

CONSTITUTION AND BY-LAWS



CONFEDERATION OF ASIA-PACIFIC CHAMBERS OF COMMERCE AND INDUSTRY

The Confederation of Asia Pacific Chambers of Commerce and Industry (CACCI) is a regional association principally composed of apex chambers of commerce and industry.

It is a non-governmental organization granted consultative status with the United Nations. The CACCI is an association formed out of each member country or independent economy's main business interests insofar as these are represented and united in that country or independent economy's apex chamber(s).

CONSTITUTION AND BY-LAWS OF THE Confederation of Asia-Pacific Chambers of Commerce and Industry

PREAMBLE

We, the representatives of Chambers of Commerce and Industry in Asia and the Western Pacific, realizing the need to develop closer ties among our Chambers in order to coordinate and maximize our efforts for the promotion of business and economic development in our region, have voluntarily organized this Confederation and on this 5th day of May 1966 do hereby adopt and promulgate these Constitution and By-Laws.

ARTICLE I

NAME AND PURPOSE

1. This organization shall be known as the CONFEDERATION OF ASIA PACIFIC CHAMBERS OF COMMERCE AND INDUSTRY (CACCI), hereinafter referred to as the Confederation.
2. The Confederation is organized to:
 - a) effect cooperation and coordination between and among Chambers of Commerce and Industry, similar business associations, and business enterprises in Asia and the Western Pacific;
 - b) secure effective, concerted, and collective action for the betterment of business conditions, increase of trade between and among the countries or independent economies of Asia and the Western Pacific, and advancement of the economic growth of the region;
 - c) endeavour to improve services like shipping, banking, insurance, tourism, and others in the region;
 - d) encourage joint ventures, expand business relations, and cultivate better understanding between and among businessmen, business associations, and the respective governments of the countries or independent economies in and outside the region;
 - e) ascertain and express the consensus of views and suggestions of those interested in the business and economic development of the region;
 - f) represent the business and economic sectors of the region and make representations to government, regional and international organizations;
 - g) establish linkages by membership and, otherwise, with regional and international organizations which have objectives and purposes similar to those of the Confederation;
 - h) foster fellowship and enlist the provision of assistance and services, whenever necessary, between and among businessmen who are connected or associated with the Confederation or are members of Member-Chambers or associations of the Confederation;

- i) encourage, conduct and disseminate the results of studies in the various fields of economic activity, and prepare publications useful to business associations in the region;
- j) help promote a feasible and sustainable development in the countries or independent economies of the region; and
- k) formulate and implement widely acceptable rules on business ethics.

ARTICLE II

MEMBERSHIP

1. The Confederation shall be composed of three categories of Members:
 - a) Primary Members,
 - b) Affiliate Members, and
 - c) Special Members.
2. Primary Members shall be the apex Chambers of Commerce and Industry in countries or independent economies of Asia and the Western Pacific, which are the lead nonprofit organizations of the interests they represent in their respective countries or independent economies. For purposes of recognition by the Confederation, an apex Chamber of Commerce and Industry, hereinafter referred to as Primary Member, shall be an association representing a cross-section of the economic forces of a country or independent economy. Primary Members shall be entitled to all rights and privileges pertaining to membership.
3. More than one Primary Member may be accepted from each country or independent economy. However, acceptance of a second or third Primary Member shall be determined by the Council based on an agreed set of criteria and only with the approval of the first Primary Member.
4. Affiliate Members shall be the Chambers of Commerce and Industry and business associations in countries or independent economies of the region, other than Primary Members. An application for Affiliate Membership shall be sponsored by a Primary Member in its country.
5. Special Members shall be business enterprises and individuals supporting the objectives and purposes of the Confederation.
6. Only Primary Members shall be entitled to vote at elections or on other matters at meetings. Affiliate and Special Members shall have no voting rights.
7. In addition to the three categories of Members enumerated in Clause 1, bi-national and sub-regional Chambers of Commerce and Industry, as well as other business associations in the region may be admitted into the membership of the Confederation.
8. Primary Members shall periodically submit to the Secretariat of the Confederation a report of their respective activities, particularly in relation to their association with the work of the Confederation.

