

NOOSA DISTRICT COMMUNITY FM RADIO ASSOCIATION INC.

Revised Constitution 2009 [incorporating changes effective from 15 November 2018; and changes effective 8th December 2021]

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RULES

NAME

The name of the incorporated association shall be Noosa District Community FM Radio Association Inc. (in these Rules called "the Association,).

OBJECTS

The objects for which the Association is established are:

1. To build, equip, and maintain a broadcasting station which will service the Noosa District and environs and address varying issues including educational, ethnic, sport, news, environmental concerns, current affairs and any other subject deemed by the Association as appropriate and complementary to these objects.
2. To provide:
 - (i). Programmes that will complement and supplement existing broadcasters.
 - (ii) Opportunities for groups, associations and individuals from within the Noosa District and environs to produce programmes of music and spoken word.
 - (iii). The community of Noosa District and environs the opportunity to acquire skills in broadcasting techniques.
 - (iv). The highest standards in innovative programming that are attainable and consistent with community participation.
 - (v). A broadcast programme which shall be independent of political, racial, gender, religious or commercial influence or bias.
3. To promote local music, local art and local current affairs.
4. To provide assistance and airtime where available and appropriate to, amongst others, the following:-
 - (i). Volunteer and other emergency services.
 - (ii). Musicians, artists and entertainers from the Noosa District and environs.
 - (iii). Community groups in particular those representing the disadvantaged members and residents of the Noosa District and Environs.
5. To foster a general understanding of and public awareness of the needs of the disadvantaged and facilities available to the disadvantaged in the Noosa District and environs.
6. To give support financial and otherwise to projects deemed appropriate by the Association provided that any financial support will be in accordance with the special resolutions of its members in general meeting.
7. To seek affiliation of and or membership with the Community Broadcasting Association of Australia and at all times to attempt to follow the guidelines criteria and ethics for the management and conduct of a community broadcaster as set forth and recommended from time to time by the Community Broadcasting Association of Australia.

POWERS

The powers of the Association are:-

1. To take over the funds and other assets and the liabilities of the present unincorporated association known as the "Noosa District Community FM Radio".
2. To subscribe to become a member of and co-operate with any other association, club or organisation, whether incorporated or not, whose objects are altogether or in part similar to those of the Association provided that the Association shall not subscribe to or support with its funds any club, association or organisation which does not prohibit the distribution of its income and property among its members to an extent at least as great as that imposed on the Association under or by virtue of Rule 23.
3. In furtherance of the objects of the Association to buy, sell and deal in all kinds of articles, commodities and provisions, both liquid and solid, for the members of the Association or persons frequenting the Association's premises.
4. To purchase, take on lease or in exchange, hire and otherwise acquire any lands, buildings, easements or property, real and personal, and any rights or privileges which may be requisite for the purposes of, or capable of being conveniently used in connection with any of the objects of the Association: provided that in case the Association shall take or hold any property which may be subject to any trusts the Association shall only deal with the same in such manner as is allowed by law having regard to such trusts.
5. To enter into any arrangements with any Government or Authority that are incidental or conducive to the attainment of the objects and the exercise of the powers of the Association: to obtain from any such Government or Authority any rights, privileges and concessions which the Association may think it desirable to obtain: and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions.
6. To appoint, employ, remove or suspend such managers, clerks, secretaries, servants, workmen and other persons as may be necessary or convenient for the purposes of the Association.
7. To remunerate any person or body corporate for the services rendered, or to be rendered, and whether by way of brokerage or otherwise in placing or assisting to place or guaranteeing the placing of any unsecured notes, debentures or other securities of the incorporated association, in or about the incorporated association or promotion of the incorporated association or in the furtherance of its objects.
8. To construct, improve, maintain, develop, work, manage, carry out, alter or control any houses, buildings, grounds, works or conveniences which may seem calculated directly or indirectly to advance the Association's interests, and to contribute to, subsidise or otherwise assist and take part in the construction, improvement, maintenance, development, working, management, carrying out alteration or control thereof.
9. To invest and deal with the money of the Association not immediately required in such manner as may from time to time be thought fit.
10. To take, or otherwise acquire, and hold shares, debentures or other securities of any company or body corporate.
11. In furtherance of the objects of the Association to lend and advance money or give credit to any person or body corporate: to guarantee and give guarantees or indemnities for the payment of money or the performance of contracts or obligations by any person or body corporate and otherwise to assist any person or body corporate.

