

**THE CONSTITUTION
OF**

**DEEPWATER AND DISTRICTS
COMMUNITY F.M. RADIO
(INC)**

As Amended November 2004

**THE CONSTITUTION OF
DEEPWATER AND DISTRICTS COMMUNITY F.M. RADIO INCORPORATED.**

PREAMBLE

1. 1.1 The association shall seek to establish an F.M. community radio station for the purpose of broadcasting programs of particular interest to the residents of the greater New England Region of New South Wales. The contents of such programs being determined, through the association, by the aforementioned peoples.
- 1.2 The association shall maintain and operate the station to the standards of Community Broadcasting best practices and in compliance with all relevant Federal, State and Local government laws.
- 2 2.1.The association shall be incorporated with the New South Wales Department of Fair Trading as a non-profit association.
- 2.2The rules of this constitution shall come into force on and from the date of incorporation.
- 2.3The registered office of the association shall not be located outside the town of Glen Innes or the village of Deepwater or their immediate surrounds.

PART I – PRELIMINARY

1. DEFINITIONS.

1.1 In these rules :

ordinary member means a financial member of the Deepwater and Districts Community F.M. Radio Inc who is not an office bearer of the association, as referred to in rule 14 (a)

Secretary means:

- the person holding office under these rules as secretary of the association ; or
- If no such person holds that office – the public officer of the association.

1.2In these rules :

- A reference to a function includes a reference to a power, authority and duty: and
- A reference to the exercise of a function includes, if the function is a duty, a reference to the performance of the duty.

1.3The provisions of the Interpretation Act 1987 apply to and in respect of these rules in the same manner as those provisions would so apply if these rules were an instrument made under the Act.

PART II – MEMBERSHIP

2 MEMBERSHIP QUALIFICATIONS

2.1 An applicant for membership shall not need to be nominated; and

2.2 An applicant, being a natural person residing in the greater New England Region of New South Wales, and having furnished a signed application form and the prescribed dues and membership fees being tendered therewith: and as qualified in 2.2.1 and 2.2.2 below shall be eligible for membership subject to endorsement by the committee or a full meeting of the association.

2.2.1 **Ordinary members** shall be persons who have been accepted in accordance with 2.2

2.2.2 **Junior members** shall be persons who have attained the age of not less than fourteen years and not the age of eighteen years. His or her application form shall be signed by themselves and counter-signed by one of his/her parents or legal guardian who have been accepted in accordance with 2.2.

2.2.3 **Associate members** shall be persons who wish to support the radio station who may be ineligible for membership by being out of area or for other reasons may not wish to become full members who have been accepted in accordance with 2.2..

2.3 Upon acceptance of membership and payment of all prescribed dues and membership fees the secretary must, when practicable, but not more than twenty-eight days thereafter, enter the applicant's name and address in the register of members.

3. DATE OF COMMENCEMENT OF MEMBERSHIP

3.1 An applicant's membership shall commence on and from the date shown on his or her receipt for payment of all prescribed dues and membership fees, and shall be renewable at the end of each financial year

3.2 The committee may pro-rata all prescribed dues and membership fees for late applicants.

3.3 Production by a member of a receipt for payment of all prescribed dues and subscription fees, and showing a date of issue falling within the same financial year, shall be sufficient proof of current membership for that financial year unless the association has declined membership.

4. CESSATION OF MEMBERSHIP

A person ceases to be a member of the association if the person :

- Dies
- Resigns membership
- Is expelled from the association
- Becomes unfinancial by way of failing to pay all prescribed dues and subscription fees on or before the due date of renewing membership.

5. MEMBERSHIP ENTITLEMENTS ARE NOT TRANSFERABLE

A right, privilege or obligation which a person has by reason of being a member of the association:

- Is not capable of being transferred or transmitted to another person; and
- Terminates on cessation of the person's membership

6. RESIGNATION OF MEMBERSHIP

- 6.1 A member of the association is not entitled to resign that membership except in accordance with this rule.
- 6.2 A member of the association who has paid all amounts payable by the member to the association in respect of the member's membership may resign from membership of the association by first giving to the secretary written notice of at least one month (or such other period as the committee may determine) of the member's intention to resign and, on the expiration of the period of notice, the member ceases to be a member.
- 6.3 If a member of the association ceases to be a member under clause 6.2, and in every other case where a member ceases to hold membership, the secretary must make an appropriate entry in the register of members recording the date on which the member ceased to be a member.

