the Act.

Then, provided always that nothing in this article shall affect the operation of clause 3 of the memorandum of association of the Association, his office shall be declared vacant by the Committee and he shall ipso facto cease to be a Committee Member and the Committee may appoint a successor to hold office until the next election by the Annual General Meeting and until such appointment as made the continuing Committee Members may act notwithstanding such vacancy.

(b) The Association may by a special resolution carried at an Extraordinary General Meeting remove any Committee Member or all the Committee Members before the expiration of his or their period of office and appoint another or other Committee Member or Members as the case may be in his or their place. The person or persons so appointed shall hold office during such time only as the Committee Member or Members removed would have held office if he or they had not been so removed.

55. All acts done at any Committee Meeting or by any person acting as a Committee Member shall notwithstanding that it shall afterwards be discovered that there were some defect in the appointment of such Committee Member or Members or that they or any of them were disqualified be as valid as if every such person had been duly appointed and was qualified to be a Committee Member.

56. No Committee Member shall receive any remuneration for his services in his capacity as a Committee Member.

AUDIT COMMITTEE

57.

(i) The Audit Committee of the Association is elected on the day of the General Elections, by secret ballot. It consists of a three member Committee and its term of office is for one year.

(ii) The Audit Committee assembles after its election and chooses its President and Secretary.

(iii) Members of the Audit Committee are not allowed to be elected as members of the Committee in the same year.

(iv) The financial business of the Association is under the supervision and control of the Audit Committee.

(v) The duties of the Audit Committee shall be:-

(a) To check the books of the Treasurer by arrangement or on demand and the Treasurer shall, without hesitation surrender all books and vouchers in his hands for checking. The request for checking can be made by any member of the Audit Committee to the President or Treasurer of the Committee, verbally or in writing.

(b) To stamp with the seal of Association the printed and numbered admission tickets of balls, excursions and other functions of the Association in general, and deliver the same to the Committee for disposal and to check the number of honorary tickets distributed and to destroy all unsold tickets.

- (c) To check the receipt books for subscriptions, membership and other fees, such books to be printed and numbered in duplicate and bearing the name of the Association.
- (d) To check outgoing payments made either by cheque or cash, such payments to be proved against the equivalent receipts or vouchers by the President.
- (e) To verify the prices of purchased goods, as well as the nature of expenditure as provided by these presents and by the decisions of the General Meetings and the Committee.
- (f) the President of the Audit Committee signs the balance sheets of the Association published from time to time, as well as the financial statements.
- (g) The authorization for the checking of the Audit Committee is restricted only on matters of financial nature and in no way can interfere in matters of Administrative nature.
- (h) The Audit Committee may ask for the co-operation of a public accountant if considered necessary, and the Committee shall approve the relative expenditure.
- (i) The Audit Committee cannot interfere in defining expenses of balls and other functions or celebrations which are left to the discretion of the Committee.
- (j) In the events of the Audit Committee discovering any irregularity or embezzlement by the Treasurer or any member of the Committee it shall ask the President in writing to call for an extraordinary meeting of his Committee for the substitution of such member by vote, as defined by these presents.
- (k) If the Committee refuses to substitute such member as in paragraph (j) aforesaid, then the Audit Committee shall call for an extraordinary General Meeting for that purpose and the General Meeting shall decide on the substitution of part or whole of the Committee.
- (l) The Audit Committee may also check all financial matters of the Association of the previous year, in the event that the Audit Committee of that year had not checked them in a correct manner.
- (m) All deeds, decisions and checking of the Audit Committee shall be entered in a separate book with relative remarks.

- (n) In the event of any member of the Audit Committee resigning, the first successful substitute is called to take the place of the resigning member. In the event of the whole of the Audit Committee resigning, the Committee shall call for an extraordinary General Meeting for the election of a new Audit Committee.
- (o) In the event of an inability or indifference of the Audit Committee to execute its duties, the Committee shall call for an extraordinary General Meeting for the election of a new Audit Committee.

ELECTION COMMITTEE

58. .