12. To borrow or raise money either alone or jointly with any other person or legal entity in such manner as may be thought proper and whether upon fluctuating advance account or overdraft or otherwise to represent or secure any moneys and further advances borrowed, or to be borrowed alone or with others as aforesaid by notes secured or unsecured, debenture or debenture stock perpetual or otherwise, or by mortgage, charge, lien or other security upon the whole or any part of the incorporated association's property or assets present or future and to purchase, redeem or pay off any such securities.

13. To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading and other negotiable or transferable instruments.

14. 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.

15. To take or hold mortgages, liens or charges, to secure payment of the purchase price, or any unpaid balance of the purchase price of any part of the Association's property of whatsoever kind sold by the Association, or any money due to the Association from the purchasers and others.

16. To take any gift or property whether subject to any special trust or not, for any one or more of the objects of the Association but subject always to the proviso in Sub-Rule (4).

17. To take such steps by personal or written appeals, public meetings or otherwise, as may from time to time be deemed expedient for the purpose of procuring contributions to the funds of the Association, in the shape of donations, annual subscriptions or otherwise.

18. To print and publish in any media that the Association may think desirable for the promotion of its objects.

19. In furtherance of the objects of the Association to amalgamate with any one or more incorporated associations having objects altogether or in part similar to those of the Association and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as that imposed upon the Association under or by virtue of Rule 23.

20. In furtherance of the objects of the Association to purchase or otherwise acquire and undertake all or any part of the property, assets, liabilities and engagement of any one or more of the incorporated associations with which the Association is authorised to amalgamate.

21. In furtherance of the objects of the Association to transfer all or any part of the property, assets, liabilities and engagements of the Association to any one or more of the incorporated associations with which the Association is authorised to amalgamate.

22. Make donations in accordance with Object 6.

23. To do all such other things as are incidental or conducive to the attainment of the objects and the exercise of the powers of the Association.

4. CLASSES OF MEMBERS

Members voting rights commence 3 months after their membership application has been approved by the Management Committee.

1. The membership of the Association shall consist of ordinary members and the following classes of member:-

(a). Groups membership (one voting member per group, that person being duly authorised by the members of the group to vote on its behalf).

(b). Youth membership - non voting with the exception of one youth membership representative who shall be elected to the Management Committee at each annual general meeting. Members under the age of 18 are not entitled to vote or hold a position on the Management Committee.

Life and Honorary Members. Any person (having given their prior assent to such nomination) who in the opinion of the membership has rendered outstanding service to the Association may be elected a Life Member or an Honorary Member of the Association. Such person shall be deemed to be a Life or Honorary Member of the association if a special resolution to that effect has been passed.. Life and Honorary members shall have the same rights as ordinary members but shall not be required to pay an annual membership fee.

2. The number of members in all classes of membership shall be unlimited. Youth memberships shall be restricted to persons under the age of 18 years at the date of their application for membership. Subject to Rule 7 (Admission and Rejection of Members) and Rule 8 (Termination of Membership). Applications for membership (ordinary, youth and group) shall be made to and determined by the Management Committee.

5. MEMBERSHIP

1. Every person who as at the 16.11.94 was a member of the Association, an unincorporated association, and who on or before the date of Incorporation, agrees in writing to become a member of the Association shall be admitted by the Management Committee to the same class of membership of the Association as that member held in the unincorporated association.

Every applicant for any class of membership of the Association shall apply for membership of the Association on the prescribed form provided by the Association.

6. MEMBERSHIP FEES

1. The membership fees and classes of membership shall be determined by the Management Committee by unanimous vote. [As amended in 2018)

2. The membership fees for each class of membership shall be payable at such time and in such manner as the Management Committee shall from time to time determine.