7. REGISTER OF MEMBERS

- 7.1 The public officer of the association must establish and maintain a register of members of the association specifying the name and address of each person who is a member of the association together with the date on which the person became a member.
- 7.2 The register of members must be kept at the principal place of administration of the association and must be open for inspection free of charge, by any member of the association at a mutually convenient time, respecting the privacy of other members.

8. THE RIGHTS OF MEMBERS

- 8.1 Ordinary members shall not be restricted in the matters hereafter mentioned, excepting as is further prescribed: -
 - 8.1.1 To nominate other ordinary members to hold office or fill a position on the committee, excepting that an ordinary member shall not nominate a junior member to fill the junior member's position on the committee as prescribed in 15.1.3 to 15.1.5., and
 - 8.1.2 To elect any nominee to hold office or to fill a position on the committee; and
 - 8.1.3 To accept nomination to hold office or to fill a position on the committee; and
 - 8.1.4 To move or second motions at any given meeting of the association: and
 - 8.1.5 To move an amendment to any motion before any given meeting of the association, excepting that such amendment shall not negate the motion to which it is addressed; and
 - 8.1.6 To speak to any matter before any given meeting of the association for a period of not more than three minutes; and
 - 8.1.7 Notwithstanding sub-rule 8.1.6 above, the mover of a motion shall have the right to speak to the motion for a period of not more than five minutes and further thereto shall have the "right of reply"; and
 - 8.1.8 To vote on any matter before any given meeting of the association.
- 8.2.1 Junior members shall have the right to nominate other junior members to fill the junior member's position on the committee; and

- 8.2.2 To accept nomination to fill the junior member's position on the committee; and
- 8.2.3 Shall have the right to exercise all the rights of an ordinary member as prescribed in rule 8.1.1 to 8.1.8 inclusively, excepting that a junior member shall not hold office.
- 8.3 Associate members have the right to receive any correspondence as would be normally sent to members, speak to any matters or raise matters in accordance with 8.1.6, but not the right to vote, hold office, or move motions.
- 8.4.1 A nominee for an office or a position on the committee shall not be an undischarged bankrupt; and
- 8.4.2 A nominee for an office or a position on the committee shall not be a person convicted of a felony in any given jurisdiction of the Commonwealth of Australia and its Territories, of which the sentence therefore has not been expiated for a period of more than three years.
- 8.4.3 A nominee for an office or a position on the committee may be required to consent to a "Working with Children" check if at any time they may have contact with junior members.

9. FEES AND SUBSCRIPTIONS

- 9.1 A member of the association must, on admission to membership pay to the association a joining fee which is to be determined by the committee annually.
- 9.2 In addition to the joining fee, a member of the association must pay to the association an annual membership fee which is to be determined by the committee annually:
- 9.3 Where a new member is accepted prior to July 1 in each calendar year, half the annual membership fee may be paid, or other amount as determined by the committee.
- 9.4 If a new member joins after July 1 in any calendar year, or when rejoining in subsequent calendar years, the full annual fee should be paid on or before July 1 each year.

10. MEMBERS' LIABILITIES

- 10.1 The liability of a member of the association to contribute towards the payment of the debts and liabilities of the association of the costs, charges and expenses of the winding up of the association is limited to the amount, if any, unpaid by the member in respect of membership of the association as required by rule 9.1 to 9.4. inclusive.
- 10.2 Junior members shall not be liable for any part of a debt incurred by the association.

11. RESOLUTION OF INTERNAL DISPUTES

- 11.1 The members in dispute may choose an arbiter mutually agreeable to all parties, to seek a resolution of same.
- 11.2 In the event that the dispute is unresolved by implementing the provisions of 11.1, then the matter should (if not a personal issue requiring privacy), then the

matter should be referred to the committee, initially then to a full meeting if resolution has still not been reached.

- 11.3 Disputes between members (in their capacity as members) of the association, and disputes between members and the association, upon failure of provisions 11.1 and 11.2 above, are to be referred to a community justice center for mediation in accordance with the Community Justice Centres Act 1983.