- (i) The Election Committee of the Association is elected at the Annual General Meeting by verbal nomination and acceptance, within the first fortnight of the month of August of each year. The Election Committee consists of a three member Committee. At the same time and in the same manner another three members shall be elected as substitutes in the event of resignation of any member of the elected Election Committee. If all elected members resign, the Committee may appoint three other members to organise the elections.
- (ii) The members of the Election Committee are not allowed to be elected as members of any other Committee.
- (iii) The Election Committee has no other authority or jurisdiction apart from organising the elections and the administration of the Association is left under the care of the existing Committee for the time being, pending the results of the elections.
- (iv) The Election Committee assembles after its election and chooses its President and Secretary.
- (v) The duties of the Election Committee shall be:-
 - (a) To proclaim the election within and not later than 40 days from the date of the Annual General Meeting.
 - (b) To determine the date, place and time of the elections.
 - (c) To bring to the notice of all members of the Association through the press and by separate invitation to participate in the elections.
 - (d) The separate invitation aforesaid shall be accomplished by a printed form of nomination of Candidates for the election of the Committee and Audit Committee.
 - (e) The nominations of Candidates must reach the Election Committee at least one week before the date of the election.

- (f) The Election Committee shall meet and prepare the list of Candidates according to the number of the applications received and arrange their names in two categories: 1) The Candidates for the Committee. 2) The Candidates for the Audit Committee.
- (g) Following the above procedure the Election Committee arranges for the printing of the ballot papers. The names of the Candidates for both Committees to be arranged in alphabetical order consecutively in the same ballot paper.
- (h) The General Secretary of the Committee shall surrender the Register of Members of the Association to the Election Committee organising the elections.
- (i) The Treasurer of the Committee shall finance the expenditure resulting from the elections carried out.
- (j) All deeds and decisions of the Election Committee shall be entered into a special minutes book.
- (k) The Secretary of the Election Committee must have some secretarial knowledge for the fulfilment of his duties. If no one of the members of the Election Committee can fulfil his duties of a secretary, it's President shall arrange for the engagement of a temporary skilled secretary for the expedition of the work required to be done against a remuneration agreed upon.

GENERAL ELECTIONS

59.

- (a) The Committee and Audit Committee are elected by the active financial members of the Association at the General Elections on the same day.
- (b) The General Elections shall take place within the second fortnight of the month of August of each year, on a Friday and from 7:00 p.m. to 10 p.m. or at such other time or date within the second fortnight of August with a maximum of 30 days notice to be issued to members.
- (c) The elections are carried out under the care and supervision of the Election Committee.
- (d) The ballot papers for the General Elections shall be prepared on letter heads bearing the name of the Association and its address.
- (e) The ballot papers shall be prepared and printed in the form as shown herebelow:-

GENERAL ELECTIONS

Date.....

BALLOT PAPER NUMBER No

The following names are Candidates for the election as members of the Committee for the year 20

(Insert all names of the Candidates in alphabetical order and under serial number).

Vote 11 (eleven) Candidates by marking a cross of preference inside the square provided opposite each name.

.....

The following names are Candidates for the election as members of the Audit Committee for the year 20

(insert all the names of the Candidates in alphabetical order and under serial number).

Vote 3 (three) Candidates by marking a cross of preference inside the square provided opposite each name.

.....

Do not make line, scratchings or erasures otherwise the ballot paper should be declared void.

The elections are opened at 8:00 a.m. close at 8:00 p.m. <<THIS IS INCONSISTANT WITH PREVIOUS CLAUSE 59B -pls check???>>

Name.
President of the Election Committee

IMPORTANT

Ballot papers bearing unnecessary lines, scratchings or erasures shall be declared void.

Ballot papers containing more or less than eleven crosses of preference for the election of the Committee shall be declared void.

Ballot papers containing more or less than three crosses of preferences for the election of the Audit Committee shall be declared void.

Ballot papers brought in late and after the termination of the balloting shall not be accepted.