*3. A financial member at any material time is a member who is not then indebted to the organisation in respect of annual subscription or levy or overpayment whatsoever

Altered to now read

*A financial member is a member who is not indebted to the Association.

4. Only those members who are financial members at the time shall be entitled subject to the lawful procedure of the meeting, to speak or vote upon any motion at any general meeting of the Association.

7. ADMISSION OF MEMBERS

1. The application for membership shall be made in writing to the Secretary, signed by the applicant (or in the case of a group by a person duly authorised to do so) and shall be in such form as the Management Committee from time to time prescribe.

2. In the case of a group membership the applicant shall nominate a person intended to receive notices on behalf of such organisation.

3. At the next meeting of the Management Committee after receipt of any application by the Secretary such application shall be viewed by the Management Committee which shall thereupon consider and determine upon the granting, rejection or the deferment of the application providing that all applications are to be determined no later than the third management meeting after receipt of the application by the Secretary.
4. Any applicant who receives a majority of the votes of the members of the Management Committee present at the meeting at which such application is being considered shall be accepted as a member.
5. Upon acceptance rejection or deferment of an application for membership the Secretary shall within one month of the Management Committee's meeting give the applicant notice in writing of such acceptance rejection or deferment. When notifying acceptance of an application, the Secretary shall include with that notification an invoice raised by the Treasurer for the applicant's appropriate membership fee, annotated to show that it is to be paid within one calendar month of the date of the invoice.
6. Where an application is rejected, and the applicant requests the reason for rejection, the Management Committee shall instruct the Secretary to supply reasons for rejection to the rejected applicant.
7. An application may be rejected if
 - (a). There are reasonable grounds to believe that the applicant would not abide by the rules and objectives of the Association; or
 - (b). Rejection is required by law; or
 - (c). The applicant has been convicted of an indictable offence; or
 - (d). There are reasonable grounds to believe that the applicant would not abide by the Community Broadcasting Codes of Practice; or
 - (e). There are reasonable grounds to believe that the applicant would pose a security risk to the members or premises of the Association; or
 - (f). The applicant has previously been a member whose membership was terminated for any of the foregoing reasons, and the Management Committee is of the view that the applicant is likely to repeat the behaviour that caused termination.
8. Any person nominated for Life Membership or Honorary Membership shall be proposed by one financial member of the Association and seconded by another financial member. The nomination shall be made in writing, signed by the nominee and the nominee's proposer and seconder and shall be in such form as the Management Committee from time to time prescribes.

8. TERMINATION OF MEMBERSHIP

1. A member may resign from the Association at any time by giving notice in writing to the secretary. Such resignation shall take effect at the time such notice is received by the secretary unless a later date is specified in the notice when it shall take effect on that later date.
2. If a member:-
 - a. Is convicted of an indictable offence; or
 - b. Fails to comply with any of the provisions of these Rules; or

- c. Has membership fees in arrears for a period of two months or more; or
- d. Conducts himself or herself in a manner injurious or prejudicial to the character or interests of the Association;

The Management Committee shall consider whether his membership shall be terminated.

3. The member concerned shall be given a full and fair opportunity of presenting his case and if the Management Committee resolves to terminate his membership it shall instruct the secretary to advise the member in writing of the resolution of the Committee and the grounds on which it is based.

9. APPEAL AGAINST TERMINATION OR REJECTION OF APPLICATION FOR MEMBERSHIP⁸]

1. A person whose membership has been terminated by a unanimous decision of the Management Committee, is no longer a member of the Association and future application for membership by that person will not be considered.

A person whose membership has been terminated by a majority decision of the Management Committee, or application for membership has been rejected by a majority decision of the Management Committee may within one month of receiving written notification thereof, lodge with the Secretary, written notice of his intention to appeal against a majority decision of the Management Committee.

2. Upon receipt of a notification of intention to appeal against a majority decision of the Management Committee the secretary shall convene, within three months of the date of receipt by the secretary of such notice, a general meeting to determine the appeal.
3. At any such meeting the appellant shall be given the opportunity to fully present the appellant's case and the Management Committee shall likewise have the opportunity of presenting its case.
4. Such an appeal shall be determined by the vote of the members present at such a general meeting on a simple majority.