ARTICLE III

MEMBERSHIP FEE

1. The annual membership fee payable by each member shall be determined by the Council from time to time.
2. The annual membership fee shall be remitted by the Member to the Secretariat either in full or in two installments. If in full, remittance shall be made on or before January 31; if in installments, the first installment shall be made on or before January 31, and the other half on or before July 31 of the same year.
3. The financial year of Confederation shall run from January 1 to December 31.

ARTICLE IV

TERMINATION OF MEMBERSHIP

1. Any Member may terminate its membership in the Confederation provided that the membership fee for the current financial year in which the resignation is submitted is fully paid.
2. The Council, upon its own authority, may terminate the membership of any member, provided that:
 - a) such termination of membership, in the opinion of three-fourths of all Primary Members of the Council, shall be in the best interests of the Confederation;
 - b) such a decision of the Council shall be taken only after having given the Member at least sixty (60) days notice;
 - c) such termination of membership shall take effect sixty (60) days after the date of the meeting of the Council in which the decision was taken;
 - d) official notice of the termination of membership shall be forwarded to the Member;
 - e) the annual membership fee paid by the member for the current financial year shall be refunded in a proportionate amount, calculated from the date of the decision by the Council to the end of the financial year (or December 31).
3.
 - a) Within thirty (30) days after the member has received official notification of termination of membership, an appeal may be filed by the Member to the Council through the Secretariat.
 - b) Any such appeal, when duly filed, shall be placed in the agenda and considered at the next meeting of the Council: provided that the appeal has been accompanied by payment of a sum equal to the membership fee which would be otherwise payable up to the date of the next meeting of the Council.
 - c) Pending decision with reference to the appeal, the decision of the Council to terminate membership shall be suspended. All rights and privileges of the Member shall likewise be suspended.

- d) The Member shall be notified promptly of the final decision of the Council. If the Council finally decides to terminate the membership, the name of such Member shall be immediately removed from the Roster of Members; and no refund of the membership fee shall be made.

ARTICLE V

COUNCIL

1. There shall be a Council which shall be the governing body of the Confederation: composed of the presidents and/or representatives of the Primary Members of the Confederation and the incumbent president of the Confederation: provided that each Primary Member shall have no more than five (5) representatives to the Council, except as allowed in Section 2 of Article VI.
2. Each country or independent economy will have the same number of votes as the country or independent economy having the highest number of Primary Members. In such a case, each Primary Member from a country with two Primary Members will have one vote each, while the Primary Member from a country with only one Primary Member will have two votes. If a country or independent economy has three Primary Members, and no other country has more than three Primary Members, all the other countries or independent economies will also be entitled to three votes each, regardless of the number of Primary Members they may have. In such a case, in a country or independent economy with only one Primary Member, that Primary Member will carry the three votes, while each Primary Member from a country or independent economy with three Primary Members will have one vote each. In case there are only two Primary Members, the first one accepted by CACCI as Primary Member gets the two votes, and the other one gets only one vote. All other cases on voting rights not falling under any of the foregoing will be referred to the Council for resolution on a most equitable basis. The Primary Member from a country or independent economy which first joined CACCI shall always have priority in matters of voting rights and shall cast the deciding vote in case of a tie among the votes within the country or independent economy.
3. The Council shall administer the affairs of the Confederation, pursue its objectives, further its policies, and promulgate rules and regulations in harmony with these Constitution and By-Laws.
4. The Council shall have the powers to:
 - a) accept, reject, modify or terminate membership;
 - b) receive suggestions from Members on subjects or activities for consideration by the Council;
 - c) resolve any question relative to the interpretation of these Constitution and By-Laws;
 - d) fix the date, place, and agenda of the meetings of the Council;
 - e) adopt the Rules of Procedures for the conduct of Conferences not inconsistent with these Constitution and By-Laws; and
 - f) create committees and other working bodies of the Confederation; and direct, review, and approve their work.