- (f) The ballot papers shall include all names of the Candidates for both the Committee and Audit Committee.
- (g) In the event of a voter failing to vote correctly for the election of the Committee but votes correctly for the election of the Audit Committee, or vice versa, the balloting paper shall only be valid for the section of the Committee correctly voted for, the other section being declared void.
- (h) The ballot papers shall be stamped with the seal of the Association before they are given out to the voters otherwise they shall be considered void.
- (i) The Election Committee shall provide the voters with a the printed memorandum on which the particulars of each voter shall be inserted. The Secretary shall enter the name, surname and address of the voter in the minutes book under serial number. The minutes book shall be surrendered to the newly elected General Secretary of the Committee.
- (j) The yearly subscription fee shall be paid by the members on the day of the elections before voting, if they failed to pay their subscription earlier.
- (k) The Committee shall meet one day before the elections to discuss and/or approve any new applications for membership, the list of which to be delivered to the Election Committee before the opening of the voting. The newly approved applications for membership shall be signed by the President, Secretary and Treasurer of the Committee.

- (l) All active financial members shall have the right to vote, including the new members, as long as they have paid their yearly subscription previously.
- (m) The Election Committee shall provide the voters with a ballot paper with an envelope. The voter, having completed his voting, seals the ballot paper in the envelope provided and delivers the same to the President of the Election Committee who shall initial and stamp the same envelope with the seal of the Association and places it in the ballot box.

COUNTING OF VOTES

60. The counting of votes shall be affected as follows:-

- (i) On the termination of the balloting, the Election Committee assembles in private behind closed doors and opens the ballot box, counts the sealed envelopes containing the ballot papers which shall correspond to the number of voters. The envelopes and ballot papers should be equal in number.
- (ii) Any unsealed envelope aforesaid shall be destroyed.
- (iii) Any sealed envelopes found to contain more than one ballot paper shall be destroyed.
- (iv) Each envelope is opened to remove the ballot paper contained therein.
- (v) The President signs and numbers the ballot papers by serial number.
- (vi) The votes from each ballot paper for both the Committee and Audit Committee are checked separately.
- (vii) The Secretary prepares a Balloting Chart in a book with square ruled paper.
- (viii) The President calls the names of Candidates from each numbered ballot paper consecutively which shall denote "vote" each time a name is called.
- (ix) The Secretary marks the votes on the chart against each name called and under the number of the ballot paper.
- (x) Void ballot papers are also numbered accordingly and are announced together with the results of the elections.
- (xi) On the termination of the counting of votes the Secretary adds the number of votes of each Candidate, the grand total of which should correspond to the

- number of voters for each Committee separately.
- (xii) The President and other members of Election Committee shall verify the correctness of the figures resulting from the voting.
 - (xiii) In the events of any difference found in total of votes counted the counting shall be repeated to correct such difference.
 - (xiv) The first eleven (11) successful Candidates are proclaimed as members of the newly elected Committee. The unsuccessful Candidates shall be substitute Committee members according to the highest number of votes received.
 - (xv) The first three (3) successful Candidates are proclaimed as members of the Audit Committee, The unsuccessful Candidates shall be substitute Committee members in succession according to the highest number of votes received.
 - (xvi) In the event of an equal division of votes between two or more Candidates either for the Committee or Audit Committee, the difference shall be solved amicably and by ballot at the time of the election of officers of both Committees.
 - (xvii) On the termination of the counting of votes the Secretary of the Election Committee shall record the results in its minute book which shall be signed by all its three members.
 - (xviii) The President of the Election Committee shall keep all books and correspondence, as well as the ballot papers and shall surrender the same to the newly elected General Secretary of the Committee.
 - (xix) Any member of the Association has the right to check the ballot papers and books of the Election Committee on request.
 - (xx) The results of the election shall be announced to the members of the Association on the termination of the counting of the votes.

CANCELLATION OF ELECTIONS.

61.

- (i) The General Election shall be cancelled:-
 - (a) If at least half the number of members of the Association have not voted.
 - (b) If the void ballot papers exceed the number of the valid ballot papers.