10. REGISTER OF MEMBERS

1. The Management Committee shall cause a register to be kept in which shall be entered the names and addresses, other contact details (e.g. telephone, email or electronic messaging contact), date of birth, privacy notice, next of kin of all persons admitted to membership of the Association and the dates of their admissions.
2. Particulars shall also be entered into the register of deaths, resignations, terminations and reinstatements of membership and any further particulars as the Management Committee or the members at any general meeting may require from time to time.
3. The Register shall be open for inspection at all reasonable times by any financial member who previously applies to the secretary for such inspection and where a member has requested that only their name be open for inspection, any further details recorded in the Register must be concealed from inspection and rendered incapable of being copied or reproduced.

11. MEMBERSHIP OF MANAGEMENT COMMITTEE

1. The Management Committee of the Association shall consist of a President, Vice President, Secretary, Treasurer, Youth membership representative, and two general committee members all of whom shall be members of the Association - and such numbers of other members as the members of the Association at any general meeting may from time to time elect or appoint.

2. At the annual general meeting of the Association, all the members of the Management Committee for the time being shall retire from office, but shall be eligible upon nomination for re-election.
3. The election of officers and other members of the Management Committee shall take place in the following manner:-
 - (a). Any two members of the Association shall be at liberty to nominate any other member to serve as an officer or other member of the Management Committee.
 - (b). The nomination, which shall be in writing and signed by the member and his proposer and seconder, shall be lodged with the secretary at least fourteen (14) days before the annual general meeting at which the election is to take place.
 - (c). A list of the candidates' names in alphabetical order, with the proposers ' and seconders' names, shall be posted in a conspicuous place in the office or usual place of meeting of the Association for at least seven (7) days immediately preceding the annual general meeting.
 - (d). Balloting lists shall be prepared (if necessary) containing the names of the candidates in alphabetical order, and each member present at the annual general meeting shall be entitled to vote for any number of such candidates not exceeding the number of vacancies.
 - (a). Should, at the commencement of such meeting, there be an insufficient number of candidates nominated, nominations may be taken from the floor of the meeting.

12. RESIGNATIONS FROM THE MANAGEMENT COMMITTEE

Any member of the Management Committee may resign from membership of the Management Committee at any time by giving notice in writing to the secretary. Such resignation shall take effect at the time such notice is received by the secretary unless a later date is specified in the notice when it shall take effect on that later date. A member may be removed from office at a general meeting of the Association where that member shall be given the opportunity to fully present his case. The question of removal shall be determined by a special resolution at such general meeting.

13. VACANCIES ON MANAGEMENT COMMITTEE

1. The Management Committee will fill casual vacancies as soon as practical by the person who received the next highest number of votes at the Annual General Meeting if that person is willing (all other provisions being in order) to accept. If there is no such person available then the Management Committee will decide who may fill the position after publicising the vacancy and asking for nominations from members.
2. The continuing members of the Management Committee may act notwithstanding any casual vacancy in the Management Committee, but if and so long as their number is reduced below the number fixed by or pursuant to these Rules as the necessary quorum of the Management Committee, the continuing member or members may act for the purpose of increasing the number of members of the Management Committee to that number or of summoning a general meeting of the Association but for no other purpose.

14. FUNCTIONS OF THE MANAGEMENT COMMITTEE

1. Except as otherwise provided by the Rules and subject to a special resolution of the members of the Association carried at any general meeting the Management Committee:
 - (a). Shall have the general control and management of the administration of the affairs, property and

funds of the Association; and

(b). Shall have authority to interpret the meaning of these Rules and any matter relating to the Association on which these Rules are silent.