12. DISCIPLINING OF MEMBERS

- 12.1 A complaint may be made by any member of the association that some other member of the association:
- 12.1.1 has persistently refused or neglected to comply with a provision of these rules or the Policies and Procedures; or
 - 12.1.2 Has persistently and willfully acted in a manner prejudicial to the interests of the association.
- 12.2 On receiving such a complaint, the committee shall deal with it as is prescribed in the in sub-rules 12.2.1 to 12.2.3 inclusively, excepting for complaints against junior members as is prescribed in sub-rule 12.2.4:
- 12.2.1 Must cause notice of the complaint to be served on the member concerned' and
 - 12.2.2 Must give the member at least 14 days from the time the notice is served within which to make submissions to the committee in connection with the complaint; and
 - 12.2.3 Must take into consideration any submissions made by the member in connection with the complaint.
- 12.2.4.i The committee shall on receipt of a complaint against a junior member cause notice of the complaint to be served on the junior member and concurrently therewith a copy of the notice must be served on one of the junior member's parents or legal guardians; and
 - 12.2.4.ii After complying with the prescriptions of 12.2.4.i, the committee may implement the prescriptions of rules 12.2.2 to 12.5.2 inclusive, and must implement the provisions of 12.2.4.iii.
 - 12.2.4.iii A junior member shall at all times be represented by a parent or legal guardian at any given disciplinary hearing of which he or she is the subject.
- 12.3 The committee may, by resolution, expel the member from the association or suspend the member from membership of the association if, after considering the complaint and any submissions made in connection with the complaint, it is satisfied that the facts alleged in the complaint have been proved, or that the conduct of the individual could bring the association into disrepute.
- 12.4 If the committee expels or suspends a member, the secretary must, within 7 days after the action is taken, cause written notice to be given to the member of the action taken, of the reasons given by the committee for having taken that action and of the member's right of appeal under rule 13.
- 12.5 The expulsion or suspension does not take effect:

- Until the expiration of the period within which the member is entitled to appeal against the resolution concerned or
- If within that period the member exercises the right of appeal, unless and until the association confirms the resolution under rule 12.4, whichever is the later.

13. RIGHT OF APPEAL OF A DISCIPLINED MEMBER

- 13.1 A member may appeal to the association in a general meeting against a resolution of the committee under rule 12, within 14 days after notice of the resolution is served on the member by lodging with the secretary a notice to that effect.
- 13.2 The notice may, but need not, be accompanied by a statement of the grounds on which the member intends to rely for the purposes of the appeal.
- 13.3 On receipt of a notice from a member under clause 13.1, the secretary must notify the committee which is to convene a general meeting of the association to be held within 28 days after the date on which the secretary received the notice.
- 13.4 At a general meeting of the association convened under clause 13.3:
- 13.4.1 No business other than the question of the appeal is to be transacted; and
- 13.4.2 The committee and the member must be given the opportunity to state their respective cases orally or in writing or both; and
- 13.4.3 The members present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
- 13.4.4 A junior member shall at all times be represented by a parent or legal guardian at any given appeal hearing of the association of which he or she is the subject.
- 13.5 If at the general meeting the association passes a special resolution in favour of the confirmation of the resolution, the resolution is confirmed.

PART III – THE COMMITTEE

14. POWERS OF THE COMMITTEE

14. The committee is to be called the committee of management of the association and, subject to the Act, the Regulation, these rules and the Policy and Procedures and to any resolution passed by the association in general meeting:
- 14.1 Is to control and manage the affairs of the association; and
- 14.2 May exercise all such functions as may be exercised by the association, other than those functions that are required by these rules to be exercised by a general meeting of members of the association: and
- 14.3 Has power to perform all such acts and do all such things as appear to the committee to be necessary or desirable for the proper management of the affairs of the association.

15. CONSTITUTION AND MEMBERSHIP

- 15.1 Subject in the case of the first members of the committee to section 21 of the Act, the committee is to consist of:
- 15.1.1 The office bearers of the association; and