5. The Council shall determine the procedures for the conduct of its meetings. Written notice of a meeting shall be sent to each Primary Member at least thirty (30) days prior to such meeting: unless notice of meeting is waived by a majority of the Primary Members of the Council. At all meetings, a majority of the Primary Members of the Council shall constitute a quorum.
6. The Council shall meet at least once a year and at such other times and places as a majority of the Primary Members of the Council shall determine.
7. The Council may also transact business by mail ballot.
8. The Council shall elect from among the representatives or nominees of its Primary Members the following officers of the Confederation, each for a term of two years or until their successors shall have been elected:
 - a) President;
 - b) Such number of Vice Presidents as may be prescribed by the Council; and
 - c) Honorary Treasurer.

ARTICLE VI

OFFICERS

1. The President shall serve as the chief executive officer of the Confederation. He shall preside over the meetings of the Council and the Conferences. He shall supervise the operations of the Confederation and report to the Council.
2. In case of a temporary leave of absence, the President shall designate one of the Vice-Presidents to act for him and in his behalf. In the event the President shall cease to discharge his office by reason of death, resignation, removal or incapacity, the Primary Member from which he comes shall be entitled to fill the vacancy by designating another of its representatives to serve as President of the Confederation for the unexpired term.
3. At the expiration of his term of office, the President shall not be eligible for re-election to the same office for the next two (2) years except by a two-thirds majority vote of the Primary Members of the Council.
4. The Vice-Presidents shall assist the President in promoting the purposes of the Confederation.
5. The Honorary Treasurer shall be responsible for the financial affairs of the Confederation.
6. In the event of a vacancy of a position other than that of the President, the Primary Member elected to name its designee to the position, may name another designee to fill the same position for the unexpired term.
7. A Director-General shall be appointed by the President and confirmed by the Council for a tenure of two (2) years, subject to renewals or extensions. He shall be the administrative officer of the Confederation, responsible to the President and the Council for the operations of the Secretariat.

8. A Deputy Director-General shall be appointed by the President and confirmed by the Council for a tenure of two (2) years, subject to renewals or extensions. He shall assist in carrying out the responsibilities of the Director-General.

ARTICLE VII

ADVISORY BOARD

1. There shall be an Advisory Board whose membership shall be composed of Past Presidents of the Confederation. Each of the Past Presidents shall signify their acceptance of membership in writing. The members of the Advisory Board shall elect from among themselves a Chairman.
2. The incumbent President of the Confederation shall be an ex-officio member of the Advisory Board.
3. The Advisory Board shall suggest measures for the improvement of the Confederation and its structure: offer solutions to problems whenever they arise: and give advice on matters where such is sought by the officers of the Confederation.
4. The attendance of a majority of the members of the Advisory Board at a meeting shall form the basis for the Advisory Board to perform its functions.
5. Should the Advisory Board be unable to convene a meeting, the opinions and/or recommendations of its members on any matter shall be solicited by referendum.
6. The concurring opinions and/or recommendations of at least three (3) members of the Advisory Board at a meeting, and/or at least three (3) members of the Advisory Board responding to consultations by referendum, shall constitute or represent the official position of the Advisory Board.

ARTICLE VIII

BUDGET COMMISSION

1. There shall be a Budget Commission which shall be responsible for preparing and presenting the Annual Budget of the Confederation, reviewing the income and expenditures, and formulating ways and means of providing the financial requirements of the Confederation. The Budget Commission shall submit its conclusions and recommendations to the Council for approval.
2. The Budget Commission shall be composed of a chairman and two or more members elected by the Council. The Honorary Treasurer and Director-General shall automatically serve as ex-officio members of the Budget Commission.

