

2011 RADIO GEEVESTON YOUTH INCORPORATED CONSTITUTION

1. NAME

The name of The Association shall be Radio Geeveston Youth Incorporated, trading as Huon FM. (in these rules called 'The Association')

2. ADDRESS

The office of The Association shall be at the Radio Station, 10 School Road, Geeveston, or at such other place as stated in the bylaws of The Association.

3. OBJECTS AND PURPOSES

The basic objects of The Association are as stated in the application under Section (2) of Section 7 of the act for the incorporation of The Association lodged with the registrar pursuant to that section, namely:

- To promote and foster the education, recreational and social interests of the community at large by the provision of radio broadcasts and other matters incidental thereto, including the making of an application for a license to broadcast within the Huon Valley and Kingborough Council areas in pursuance of these aims and as in the promise of performance in the license application namely:
- As licensee, the Association will direct the broadcasts of its radio station to those members of the Huon Valley and Kingborough Council areas generally and in particular to those members of the community requiring an alternative, supplementary, complementary radio service with particular emphasis on the following areas of interest: music, local new, community and current affairs, sport, arts, education, aged, youth, children's and multicultural presentations.

The Association will

- Continue to monitor its community of licence and will remain responsive to its needs
- Abide by the terms of its license, CBAA (Community Broadcasters Association of Australia) code of practice, the Broadcasting Act and any regulations thereunder.
- Respond in its programs to the needs of sectors of the community whose specific needs are not served by other media including children
- Continue to ensure that Australian content requirements are exceeded and encourage and support local artists
- Utilise the opportunity to use sponsorship as a fund-raising mechanism as required but will ensure that this does not interfere with, influence or control its programming.

4. IN ADDITION to the basic objects of The Association, the objects and purposes of The Association shall be deemed to include:

(a) *DELETED*

(b) *DELETED*

(c) *DELETED*

(d) *DELETED*

(e) *DELETED*

(f) Publications. The printing and publishing of such newspapers, periodicals, books, leaflets or other documents as the Committee or members in an Annual or Special General Meeting may think desirable for the promotion of the objects and purposes of The Association.

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(g) Borrowing Money. The borrowing and raising of money in such manner and on such terms as the Committee may think fit or as may be approved or directed by resolution passed at an Annual or Special General Meeting;

(h) DELETED

(i) DELETED

(j) DELETED

(k) DELETED

(l) DELETED

(m) Other. Any other lawful activities which will achieve the aims and objectives of the Association which has not been covered by the preceding sub-rules.

5. DISSOLUTION

Non Profit

The assets and income of The Association shall be applied solely in furtherance of its above mentioned objectives and no portion shall be distributed directly or indirectly to the members of The Association except as approved by the Committee as bona fide compensation for services or expenses incurred on behalf of The Association.

Tax Exemption

In the event of The Association being dissolved, the amount which remains after such dissolution and the satisfaction of all debts and liabilities shall be repaid and applied by the Committee in accordance with their powers to an organization which is exempt from income tax under Section 23 of the Income Tax Assessment Act.

6. SALARIES

The Association shall not appoint a person who is a member of the Committee to any office for which there is any salary, remuneration or fees payable, and The Association may not pay to any Committee member any other benefit in money or monies worth other than commission or honorarium as set out in the By-laws, or repayment of out of pocket expenses.

7. COMMITTEE MEMBERS

(a) The affairs of The Association shall be managed by a Committee of Management and each member may be appointed a portfolio and constituted by:

- A President
- A Vice-president
- A Secretary
- A Treasurer
- Ten Committee members with five members from subsection (d).

(b) An Assistant Secretary may be appointed at the Annual General Meeting.

(c) an Assistant Treasurer may be appointed at the Annual General Meeting.

(d) In addition to the General Committee the annual meeting may elect or appoint persons to fill the following positions:

(i) Two Local Council representatives one being an elected member of Huon Valley Council and one being an elected member of the Kingborough Council.

(ii) Business representative

(iii) An accountant, financial adviser or professional; holding like qualifications.