- (c) If the number of Candidates for both the Committee and Audit Committee is smaller than the number prescribed in Article 46(i) and Article 57(i).
- (d) In the event of the Candidates for both the Committee and Audit Committee being equal number to that prescribed in part (c) aforesaid, the Election Committee shall proclaim such Candidates as the newly elected Committees, without the elections taking place.
- (ii) Should the elections be cancelled owing to reasons referred to in paragraph (i) (a), (b) and (c) aforesaid, the Election Committee shall repeat the elections within a fortnight from the date of such cancellation according to the provisions of the Constitution, such elections to be declared valid as long as the number of the voting members double that of the number of members of the Committee and Audit Committee combined.

62. ELECTION OF OFFICERS OF THE COMMITTEE

- (i) Within one week from the date of the elections the Election Committee shall invite the newly elected Committee for the purpose of electing its officers.
- (ii) The election of officers shall be affected either by verbal agreement between them or by secret balloting according to the discretion of the President of the Election Committee and as long as the number of Candidates for each office is two or more.
- (iii) The sequence of election of officers is: President, Vice-President, General Secretary, Treasurer, Assistant Secretary and Assistant Treasurer.
- (iv) The elected officers participate in the election of the remaining members.
- (v) During the election of officers of the Committee no other person shall present except its newly elected members and the Election Committee, the President of which shall simply preside temporarily, without the right to vote or submit any suggestions whatsoever.
- (vi) The election of officers shall take place if at least six of the newly elected members of the Committee are in attendance, otherwise the same is repeated within one week.

- (vii) In the event that there shall be more than two Candidates to be elected in the Committee for any particular office, a balloting takes place, more than once if necessary, for the election of the officer in question, as long as such elected officer obtains six votes or more in his favour.

ELECTION OF OFFICERS OF THE AUDIT COMMITTEE

- 63.
- (i) After the election of officers for the Committee, the members of the Audit Committee shall meet to elect its President and Secretary, in the same manner aforesaid.
- (ii) In the event of two of its members being absent, the election is adjourned for one week and in that case an election may take place without the Election Committee attending.
- (iii) The Secretary of the Election Committee shall:-
- (a) Keep an accurate record in the minute book regarding the election of officers of both the Committee and Audit Committee.
- (b) Notify the bank in writing of the newly elected President, Secretary and Treasurer of the Committee in order to substitute the signatures of the retiring officers, and also the names of the newly elected Audit Committee. This notification shall reach the bank within three days from the date of the elections.

RESUMPTION OF DUTIES OF THE NEWLY ELECTED COMMITTEE & AUDIT COMMITTEE

- 64.
- (i) On the same day and after the election of Officers of both the newly elected Committees, the Election Committee shall invite the retiring Committees to surrender to the newly elected Committees all the property matters, books, registers, correspondence, receipts, items of the hall and everything in their hands belonging to the Association.
- (ii) The surrendering and receiving aforesaid shall be entered in a special register and signed by the Presidents, Secretaries and Treasurers of both the retiring and newly elected Committees.
- (iii) The Audit Committee shall check the register of surrendering and receiving referred to in paragraph (ii) aforesaid to verify that everything is in order.
- (iv) The retiring Committee shall enter in the register of surrendering and receiving all items which may have been bought during its term of office, as well as any loss of existing items. The Audit Committee may check on those matters which if not found satisfactory, shall hold the party concerned responsible for such loss. Relevant remarks shall be entered in the same

register.

APPEAL AGAINST ELECTION

65.

- (a) Any member who is either a voter or a candidate at an election may appeal against the result of the election. Such appeal must be in writing and should be forwarded one copy to the retiring President, one copy to the Audit Committee and the original to the Election Committee, setting out the grounds of the appeal. In case where the appeal is against the election of the Audit Committee or one of its members, the copy of the appeal shall be forwarded to the outgoing (or retiring) Audit Committee. Appeals may be lodged within seven (7) days after the election.
- (b) The appeal must then be dealt with by a Conference the participants of which shall be:-
- (i) The outgoing (or retiring) President who shall be the chairman.
 - (ii) All members of the Election Committee.
 - (iii) All members of the outgoing Audit Committee
 - (iv) The Appellant.
- (c) Members (i), (ii) and (iii) above shall constitute the Election Appeal Committee and their decisions shall be final and binding. During the proceedings the Appellant or Appellants shall have no right to vote. Each member shall have one vote. The Chairman shall not vote except in the case of an equal split up of votes when he will exercise his right of the casting vote.
- (d) A decision to declare an election void must be circularized to all members advising at the same time the date for a new election.

