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CFCFA Annual Meeting
1-3 September 2014

Articles of Incorporation and Constitution and Rules of Procedure

Urumqi, XUAR, People's Republic of China

Articles of Incorporation and CFCFA Constitution

- Two different documents
 - 1 formal: CAREC Federation of Carrier and Forwarder Associations Limited
 - Secretary is Liau, Ho & Chan Solicitors & Notaries, in HK
 - 1 informal: CFCFA Constitution and Rules of Procedure
 - CFCFA Secretariat headed by a Secretary, elected
 - How to harmonize?
 - Adopt relevant sections
 - Retain two for different purposes
 - Consider organizational capability
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How to harmonize?

- E.g., sections in the “Articles of Incorporation” not in the “Constitution”
 - (2) number of members of CFCFA not more than 50
 - (29) Executive Board term of one year and shall be eligible for re-election for the immediate succeeding term
 - E.g., sections in the “Constitution” not in the “Articles of Incorporation”
 - Purpose and Objective; Membership procedure; Bodies and Functions
 - Finance and resources, admission fee and subscription
 - E.g., difference
 - Articles (17) No business shall be transacted at any general meeting unless a quorum of members is present. . . two members present in person or by proxy shall be a quorum
 - Constitution (10) General assembly shall be deemed competent if more than 60% of the Active Members are present
 - E.g., same: at least 60% of Executive Board to constitute a quorum (Const. [15] and Art. [39])
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Annual Incorporation Requirements

(Companies Registry & Internal Revenue Department)

- Business registration fee
 - Annual return
 - Appointment and engagement of auditor
 - Annual General Meeting
 - Notice of Meeting, Executive Board Resolution, Members Resolution
 - Resolution for new Executive Board and written consent for their appointment to be registered
 - Profit tax return
 - Employer's return and remuneration and pension
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Amending the CFCFA Constitution and Rules of Procedure

- Term limits
 - Membership requirements and application form
 - Membership fee
 - Fiscal year
 - cfcfa.net
 - e-commerce, e-transactions
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Reference documents distributed:

- 1. Articles of Incorporation of the CFCFA Limited**
- 2. CFCFA Constitution and Rules of Procedure**

For more information:

- 3. HK Incorporation: <http://www.cr.gov.hk/en/public/services.htm>**