8. CONVENING MEETINGS

The Committee shall hold a minimum of ten and each year. Meetings of the Committee may be convened by the President or any four of its members.

9. EXECUTIVE COMMITTEE

The President, Vice-president, Treasurer and Secretary constitute an Executive Committee which may act in matters of urgency relating to the management of the affairs of The Association during intervals between Committee meetings and shall report any action taken at the next Committee meeting.

10. QUORUM

Any four members of the Committee constitute a quorum and no business shall be transacted 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 shall stand adjourned to the same place and at the same hour of the same day in the following week unless the meeting was a special meeting, in which case it lapses. If at any time during the meeting the number of members present falls below four the meeting shall be adjourned until four members are present. If four or more members will not be present within 30 minutes of the commencement of the adjournment the Chairman shall close the meeting and no further business shall be transacted. The meeting may be adjourned to a later day and date or closed.

11. CHAIRMAN

The President or his/her nominated representative from the Committee shall preside as chairman at every Committee meeting and may adjourn the meeting from time to time and from place to place. Where the President does not take the chair and has not nominated his/her representative the Vice-president shall chair the meeting.

12. PECUNIARY INTEREST

A member of the Committee who has an interest in any contract or arrangement made or proposed to be made with The Association shall disclose that interest at the earliest opportunity shall leave the meeting until the matter is determined and shall not vote in respect of that matter.

13. VOTING

A question arising at a Committee meeting may be determined by consensus or show of hands, but if a poll is requested by a member on the question, it shall be taken.

14. CASTING VOTE

Each Committee member has one vote, which must be cast personally. In the case of a tied vote on a question, the Chairman is entitled to exercise a second or casting vote.

15. FIRST MEETING AFTER AGM

At any Committee meeting after the Annual General Meeting, the Committee may allocate portfolios amongst its members and appoint members to any Sub-Committees.

16. FILLING OF VACANCIES

In the event of any vacancy in the Committee during its term, the Committee may appoint any member to fill that vacancy.

17. BY-LAWS

The Committee may make and enforce By-laws as appropriate providing that no By-law conflicts with these rules. Where there is conflict, these rules prevail.

18. ANNUAL ELECTIONS

Each Committee member shall hold office until the next Annual General Meeting and is eligible for re-election. The minimum age for voting at an annual general or special general meeting shall be 16 years as at the date of the relevant meeting while the minimum age for holding a voting executive or general committee position shall be 18 years as at the date of the relevant meeting at which the election for such positions is held.

19. VACANCIES CREATED

A Committee position becomes vacant if the member concerned

- a. resigns,
- b. ceases to be a resident in the State,
- c. fails to attend two consecutive meetings of the Committee (unless explanation is given to the satisfaction of the Committee),
- d. ceases to be a member,
- e. dies,
- f. is dismissed from the committee by a Special General Meeting,
- g. becomes bankrupt or applies to take advantage of any law relating to bankrupt or insolvent debtors or compounds with his creditors, or makes any assignment of his estate for their benefit, or
- h. fails to pay all arrears of subscription due by him within fourteen days after he has received notice in writing signed by the Public Officer stating that he has ceased to be a financial member of The Association.

20. NOMINATIONS

(1). Nominations of candidates for election as officers of the Association as ordinary committee members are to be made in writing signed by two members of the Association and accompanied by the written consent of the candidate (which may be endorsed on the nomination form); and

(a) delivered to the public officer of the Association at least 10 days prior to the date fixed for the holding of the annual general meeting;

(b) the public officer shall at least 7 days prior to the date fixed for the holding of the annual general meeting place in a prominent position in the station a list of nominees.

(2) Where written nominations have been received to fill all office bearers or ordinary committee position no further nominations can be accepted at the annual general meeting.

(3) If insufficient nominations are received to fill all vacancies:

(a) the candidate(s) nominated are taken to be elected; and

(b) further nominations are to be received at the annual general meeting.

(4) If the number of nominations received in accordance with sub-clause (1) of this Clause are equal to the number of vacancies to be filled, the persons nominated are taken to be elected.

(5) If the number of nominations exceeds the number of vacancies a ballot is to be held.