REGISTER OF MEMBERS

66. The Secretary shall keep in the Community premises:-

- (a) a register of members setting forth the names in full, occupations and addresses of all members of the Association and the date of the latest payment by each member of his subscription; and
- (b) a register in which the secretary shall enter or cause to be entered the names and addresses in particulars of qualifications for honorary and temporary membership of all persons (not being persons whose names and other particulars have been entered in the register kept pursuant to paragraph (a) of this article) who are admitted as honorary or temporary members for the Association for a limited period and the dates upon which that period commences and terminates.

MINUTES

67.

- (i) The Committee shall create minutes to be kept by the Secretary in books provided for that purpose:-
 - (a) of all appointments of officers and servants made by the Association in general meeting or by the Committee;
 - (b) of the names of the Committee Members present and voting at such meeting of the Committee;
 - (c) of the number of members present and voting at general meetings of the Association;
 - (d) of all resolutions and proceedings at all meetings either of the Association or of the Committee.
- (ii) Such minutes shall be signed by the Chairman of the meeting at which the proceedings were held or by the Chairman of the next succeeding meeting.

SICK MEMBERS

68. The Committee shall twice in every year appoint a committee of three members whose duty shall be visiting sick members and other expatriates. The Committee shall from time to time retain the services of a duly qualified medical practitioner. The Committee may obtain the report of such medical practitioner with regard to any sick member and may in its discretion render monetary and other assistance to any sick or needy member whom they may consider worthy of financial or other aid.

SEAL AND BANNER OF THE ASSOCIATION

69.

- (a) The Seal of the Association shall be kept by such person in such place and in such manner as the Committee may think fit. Such seal shall not be affixed to any document except by the authority of a resolution of the Committee save in any case where the resolution of a General Meeting of the Association is required. The affixing of the Seal shall be attended by the President and one member of the Committee or the Secretary or in lieu of either or both of the President and Secretary by such other person or persons as the Committee may appoint for the purpose or in such other way as the Committee from time to time provide and such attention shall be sufficient evidence of the authority to affix the Seal.
- (b) The official seal of the Association shall be round, in the centre of which a Cretan in National dress is shown standing on the map of Crete, with the outer circle bearing the English words CRETAN ASSOCIATION OF SYDNEY & N.S.W LIMITED as well as the Greek words ΚΡΗΤΙΚΗ ΑΔΕΛΦΟΤΗΤΑ
- (c) The banner of the Association shall bear the Greek and Australian flags adorned with the seal of the Association between the two flags.

FINANCE

70.

- (a) The rates of interest payable to any member of the Association as provided in Clause 3 of the Memorandum shall not exceed for 6%.
- (b) All money received by the Association from each event or activity shall be reconciled and after payment of any cash expenses paid into the Association's Bank Account or Bank Accounts as directed by the committee. All cash expenses must be accompanied by an appropriate receipt and / or explanation and all reconciliations shall be made available for audit by the Audit Committee. All payments are subject to prior approval at committee meetings, with minutes to reflect such approvals.
- (c) All payments must be made by cheque and must be authorised by the Committee and all cheques must be signed by at least two members of the Committee that have been empowered by the Committee to sign cheques on behalf of the Association.

Treasurer is not available for the purpose then any member of the Committee (excluding the Secretary) shall be empowered by the Committee to sign cheques in substitution for one of them who is unavailable.

71. No resignation or cancellation of membership under any article hereof shall relieve any member from the payment of any subscription or other money due or payable by such member at the time of such resignation or cancellation of memberships or at the pro rata share of any existing liability of the Association and any such proportion shall at the request of such member be determined by the Committee for the time being upon receipt of such resignation or the date of such cancellation and in that event determination of the Committee shall be final and binding.