ARTICLE IX

SECRETARIAT

1. The permanent Secretariat of the Confederation shall be located in Taipei, Taiwan.
2. The Secretariat shall be headed by a Director-General who will be assisted by a Deputy Director-General, both of whom shall be appointed by the President and confirmed by the Council. The Director-General and the Deputy Director-General shall manage the daily operations of the Confederation and fulfill all the duties assigned to them by the President and the Council.
3. The Secretariat shall implement the instructions and decisions of the President and the Council; prepare studies of items in the agenda; and. In general, undertake the work involved in accomplishing the objectives and purposes of the Confederation.
4. The Secretariat shall be provided with a necessary Staff appointed by the Director-General and approved by the President.

ARTICLE X

CONFERENCE AND SPECIAL GENERAL MEETING

1. The Confederation shall meet in a Conference of all Members once every year at a place and on a date to be decided upon by the Council in consultation with the host Chamber. Notice of the Conference shall be given by the Secretariat of the Confederation to all Members at least three (3) months in advance.
2. A Special General Meeting of all members may also be held at anytime on the written request of 10 Primary Members and upon three-month advance notice to all Primary Members.
3. The agenda for a Conference or Special General Meeting shall be determined by the Council and distributed to all Members not later than two (2) months before the date of the Conference, but any item of regional importance may be accepted by the Council for discussion at the Conference without previous notice.
4. All Members of the Confederation may send delegates to the Conference or Special General Meeting. The voting delegates, however, shall be the representatives of Primary Members of the Confederation. A quorum shall exist if there are delegates, with the right to vote, registered by at least two-thirds of the Primary Members.
5. Governments of countries or independent economies which have Primary Members represented in the Confederation - as well as representatives of non-member chambers and business associations, international and regional bodies, and those concerned with the objectives and purposes of the Confederation -- may be invited by the Council, the President, and/or the host Chamber to send observers to a Conference.

6. The Conference or Special General Meeting shall take cognizance of the work of the Council and express its opinions, comments, and recommendations on any question submitted to it by the Council. The Conference or Special General Meeting may suggest new subjects for examination by the Council.
7. Resolutions of the Conference or Special General Meeting shall be adopted only by a majority vote of the voting delegates present at the meeting. In case of a tie, the President of the Confederation, or his alternate, shall cast the deciding vote. Any Primary Member can declare its opposition to a majority vote, or its abstention, and have its opposition or abstention recorded in the proceedings.
8. The records of all Conferences or Special General Meetings, and meetings of the Council and the Committees shall be deposited at the Secretariat of the Confederation. English shall be used as the official language in the official records of all meetings of the Confederation.
9. After the close of Conference or Special General Meeting, the Secretariat of the Confederation shall transmit to all members the summary of proceedings and adopted resolutions at the earliest possible time.

ARTICLE XI

AMENDMENTS

These Constitution and By-Laws may be amended, altered or repealed - in whole or in part - by a vote of two-thirds of the Primary Members present at the Conference or Special General Meeting called for such a purpose, after due notice. Any amendment, alteration or repeal shall take effect upon approval by the Primary Members; unless its date of effectivity is so specified in the amendment, alteration or repeal itself.

ARTICLE XII

DISSOLUTION

1. A motion to dissolve the Confederation can only be placed in the agenda of a meeting of the Conference or Special General Meeting, signed by at least one-half of the Primary Members.
2. If the Conference or Special General Meeting decides to consider a motion for dissolution, it shall be placed in the agenda of the next meeting of the Conference or Special General Meeting. No decision to dissolve the Confederation shall be taken unless three-fourths of the Primary Members are present, and unless the motion is voted for by two-thirds of the Primary Members present.
3. In the event of the dissolution of the Confederation being decided upon, the liquidation of the net assets of the Confederation, if any, shall be entrusted to the Council then in office with power to delegate this duty.