(6) Unless otherwise voted on by the annual general meeting the ballot shall be by secret ballot

21. AGM TIMING

The Association shall hold an Annual General Meeting each year within three months of the end of the financial year.

22. AGM ADVERTISEMENT

At least fourteen days before the date fixed for an Annual General Meeting the Public Officer shall prepare a suitable advertisement to be inserted in the usual local or statewide newspaper specifying the place, day and time for the holding of the meeting and the nature of the business to be transacted.

23. AGM USUAL BUSINESS

The ordinary business of the Annual General Meeting shall be

- a. to confirm the minutes of the last Annual General Meeting
- b. to receive reports upon the transactions and progress of the last financial year including reports from
 - (i) the Auditor
 - (ii) the President and Committee members
 - (iii) The persons employed by the Association
- c. to elect the President, Vice-president, Treasurer and Secretary
- d. to elect ten other Committee members
- e. to appoint and determine the remuneration of the Auditor and other servants of The Association
- f. to nominate or confirm the Public Officer
- g. and any other business of which notice has been given in accordance with these rules

24. AGM CHAIRMAN

The President shall preside as Chairman at every Annual or Special General Meeting and may adjourn the meeting from time to time and place to place.

25. AGM QUORUM

No item of business shall be transacted at an Annual or Special General Meeting unless ten members are present.

26. AGM START WITHIN ONE HOUR

If ten members are not present within one hour of the appointed time of a meeting, it shall be dissolved and the Public Officer will advertise the place, day and time of a proposed Annual General Meeting in accordance with Clause 48 hereof.

27. AGM VOTING

A question arising at an Annual or Special General Meeting may be determined by consensus or show of hands but if a poll is requested by a member on the question, it shall be taken.

28. AGM FIRST PAST THE POST

When voting, the highest number of votes will be deemed successful (first past the post system).

29. AGM CASTING VOTE

Each member has one vote which must be cast personally. In the case of a tied vote on a question, the Chairman is entitled to exercise a second or casting vote.

30. SUB COMMITTEES

The Committee may appoint the following Sub-Committees in accordance with the By-laws:

- a. Programming Sub-Committee

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- b. Disciplinary and Disputes Committee
- c. Fund raising Committee
- d. Technical Committee
- e. Strategic Planning Committee
- f. Internal Complaints Committee.
- g. Kingston Committee
- h. Any other sub-committee as required.

31. SPECIAL GENERAL MEETING

The Committee may, when it thinks fit, convene a special general meeting of The Association.

32. SGM CONVENING

The Committee shall convene a Special General Meeting within 21 days of the next committee meeting after the receipt of requisition/s in writing signed by ten members and stating the nature of the business to be conducted.

33. SGM RE-CONVENING

If the Committee does not comply with 28 above, any of the requisitionists may convene the meeting in accordance with these rules, providing the meeting is held within three months from the date of the deposit of the requisition.

34. SGM 75% VOTE

No motion shall be passed at a Special General Meeting unless 75% of the members who are present vote in favour of the motion.

35. RULES OF A SPECIAL GENERAL MEETING

The rules of an Annual General Meeting apply to a Special General Meeting.

36. APPLICATION FOR MEMBERSHIP

(a) An application for membership of the association shall be made by the applicant in writing on the membership form and shall be lodged with the secretary of the association.

(b) As soon as practicable after receiving an application for membership, the secretary shall refer the application to the committee which shall determine whether to approve or reject the application. An application may only be rejected if

- (i) there are reasonable grounds to believe that the applicant would not abide by the rules and objectives of the association; or
- (ii) required by law; or
- (iii) the applicant has been convicted of an indictable offence; or
- (iv) there are reasonable grounds to believe that the applicant would not abide by the Community Broadcasting Code of Practice; or
- (v) there are reasonable grounds to believe that the applicant would pose a security risk to the members or premises of the association.

(c) Where the committee resolves -

- (i) to approve an application for membership, the secretary shall, as soon as practicable after that resolution, notify the applicant of that approval and request the applicant to pay within the period of 28 days after receipt by the applicant of the notification the sum payable under these rules by a member as a membership fee.