AUDIT

72.

- (a) Once at least in every year the Accounts of the Association shall be audited by the Associations Auditors. All books and records of the Association shall be at all times available for inspection by the Auditors.
- (b) A properly qualified Auditor or Auditors shall be appointed and his or their duties regulated in accordance with the Act and Clause 7 of the memorandum of association.
- (c) Any notice required by law or by, or under these articles to be given to any member shall be given by sending it by post to him and his registered address, or (if he has no registered address within the State) to the address, if any, within the State supplied by him to the Association for giving of the notices to him. Where a notice is sent by post, service of the notice shall be deemed to be effected by properly addressing, prepaying, and posting a letter containing the notice, and to have been effected in the case of a notice of a meeting on the day after the date of its posting, and in any other case at the time at which the letter would be delivered in the ordinary course of post.
- (d)
- (1) Notice of every general meeting shall be given in any manner hereinbefore authorised to –
- (i) every active member except those members who (having no registered address within the State) have not supplied to the Association an address within the State for the giving of notices to them; and
- (ii) the auditor or auditors for the time being of the Association

- (2) No other person shall be entitled to receive notices of general meetings.

PETTY CASH

73. The Committee may maintain a cash float of up to Five Hundred dollars (\$500). The cash float shall be used as required for any function or activity of the Association and for payment of small expenses as decided by the Committee. If at any time following a function or activity of the Association the amount of the float exceeds \$500 an amount shall be banked so that the cash float is reduced to below \$500. The Committee must ensure that a reconciliation of all funds added to the cash float and expenses paid from the cash float is kept at all times. All cash expenses paid through the cash float must be accompanied by an appropriate receipt and / or explanation and all reconciliations shall be made available for audit by the Audit Committee. Reconciliations of the cash float will be tabled and minuted at each committee meeting or at least once a month with such reconciliations to be approved / accepted at the said committee meeting.

VALIDITY OF PROCEEDINGS

74. The proceedings of the Committee and of any other body acting under these articles shall not be invalidated by reason of any default occurring in the election or qualification of any of its members.

INTEGRITY OF OFFICERS

75. The members of the Committee and every other agent, auditor, secretary and other officer for the time being of the Association shall be identified out of the assets of the Association against any liability incurred by him in defending any proceedings, whether civil or criminal, in which judgement is given in his favour or in which he is acquitted or in connection with any application under the Act in which relief is granted to him by the Court in respect of any negligence default breach of duty or breach of trust.

NOTICES

- 76.
- (i) A notice may be given by the Association to any member either personally or by sending it by post to him to his registered address or if he has no registered address within the State of New South Wales to the address if any within the said State supplied by him to the Association for the giving of notices to him.
- (ii) Where a notice is sent by post, services of notice shall be deemed to be effected by properly addressing prepaying and posting the notice and shall be deemed to have been effected in the case of a notice convening a meeting on the day following that on which the same shall have been posted and in any other case at the time at which the notice would have been delivered in the ordinary course of post.

- (iii) If a member has no registered address within the State of New South Wales and has not supplied to the Association an address within the said States for the giving of notices to him a notice posted upon the notice board shall be deemed to be well served on such member at the expiration of twenty-four hours after is it posted up.

MISCELLANEOUS

77.

- (i) Any heading attached to these Articles should not affect the construction.
- (ii) No member shall give any money for, or gratuity or other gift, or any tip to any employee of the Association in any circumstances whatsoever except, in the course of general collection approved by the Committee Members. Any breach of this Article may at the discretion of the Committee Members be deemed conduct unbecoming of a member and prejudicial in the interest of the Association and dealt with by the Committee accordingly.
- (iii) No visitor shall be supplied with liquor on the Association's premises unless on the invitation and in the company of a member.
- (iv) No liquor shall be sold or supplied to any person under eighteen (18) years of age and no such person shall have or consume any liquor upon the Association's premises.
- (v) No person other than the Association or its member shall directly or indirectly derive any profit or advantage from the fact that the Association is or may be registered in accordance with the provisions of Part X of the Liquor Act of 1912 or from any added value which may accrue because of such registration to the land upon which the Association's premises are situated.
- (vi) No person under eighteen (18) years of age shall use or operate or be allowed to use or operate poker machines in the Association's premises

ACCRUALS

78.