2. The Management Committee may exercise all the powers of the Association:-

(a). To borrow or raise or secure the payment of money in such manner as the members of the Association may think fit and secure the same or the payment 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, pay off any such securities; or

(b). To borrow money from members at a rate of interest not exceeding interest at the rate for the time being charged by bankers in Brisbane for overdrawn accounts on money lent, whether the term of the loan be short or long, and to mortgage or charge its property or any part thereof and to issue debentures and other securities, whether outright or as security for any debt, liability or obligation of the Association, and to provide and pay off any such securities; and

- i. To invest in such manner as the members of the Association may from time to time determine.
- ii. To finally determine and implement broadcast policy and programming provided that it shall at all times comply with the objects of the Association. The power to determine and implement broadcast policy and programming shall be exercised, where possible and appropriate after consultation with the general membership and any sub-committee of members appointed for the purposes of determining and implementing broadcast policy and programming. The power shall be exercised in accordance with any existing by-laws of the Association dealing with such matters and to the extent that those by-laws are not inconsistent with the objects of the Association.

15. MEETINGS OF MANAGEMENT COMMITTEE

1. The Management Committee shall meet at least once every calendar month to exercise its functions.

2. A special meeting of the Management Committee shall be convened by the secretary on the requisition in writing signed by not less than one third of the members of the Management Committee, which requisition shall clearly state the reason why such special meeting is being convened and the nature of the business to be transacted thereat.

3. At every meeting of the Management Committee a simple majority of a number equal to the number of members elected and/or appointed to the Management Committee as at the close of the last general meeting of the members, shall constitute a quorum.

4. Subject as previously provided in this Rule, the Management Committee may meet together and regulate its proceedings as it thinks fit provided that questions arising at any meeting of the Management Committee shall be decided by a majority of votes and, in the case of equality of votes, the question shall be deemed to be decided in the negative. Under the terms of this Association at no time does the President or Chairman have a second or casting vote.

5. A member of the Management Committee may appoint a proxy for any meeting at which he or she is entitled to vote provided that the appointee is a member of the Management Committee.

6. A member of the Management 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.

7. Not less than seven (7) days notice shall be given by the secretary to members of the Management Committee of any special meeting of the Management Committee. Such notice shall clearly state the nature of the business to be discussed thereat. The manner by which such notice shall be given shall be determined by a majority of the Management Committee.

8. The President shall preside as Chairperson at every meeting of the Management 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 Chairperson or if the Vice-President is not present at the meeting then the members may choose one of their number to be Chairperson of the meeting.

9. If within half an hour from the time appointed for the commencement of a Management Committee meeting a quorum is not present, the meeting, if convened upon the requisition of members of the Management Committee shall lapse. In any other case it shall stand adjourned to the same day in the next week at the same time and place, or to such other day and at such other time and place(s) as the Management Committee may determine and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the meeting shall lapse.

16. SUB COMMITTEES.

1. The Management Committee may delegate any of its powers to a sub-committee consisting of such members of the Association as the Management Committee thinks fit. Any sub-committee so formed shall in the exercise of the powers so delegated conform to any regulations that may be imposed on it by the Management Committee.

2. A sub-committee may elect a Co-ordinator of its meeting. If such a Co-ordinator is elected, then if at any meeting the Co-ordinator is not present within ten minutes after the time appointed for holding the meeting, the members present may choose one of their number to be Co-ordinator of the meeting.

3. A sub-committee may meet and adjourn as it thinks proper. Questions arising at any meeting shall be determined by a majority of votes of the members present and, in the case of an equality of votes, the question shall be deemed to be decided in the negative. Under the terms of this Association at no time does the President or Chairman or in this case a Co-ordinator have a second or casting vote.

17. VALIDITY OF ACTS

1. All acts done by any meeting of the Management Committee or of a sub-committee or by any person acting as a member of the Management Committee shall, notwithstanding that it is afterward discovered that there was some defect in the appointment of any such member of the Management Committee or person acting as aforesaid, or that the members of the Management Committee or any of them were disqualified, be as valid as if every such person had been duly appointed and was qualified to be a member of the Management Committee.

18. VALIDITY OF RESOLUTIONS.

A resolution in writing signed by all the members of the Management Committee for the time being entitled to receive notice of a meeting of the Management Committee shall be as valid and effectual as if it had been passed at a meeting of the Management 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 Management Committee. With the proviso that at the next Management Committee meeting reasons are tabled for the resolutions stated or minuted and the Management Committee shall consider whether or not to ratify such resolutions.