- 15.1.2 Four ordinary members, each of whom is to be elected at the general meeting of the association under Rule 16; and
- 15.1.3 Not more than one junior member provided a junior member is elected thereto.
- 15.1.4 The junior member of the committee shall exercise the same rights and privileges of an ordinary member of the committee, excepting the junior member of the committee shall not hold office on the committee.
- 15.1.5 Failure to fill the junior member's position on the committee shall not invalidate the committee.
- 15.2 The office bearers of the association are to be:
- The president
 - The vice presidents (two positions, preferably one at Deepwater and one at Glen Innes)
 - The secretary and
 - Assistant Secretary (preferably in the other location than the Secretary).
 - Other positions may be voted on at the AGM as deemed necessary by the out-going committee (for example Programming Coordinator, Sponsorship Coordinator) but these may not necessarily be committee members or may be coopted into the committee by a vote at a general meeting, and may be reversed in the same way..
- 15.3 All committee positions are declared vacant at the commencement of the AGM, other than the president's position which is handed over after the elections. All serving committee members are eligible to stand for re-election.
- 15.4 In the event of a casual vacancy occurring in the membership of the committee, the committee may appoint a member of the association to fill the vacancy and the member so appointed is to hold office, subject to these rules, until the commencement of the annual general meeting following the appointment.

16. ELECTION OF MEMBERS

- 16.1 Nominations of candidates for election as office-bearers of the association or as Ordinary members of the committee:
- Must be made in writing, signed by 2 members of the association and accompanied by the written consent of the candidate (which may be endorsed on the form of the nomination); and
 - Must be delivered to the secretary of the association at least 7 days before the date fixed for the holding of the annual general meeting at which the election is to take place.
- 16.2 If insufficient nominations are received to fill all vacancies on the committee, the candidates nominated are taken to be elected and further nominations are to be received at the annual general meeting.
- 16.3 If insufficient further nominations are received, any vacant positions remaining on the committee are taken to be casual vacancies.
- 16.4 If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated are taken to be elected.

- 16.5 If the number of nominations received exceeds the number of vacancies to be filled, a ballot is to be held.
- 16.6 The ballot for the election of office-bearers and ordinary members of the committee is to be conducted at the annual general meeting in such usual and proper manner as the committee may direct.

17. SECRETARY

- 17.1 The secretary of the association must, as soon as practicable after being appointed as secretary, lodge notice with the The Department of Fair Trading and the CBAA of his or her address.
- 17.2 It is the duty of the secretary to keep minutes of:
- 17.2.1 All appointments of office-bearers and members of the committee
 - 17.2.2 The names of all members of the committee present at a committee meeting or a general meeting; and
 - 17.2.3 All proceedings at committee meetings and general meetings.
- 17.3 Minutes of proceedings at a meeting must be signed by the chairperson of the meeting or by the chairperson at the subsequent meeting.

18. TREASURER

It is the duty of the treasurer of the association to ensure:

- 18.1 that all money due to the association is collected and received and that all payments authorized by the association are made; and
- 18.2 That the correct books and accounts are kept showing the financial affairs of the association, including full details of all receipts and expenditure connected with the activities of the association.

19. CASUAL VACANCIES

For the purpose of these rules, a casual vacancy in the office of a member of the committee occurs if the member:

- 19.1 dies; or
- 19.2 ceases to be a member of the association; or
- 19.3 becomes an insolvent under administration within the meaning of the Corporations Law; or
- 19.4 resigns office by notice in writing given to the secretary; or
- 19.5 is removed from office under rule 20; or
- 19.6 becomes a mentally incapacitated person; or
- 19.7 Is absent without the consent of the committee from all meetings of the committee held during a period of 6 months.

20. REMOVAL OF MEMBER

- 20.1 The association in general meeting may by resolution remove any member of the committee from the office of committee member before the expiration of the member's term of office and may by resolution appoint another person to hold office until the expiration of the term of office of the member so removed.

- 20.2 If a member of the committee to whom a proposed resolution referred to in clause 20.1 relates makes representations in writing to the secretary or president (not exceeding a reasonable length) and requests that the representations be notified to the members of the association, the secretary or the president may send a copy of the representations to each member of the association, or, if the representations are not so sent, the member is entitled to require that the representations be read out at the meeting at which the resolution is considered.