- (i) The Committee shall cause proper accounting and other records to be kept and shall distribute copies of every profit and loss account and balance-sheet (including every document required by law to be attached thereto) accompanied by a copy of the Auditors report thereon as required by the Act provided, however, that the Committee shall cause to be made out and laid before each annual general meeting a balance-sheet and profit and loss account made up to date not more than six months before the date of the meeting.
- (ii) The Committee shall from time to time determine in accordance with clause 7 of the memorandum of the association at what times and places under what conditions of regulations the accounting and other records of the Association shall be open to the inspection of members not being members of the Committee, and no member (not being a member of the Committee) shall have any right of inspecting any account or

book or paper of the Association except as conferred by statute or by clause 7 of the memorandum of association or authorised by the Committee or by the Association in a general meeting.

DONORS AND BENEFACTORS

79.

- (a) Any person offering the sum of two hundred and fifty (\$250,00) as a donation shall be proclaimed as Donor of the Association.
- (b) Any person offering the sum of five hundred dollars (\$500.00) as a donation shall be proclaimed a Benefactor of the Association.
- (c) Any person offering the sum of one thousand dollars (\$1,000.00) as a donation or rendering exceptional services to the Association shall be proclaimed a Grand Benefactor.

COMMITTEE OF EX-PRESIDENTS

80.

- (a) All those members who served their term as Presidents of the Association from the time of its foundation, constitute the Committee of Ex-Presidents.
- (b) This Committee shall meet two weeks after the newly elected Committee has taken up office, to elect their President and Secretary, the President of the Committee presiding.
- (c) The President of the Committee of Ex-President shall not hold any other office within the Association.
- (d) The Committee of Ex-Presidents may be invited to express their opinion on matters suggested by the Committee and may also do so on their own initiative.
- (e) The decisions of the Committee of Ex-Presidential shall only have a suggestive and advisory meaning owing to the experience and shall in no way be considered as binding.
- (f) The number of members of the Committee of Ex-Presidents may be increased according to the number of retiring Presidents serving the Association.
- (g) Any suggestion or advice must be considered by the attending members and submitted to the Committee in writing.
- (h) The Secretary of the Committee of Ex-Presidents shall keep the minutes of decisions in a register.
- (i) In the event of death or the moving away of any Ex-President holding office, he may be substituted by way of balloting from among the remaining Committee of Ex-Presidents members.
- (j) Any Ex-President dismissed by the Committee or by the General Meeting, by virtue of Article 13 (b) and Article 13 (c), shall not participate as a member of the Committee of Ex-Presidents.

- (k) The President of the Committee of Ex-Presidents shall direct the ceremony of installation of each newly elected Committee.

INSURANCE OF PROPERTY

81. Every year the Committee shall insure the property and belongings of the Association with an Insurance Company for fire, theft, accidents and/or public risk.

PURCHASE AND SALE OF PROPERTY

- 82.
- (a) The purchase and/or resale at the building of the Association shall take place only on the approval of an Extraordinary General Meeting following resolution of the Committee so to do.
- (b) The purchase and/or resale of a property aforesaid shall be effected under the direction of a special Committee designated by the General Meeting.
- (c) The special Committee aforesaid shall have the right to guarantee on behalf of the Association to the Bank or other organisations in order to secure a loan for the extension or renovation of the building of the Association, the purchase of another building or the purchase of land.
- (d) The members of the special Committee aforesaid shall be reliable and solvent persons.

BANK

83. The bank of the Association shall be defined by the Committee from time to time according to and in the interests of the Association.