19. ANNUAL GENERAL MEETINGS, GENERAL MEETINGS, AND SPECIAL MEETINGS

1. 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 Management Committee may determine.
2. The annual general meeting shall be held within three months of the close of the financial year.
3. The business to be transacted at every annual general meeting shall be:-
 - (a). The receiving of the Management Committee's report and the statement of income and expenditure, assets and liabilities and mortgages, charges and securities affecting the property of the Association for the preceding financial year;
 - (b). The receiving of the auditor's report upon the books and accounts for the preceding financial year;
 - (c). The election of members of the Management Committee;
 - (d). Appointment of an auditor; and
 - (e). Amendment and adoption of broadcast policy and programming by-laws (to the extent that they are not inconsistent with the objects of the Association).
 - (f). Special Resolutions (if any)
4. The Secretary shall convene a special general meeting -
 - (a). When directed to do so by the Management Committee; or
 - (b). On the requisition in writing signed by not less than one third of the members presently on the Management Committee or not less than the number of ordinary members of the Association which equals double the number of members presently on the Management Committee plus one. Such requisition shall clearly state the reasons why such special general meeting is being convened and the nature of the business to be transacted thereat; or
 - (c). On being given a notice in writing of an intention to appeal against the decision of the Management Committee to reject an application for membership or to terminate the membership of any person.
5. Any financial member under 18 years at the date of a meeting shall be prohibited from voting.
6. At any general meeting the number of those financial members entitled to vote required to constitute a quorum shall be double the number of members presently on the Management Committee plus one.
7. No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business. For the purposes of this Rule "member" includes a person attending as a proxy or as representing a corporation which is a member.
8. If within half an hour from the time appointed for the commencement of a general meeting a quorum is not present, the meeting, if convened upon the requisition of members of the Management Committee or the Association, shall lapse. In any other case it shall stand adjourned to the same day in the next week at the same time and place, or to such other day and at such other time and place as the Management Committee may determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the members present shall be a quorum.

9. The Chairperson may, with the consent of any meeting at which a quorum is present (and shall if so directed by the meeting), adjourn the meeting 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. When a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given as in the case of an original meeting. Save as aforesaid it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.

10. The secretary shall convene all general meetings of the Association by giving not less than fourteen (14) days notice of any such meeting to the members of the Association.

11. The manner by which such notice shall be given shall be determined by the Management Committee: Provided that notice of any meeting convened for the purpose of hearing and determining the appeal of a member against the rejection or termination of his membership by the Management Committee shall be given in writing. Notice of a general meeting shall clearly state the nature of the business to be discussed thereat.

12. Unless otherwise provided by these Rules, at every general meeting:-

- (a). The President shall preside as Chairperson, or if there is no President, or if he is not present within fifteen minutes after the time appointed for the holding of the meeting or is unwilling to act, the Vice-President shall be the Chairperson 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 Chairperson of the meeting.
- (b). The Chairperson shall maintain order and conduct the meeting in a proper and orderly manner.
- (c). Every question, matter or resolution shall be decided by a majority of votes of members present unless it is a matter for a special resolution.
- (d). Every financial member present shall be entitled to one vote and in the case of an equality of votes the question shall be deemed to be decided in the negative. Under the terms of this Association at no time does the President or Chairman have a second or casting vote.
- (e). Voting shall be by show of hands or a division of members, unless not less than one fifth of the members present demand a ballot, in which event there shall be a secret ballot. The Chairperson shall appoint two members to conduct the secret ballot in such manner as he shall determine and the result of the ballot as declared by the Chairperson shall be deemed to be the resolution of the meeting of which the ballot as demanded.
- (f). Postal proxy votes will not be permitted however a member may vote in person or by proxy or by attorney and on show of hands. Every person present who is a member or representative of a member shall have one vote and in a secret ballot every member present in person or by proxy or by attorney or other duly authorised representatives shall have one vote.
- (g). The instrument appointing a proxy shall be in writing in the common or usual form under the hand of the appointor or his attorney duly authorised in writing or if the appointor is a corporation, either under seal or under the hand of an officer or attorney duly authorised. A proxy may but need not be a member of the Association. The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a secret ballot.
- (h). Where it is desired to afford members an opportunity of voting for or against a resolution the instrument appointing a proxy shall be in the usual form as in the Incorporated Associations Manual published by the Caxton Legal Inc. or a form as near thereto as circumstances permit.
- (i). The instrument appointing a proxy shall be deposited with the secretary prior to the commencement of any meeting or adjourned meeting at which the person named in the instrument proposes to vote; and