21. MEETINGS AND QUORUM

- 21.1 The committee must meet at least three times in each period of 12 months at such place and time as the committee may determine.
- 21.2 Additional meetings of the committee may be convened by the president or by any member of the committee.
- 21.3 Oral or written notice of a meeting of the committee must be given by the secretary to each member of the committee at least 48 hours (or such other period as may be unanimously agreed on by the members of the committee) prior to the starting time of the meeting.
- 21.4 Notice of a meeting given under clause 21.3 must specify the general nature of the business to be transacted at the meeting and no business other than that business is to be transacted at the meeting, except business which the committee members present at the meeting unanimously agree to treat as urgent business.
- 21.5 Any 3 members of the committee constitute a quorum for the transaction of the business of a meeting of the committee.
- 21.6 No business is to be transacted by the committee unless a quorum is present and if, within half an hour of the time appointed for the meeting, a quorum is not present, the meeting is to stand adjourned to the same place and at the same hour of the same day of the following week. The committee may by consensus change the time to one more appropriate to its members.
- 21.7 If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the meeting is to be dissolved.
- 21.8 At a meeting of the committee:
- The president or, in the president's absence, the vice-president is to preside; or
 - If the president and the vice-president are absent or unwilling to act, such one of the remaining members of the committee as may be chosen by the members present at the meeting is to preside.

22. DELEGATION BY COMMITTEE TO SUB-COMMITTEE

- 22.1 The committee may, by instrument in writing, delegate to one or more subcommittees (consisting of such member or members of the association as the committee thinks fit) the exercise of such of the functions of the committee as are specified in the instrument other than:
- This power of delegation; and

- A function which is a duty imposed on the committee by the Act or by any other law.
- 22.2 A function, the exercise of which, has been delegated to a sub-committee under this rule may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of the delegation.
- 22.3 A delegation under this section may be made subject to such conditions or limitations as to the exercise of any function, or as to time or circumstances, as may be specified in the instrument of the delegation.
- 22.4 Despite any delegation under this rule, the committee may continue to exercise any function delegated.
- 22.5 Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under this rule has the same force and effect as it would have if it had been done or suffered by the committee.
- 22.6 The committee may, by instrument in writing, revoke wholly or in part, any delegation under this rule.
- 22.7 A subcommittee may meet and adjourn as it thinks proper.

23. VOTING AND DECISIONS

- 23.1 Questions arising at a meeting of the committee or of any sub-committee appointed by the committee are to be determined by a majority of the votes of members of the committee or sub-committee present at the meeting.
- 23.2 Each member present at a meeting of the committee or of any sub-committee appointed by the committee (including the person presiding at the meeting) is entitled to one vote, but in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
- 23.3 Subject to rule 21.5, the committee may act despite any vacancy on the committee
- 23.4 Any act or thing done or suffered, or purporting to have been done or suffered, by the committee or by a sub-committee appointed by the committee, is valid and effectual despite any defect that may afterwards be discovered in the appointment or qualification of any member of the committee or sub-committee.

PART IV – GENERAL MEETINGS

24. ANNUAL GENERAL MEETINGS – HOLDING OF

- 24.1 With the exception of the first annual general meeting of the association, the association must, at least once in each calendar year and within the period of 6 months after the expiration of each financial year of the association, convene an annual general meeting of its members.
- 24.2 Clause 24.1 have effect subject to any extension or permission granted by the Commissioner under section 26(3) of the Act

25. ANNUAL GENERAL MEETING – CALLING OF AND BUSINESS AT

- 25.1 The annual general meeting of the association is, subject to the Act and to Rule 24, to be convened on such date and at such a place and time as the committee thinks fit.
- 25.2 In addition to any other business which may be transacted at an annual general meeting, the business of an annual general meeting is to include the following:
 - 25.2.1 To confirm the minutes of the preceding annual general meeting and of any special general meeting held since that meeting.;
 - 25.2.2 to receive from the committee reports on the activities of the association during the preceding financial year;
 - 25.2.3 to elect office-bearers of the association and ordinary members of the committee;
 - 25.2.4 to receive and consider the statement which is required to be submitted to members under section 26(6) of the Act
- 25.3 An annual general meeting must be specified as such in the notice convening it.

26 SPECIAL GENERAL MEETINGS – CALLING OF

- 26.1 The committee may, whenever it thinks fit, convene a special general meeting of the association.
- 26.2 The committee must, on the request in writing of at least 5 percent of the total number of members, convene a special general meeting of the association
- 26.3 A request of members for a special general meeting:
 - 26.3.1 must state the purpose or purposes of the meeting; and
 - 26.3.2 must be signed by the members making the request; and
 - 26.3.3 must be lodged with the secretary; and
 - 26.3.4 may consist of several documents in a similar form, each signed by one or more of the members making the request
- 26.4 If the committee fails to convene a special general meeting to be held within 1 month after that date on which a requisition of members for the meeting is lodged with the secretary, any one or more of the members who made the request may convene a special general meeting to be held not later than three months after that date.
- 26.5 A special general meeting convened by a member or members as referred to in clause 26.4, must be convened as nearly as is practicable in the same manner as general meetings are convened by the committee and any member who consequently incurs expense is entitled to be reimbursed by the association for any expense so incurred.