- (ii) to reject an application for membership, the applicant shall have the right of reply and appeal under rule 8 (1) and 9. Where the applicant exercises the right of reply the

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resolution of the committee is of no effect unless the committee, at a meeting held not earlier than 14 days and not later than 28 days after the service on the applicant of a notice under clause 8 (1), confirms the resolution in accordance with this rule.

(d) The secretary shall -

(i) on payment by the applicant of the amounts referred to in clause (3) within the period referred to in that clause; or

(ii) upon resolution of the committee to reject an application being overturned on reply or appeal and payment of the required membership fee by the applicant, enter the applicant's name in the register of members and, on the name being so entered, the applicant becomes a member of the association.

37. SUBSCRIPTION DUE

The annual subscription is due and payable on the or before the first day of the financial year of the Association. Any member who has not renewed their subscription by the Annual General Meeting shall be required to reapply to become a member.

38. TERMINATION

Membership is not capable of transfer and terminates upon expiration, resignation or death of the member.

39. LIABILITY

In the event of The Association being wound up, every person who is a member or has in the previous twelve months been a member is liable to contribute a sum of not exceeding five dollars towards the debts and liabilities of The Association and costs of and associated with winding up.

40. DISCIPLINING OF MEMBERS

(a) A complaint may be made by any member of the association that some other member of the association: (a) has persistently refused or neglected to comply with a provision or provisions of these rules; or

(b) has persistently and willfully acted in a manner prejudicial to the interests of the association.

(c) On receiving such a complaint, the committee:

(d) must cause notice of the complaint to be served on the member concerned; and

(e) 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

(f) must take into consideration any submissions made by the member in connection with the complaint.

(g) 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.

41. RIGHT OF APPEAL OF REJECTED APPLICANT OR DISCIPLINED MEMBER

(a) A rejected applicant or member may appeal to the association at a general meeting against a resolution of the committee under rule 19, within 7 days after notice of the resolution is served on the rejected applicant or member, by lodging with the secretary a notice to that effect.

(b) The notice may, but need not, be accompanied by a statement of the grounds on which the rejected applicant or member intends to rely for the purposes of the appeal.

(c) On receipt of a notice from a rejected applicant or member under clause (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.

(d) At a general meeting of the association convened under clause (3):

(i) no business other than the question of the appeal is to be transacted; and

(ii) the committee and the rejected applicant or member must be given the opportunity to state their respective cases orally or in writing, or both; and

(iii) the members present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked.

(e) If at the general meeting the association passes a special resolution in favour of the confirmation of the resolution, the resolution is confirmed.

42. RIGHT OF REPLY OF REJECTED APPLICANT OR DISCIPLINED MEMBER

(a) Where the committee passes a resolution under rule 36(3)(b) or rule 52 (3), the secretary shall, as soon as practicable, cause a notice in writing to be served on the applicant or member subject of the resolution-

(i) setting out the resolution of the committee and the grounds on which it is based;

(ii) stating that the applicant or member subject of the resolution may address the committee at a meeting to be held not earlier than 14 days and not later than 28 days after the service of the notice;

(iii) stating the date, place and time of that meeting; and (d) informing the applicant or member subject of the resolution that he may do either or both of the following:

(iv) attend and speak at that meeting;

(v) submit to the committee at or prior to the date of that meeting written representations relating to the resolution.

(b) At a meeting of the committee held as referred to in clause (1) the committee shall-

(i) give the applicant or member subject of the resolution an opportunity to make oral representations

(ii) give due consideration to any written representations submitted to the committee by the applicant or member subject of the resolution at or prior to the meeting; and

(iii) by resolution determine whether to confirm or to revoke the resolution.

(c) Where the committee confirms a resolution under clause (2), the secretary shall, within 7 days after that confirmation, by notice in writing inform the applicant or member subject of the resolution of the reasons for the confirmation and of the right of appeal under rule 9.