WINDING UP

84. In the event of winding up or dissolution of the Association and there remains, after the satisfaction of all debts and liabilities, any property whatsoever the same shall be distributed to the following organisations having objects similar to the objects of this Association and whose rules prohibit the distribution of its or their income among its or their members :-
- (a) One fifth (1/5) to Benevolent Institutions of Sydney and New South Wales, determined by the members in general meeting.
- (b) One fifth (1/5) to the District Hospital of Hania, Crete
- (c) One fifth (1/5) to the District Hospital of Rethymnon, Crete
- (d) One fifth (1/5) to the District Hospital of Heraklion, Crete
- (e) One fifth (1/5) to the District Hospital of Lassythion, Crete

PRINTING OF MEMORANDUM AND ARTICLES

85. The committee shall arrange for the present Memorandum and Articles to be printed in both Greek and English language and shall distribute a copy to each member against offer to cover its expenses on request.

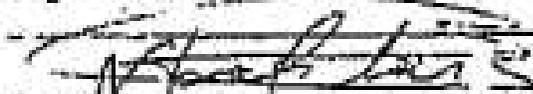
ADVISORS

86. The Administrative Committee may by its decision consult advisors on matters of a legal, accounting or other technical and professional nature at the expense of the Association.

WE, the several persons whose names and addresses are subscribed being subscribers to the Memorandum of Association hereby agree to the foregoing Articles of Association.

Signatures of Subscribers

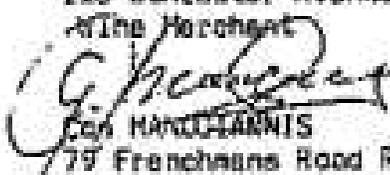
Witness



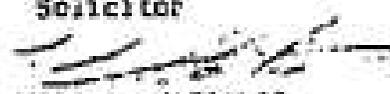
Nick KAREFILAKIS
216 Doncaster Avenue Kensington
Wine Merchant



William KATRALIS
7/23 Francis Street Bondi Beach
Solicitor



Gus MANTOYIANNIS
79 Frenchmans Road Randwick
Labourer



William KATRALIS
7/23 Francis Street Bondi Beach
Solicitor



Michael SPIRIDAKIS
3 Beach Road Dulwich Hill
Labourer



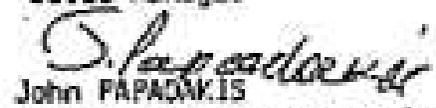
William KATRALIS
7/23 Francis Street Bondi Beach
Solicitor



Harry IORDANIDIS
35 Remberton Avenue Crows Park
Sales Manager



William KATRALIS
7/23 Francis Street Bondi Beach
Solicitor



John PAPAIOAKIS
7/8-83 Maher Street Earlwood
Painter



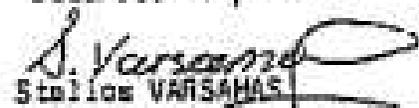
William KATRALIS
7/23 Francis Street Bondi Beach
Solicitor



Peter MACARONAKIS
24 Maher Street Hurstville
Business Proprietor



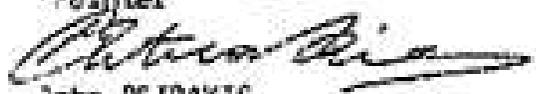
William KATRALIS
7/23 Francis Street Bondi Beach
Solicitor



Stelios VARSAKIS
6/9 George Street Marrickville
Painter



William KATRALIS
7/23 Francis Street Bondi Beach
Solicitor



John PETRAKIS
20 Park Street Sydenham
Labourer



William KATRALIS
7/23 Francis Street Bondi Beach
Solicitor



Gus POLYDOROPoulos
3/21 Brittain Street Hilldale
Journalist



William KATRALIS
7/23 Francis Street Bondi Beach
Solicitor

Signatures of Subscribers	Witness
 Elyiasios PLATYRANOS 43/580 Elizabeth Street Redfern Journalist	 William KATRALIS 7/23 Francis Street Bondi Beach Solicitor
 Michael FRAGAKIS 245 Marrickville Road Marrickville Real Estate Agent	 William KATRALIS 7/23 Francis Street Bondi Beach Solicitor

DATED this 13th day of February 1980.