27. NOTICE

- 27.1 Except if the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the association, the secretary must, at least 14 days before the date fixed for the holding of the general meeting, cause to be sent by pre-paid post to each member at the member's address appearing in the register of members, a notice specifying the place, date and time of the

- meeting and the nature of the business proposed to be transacted at the meeting.
- 27.2 If the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the association, the secretary must, at least 21 days before the date fixed for the holding of the general meeting cause notice to be sent to each member in the manner provided in clause 27.1, specifying in addition to the matter required under clause 27.1, the intention to propose the resolution as a special resolution.
- 27.3 No business other than that specified in the notice convening a general meeting is to be transacted at the meeting except, in the case of an annual general meeting, business which may be transacted under rule 25.2.
- 27.4 A member desiring to bring any business before a general meeting may give notice in writing of that business to the secretary who must include that business in the next notice calling a general meeting given after receipt of the notice from the member.

28. PROCEDURE

- 28.1 No item of business is to be transacted at a general meeting unless a quorum of members entitled under these rules to vote is present during the time the meeting is considering that item.
- 28.2 Five members present in person (being members entitled under these rules to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.
- 28.3 If within half an hour after the appointed time for the commencement of a general meeting, a quorum is not present, the meeting:
- 28.3.1 if convened on the requisition of members, is to be dissolved; and
- 28.3.2 In any other case, is to stand adjourned to a time which is more suitable to the majority of members. The person presiding at the time of the meeting may inform members, or may be communicated by written notice to members before the day to which the meeting is adjourned.
- 28.4 If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present (being at least 3) is to constitute a quorum.

29. PRESIDING MEMBER

- 29.1 The president or, in the president's absence, the vice president, is to preside as chairperson at each general meeting of the association.
- 29.2 If the president and the vice president are absent or unwilling to act, the members present must elect one of their number to preside as chairperson at the meeting.

30. ADJOURNMENT

- 30.1 The chairperson of a general meeting at which a quorum is present may, with the consent of the majority of members present at the meeting, adjourn the meeting from time to time and place to place, but no business is to be

transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.

- 30.2 If a general meeting is adjourned for 14 days or more, the secretary must give written or oral notice of the adjourned meeting to each member of the association, stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
- 30.3 Except as provided in clauses 30.1 and 30.2, notice of an adjournment of a general meeting or of the business to be transacted at an adjourned meeting is not required to be given.

31. MAKING OF DECISIONS

- 31.1 A question arising at a general meeting of the association is to be determined on a show of hands and, unless before or on the declaration of the show of hands a poll is demanded, a declaration by the chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, or an entry to that effect in the minute book of the association, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.
- 31.2 At a general meeting of the association, a poll may be demanded by the chairperson or by at least three members present in person or by proxy at the meeting.
- 31.3 If a poll is demanded at a general meeting, the poll must be taken:
 - 31.3.1 Immediately in the case of a poll which relates to the election of the chairperson of the meeting or to the question of an adjournment; or
 - 31.3.2 in any other case, in such manner and at such time before the close of the meeting as the chairperson directs.And the resolution of the poll on the matter is taken to be the resolution of the meeting on that matter.

32. SPECIAL RESOLUTION

A resolution of the association is a special resolution:

- 32.1 If it is passed by a majority which comprises at least three-quarters of such members of the association as, being entitled under these rules so to do, vote in person or by proxy at a general meeting of which at least 21 days written notice specifying the intention to propose the resolution as a special resolution was given in accordance with these rules; or
- 32.2 Where it is made to appear to the Commissioner that it is not practicable for the resolution to be passed in the manner specified in 32.1, if the resolution is passed in a manner specified by the Commissioner.