(d) A resolution confirmed by the committee does not take effect:

(i) until the expiration of the period within which the applicant or member subject of the resolution is entitled to appeal against the resolution where the applicant or member subject of the resolution does not exercise the right of appeal within that period; or

(ii) where within that period the applicant or member subject of the resolution exercises the right of appeal, unless and until the association confirms the resolution under rule 37(e), whichever is the later.

43. LIFE MEMBERSHIP

a) A maximum of two life members can be appointed in any financial year.

b) A life member can only be appointed at the Annual General Meeting.

c) A maximum of six "living" life members shall be in existence at any one time.

d) A life member shall not be liable for membership fees.

44. TREASURER'S DUTIES

The Treasurer (in the absence of the Treasurer a nominated committee member) shall keep general records, accounting books, records of receipt and expenditure, true accounts of property, credits and liabilities of The Association and true accounts of all sums of money received and expended by The Association together with details of each transaction.

45. ACCOUNTS OPEN TO SCRUTINY

All accounts shall be open to the inspection of members of The Association.

46. MONEY TO BE BANKED

All monies paid to The Association shall be receipted and banked at the earliest opportunity. All receipts, bank deposit records, and other financial statements and records shall be retained by the Treasurer and made available to the Auditor at the conclusion of the financial year.

47. PAYMENTS AND ACCOUNTS

- a. All payments made must be approved by the committee and this approval must be noted in the minutes.
- b. Except as provided in the by-laws no payment shall be made be from the funds of the Association other than by cheque drawn on the Association's bank account.
- c. No cheques shall be drawn on the Association's accounts except for payments authorised by the committee provided however that the manager or treasurer shall have the power to pay accounts incurred in the day to day management of the station up to the sum of three hundred dollars without prior authority provided that such payments are ratified at the next general meeting of the committee.

48. SIGNATORIES TO CHEQUES

All cheques, drafts, promissory notes and bills of exchange shall be signed by the Treasurer and the Station Manager provided however that if either the Treasurer or Station Manager is unavailable the assistant manager or a member of the committee approved and designated by the committee shall sign provided that all cheques, drafts, promissory notes and bills of exchange shall be signed by two authorised persons.

49. AUDITOR DUTIES

The Auditor shall examine the accounts of the Association at least once per financial year, shall report thereon to the members at the Annual General Meeting and shall certify to the correctness of the accounts. In the report and in certifying to the accuracy, the Auditor shall state

- a. whether the Auditor has obtained the information required,
- b. whether the accounts are properly drawn up so as to exhibit a true and correct view of the financial position of The Association according to the information available and the explanations given and shown by the books of The Association.
- c. Whether the rules relating to the administration of The Association have been observed.

50. AUDITOR'S ACCESS

The Auditor has a right of access to all accounts, books, records, vouchers and documents of The Association.

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51. RULE CHANGES

These rules may be added to, rescinded or otherwise altered at an Annual or Special General meeting.

52. DATE OF EFFECT. Any amendment to The Constitution shall take effect immediately from the time and date they are passed by an annual general or special general meeting.

53. FINANCIAL YEAR

The financial year of the Association is the period beginning on the first day of July in one year and ending on the last day of June the next following year.

54. STATION MANAGER

Where the station manager is a paid member of staff he or she shall not be a member of the Committee or hold any executive position. However, where the manager is a volunteer and receives no remuneration (except for reimbursement of expenses or other such payments made by him or her on behalf of Huon FM), he or she may be elected as a member of the Committee or hold an executive position other than that of President.

55. PROGRAM MANAGER

The program manager, if appointed, shall not hold a position on the management committee but shall be a member of the Association

56. SEAL The seal of The Association shall be in the form of a rubber stamp, inscribed with the name of The Association encircling the word "Seal".

57. SEAL USE

The seal of The Association shall not be affixed to any instrument without the authority of the Committee and the fixing thereof shall be attested by two members of the committee.

58. SEAL CUSTODY. The seal shall remain in the custody of the Public Officer.

59. PUBLIC OFFICER DUTIES

The Public Officer shall keep-

(a) the office of Corporate Affairs advised as required by law including names and changes within the Committee, and the furnishing of financial statements at the end of each financial year; and

(b) *DELETED*