33. VOTING

- 33.1 On any question arising at a general meeting of the association, a member has one vote only.
- 33.2.1 A member may exercise the right to vote by proxy as is prescribed in subrules 33.2.2 to 33.2.9 inclusively

- 33.2.2 A written notice of appointment of a proxy shall be given to the secretary in a sealed envelope; and
- 33.2.3 The notice shall be signed by the member appointing a proxy and the nominated proxy must countersign the notice whereby agreeing to act as a proxy in the matter specified within the notice; and
- 33.2.4 The notice must be into the hand of the secretary not less than 14 days prior to the date set down to decide the matter specified therein; and
- 33.2.5 The matter to be voted on by proxy must be specified within the notice; and
- 33.2.6 The member appointing a proxy shall advise within the notice his or her voting intention with respect to the matter specified therein; and
- 33.2.7 The secretary shall not open any notification of a proxy vote until the date set down for the matter to be decided; and
- 33.2.8 The secretary shall record in the minutes the voting choice of each proxy; And
- 33.2.9 Any member may vote by proxy on more than one matter to be decided at any given meeting of the association provided that each matter to be so decided by proxy is notified in a separate notice.
- 33.3 In the case of an equality of votes on a question at a general meeting, the chairperson of the meeting is entitled to exercise a second or casting vote.
- 33.4 A member or proxy is not entitled to vote at any general meeting of the association unless all prescribed dues and fees payable by the member to the association have been paid.

34. APPOINTMENT OF PROXIES

The appointment of proxies shall be as prescribed in rule 33.2 above.

PART IV – MISCELLANEOUS

35. INSURANCE

- 35.1 The association must effect and maintain insurance under section 44 of the Act.
- 35.2 In addition to the insurance required under clause 35.1, the association may effect and maintain other insurance.

36. FUNDS – SOURCE

- 36.1 The funds of the association are to be derived from entrance fees and annual subscriptions of members, donations and, subject to any resolution passed by the association in general meeting, such other sources as the committee determines.
- 36.2 All money received by the association must be deposited as soon as practicable and without deduction to the credit of the association's bank account.
- 36.3 The association must, as soon as practicable after receiving any money, issue an appropriate receipt.
- 36.4 The association shall not raise funds by means of loans, excepting by a special resolution passed at a special general meeting of the association as is prescribed for same in rule 27.

37. FUNDS – MANAGEMENT

- 37.1 Subject to any resolution passed by the association in general meeting, the funds of the association are to be used in the pursuance of the objectives of the association in such manner as the committee determines.
- 37.2 All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by any 2 of four members of the committee or employees of the association, being members or employees authorized to do so by the committee.

38. ALTERATION OF OBJECTIVES AND RULES

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

39. COMMON SEAL

- 39.1 The common seal of the association must be kept in the custody of the public officer.
- 39.2 The common seal must not be affixed to any instrument except by the authority of the committee and the affixing of the common seal must be attested by the signatures either of two members of the committee or of one member of the committee and of the public officer or secretary.

40. CUSTODY OF BOOKS

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

41. INSPECTION OF BOOKS

The records, books and other documents of the association must be open to inspection, free of charge, by a member of the association at a mutually suitable time and subject to privacy provisions.

42. SERVICE OF NOTICES

- 42.1 For the purpose of these rules, a notice may be served by or on behalf of the association on any member either personally or by sending it by post to the member at the member's address shown in the register of members.
- 42.2 If a document is sent to a person by properly addressing, prepaying, and posting to the person, a letter containing the document, the document is, unless the contrary is proved, taken for the purposes of these rules to have been served on the person at the time at which the letter would have been delivered in the ordinary course of the post.

43. EMPLOYMENT OF STAFF

The committee may employ staff from time to time, except that such staff so employed shall not be a current member of the association, or, has ceased to be a member of the association for a period of not less than 1 year.

44. DISSOLUTION OF THE ASSOCIATION

44.1 The association shall be dissolved by: -

44.1.1 If there should occur at any time an insufficiency of finances, and/or, members to maintain and operate the radio station in a manner as is prescribed in the Preamble Clauses 1 and 2; or

44.1.2 A special general meeting of the association passes a special resolution to dissolve the association.

44.2 In the event of the dissolution of the association, the committee shall appoint a professional person or persons to act as its liquidator.

44.3 The liquidator, shall after settling up the association's affairs in every particular, divide any monies remaining therefrom as equally as is practicable between the Deepwater and Glen Innes nonreligious, non-profit community organizations, including the public schools.