- (j). The Secretary shall cause full and accurate minutes of all questions, matters, resolutions, and other proceedings of every Management Committee meeting and general meeting to be entered in a book to be open for inspection at all reasonable times by any financial member who previously applies to the secretary for that inspection. For the purposes of ensuring the accuracy of the recording of such minutes, the minutes of every Management Committee meeting shall be signed by the Chairperson of that meeting or the Chairperson of the next succeeding Management Committee meeting verifying their accuracy. Similarly, the minutes of every general meeting shall be signed by the Chairperson of that meeting or the Chairperson of the next succeeding general meeting: Provided that the minutes of any annual general meeting shall be signed by the Chairperson of that meeting or the Chairperson of the next succeeding general meeting or annual general meeting.
- (k). The Management Committee shall direct that the Secretary and scrutineers keep a list of the names in the order of votes cast in any election. The Secretary shall keep a note of the actual votes received. A list of the voting results from highest to lowest (without showing actual numbers of votes) shall be made available to any candidate upon request.

20. BY-LAWS

The Management Committee may from time to time make, amend or repeal by-laws, not inconsistent with these Rules, for the internal management of the Association and any by-law may be set aside by a general meeting of members.

21. ALTERATION OF RULES

Subject to the provisions of the Association Incorporation Act 1981, these Rules may be amended, rescinded or added to from time to time by a special resolution carried at any general meeting: Provided that no such amendment, rescission or addition shall be valid unless the same shall have been previously submitted to and approved by the Honourable Minister for Consumer Affairs and Minister for Corrective Services, Brisbane.

22. COMMON SEAL

The Management Committee shall provide for a common seal and for its safe custody. The common seal shall only be used by the authority of the Management Committee and every instrument to which the seal is affixed shall be signed by a member of the Management Committee and shall be countersigned by the secretary or by a second member of the Management Committee or by some other person appointed by the Management Committee for the purpose.

23. FUNDS AND ACCOUNTS

- (1). The funds of the Association shall be deposited in the name of the Association in such bank or permanent building society as the Management Committee may from time to time direct.
- (a) A Public Fund shall be established and maintained, named "Noosa District Community Radio FM Association Inc. - Public Fund".
- (b) Donations will be deposited into that public fund, which will be listed on the Register of Cultural Organisations. These monies will be kept separate from other funds of the Association and will be purpose of the Association. Investment of monies in this fund will be made in accordance with guidelines for public funds as specified by the ATO.
- (c) The public will be invited to contribute to the fund inter alia by radio announcements, media statements, direct contact with potential donors, and other methods from time to time appropriate.
- (d) The fund will be administered by a subcommittee appointed by the management committee. This subcommittee of five (5) people include the President and Treasurer, with the majority of whom,

because of their tenure of some public office or their professional standing, have an underlying community responsibility, as distinct from obligations solely in regard to the cultural objectives of Noosa District Community FM Radio Association Inc.

- (e) The fund will be operated not-for-profit, and no monies/assets in this fund will be distributed to members or office bearers of the Association, except as reimbursement of out-of-pocket expenses incurred on behalf of the fund or proper remuneration for administrative services, consistent with the provisions of sub-rule (10).
- (f) The Department responsible for the administration of the Register of Cultural Organisations will be notified of any proposed amendments or alterations to provisions for the public fund, to assess the effect of any amendments on the public fund's continuing Deductible Gift Recipient status.
- g) Receipts for gifts to the public fund must state:
 - (i) the name of the public fund and that the receipt is for a gift made to the public fund;
 - (ii) the Australian Business Number of the company;
 - (iii) the fact that the receipt is for a gift, and
 - (iv) any other matter required to be included on the receipt pursuant to the requirements of the *Income Tax Assessment Act 1997*.
- (h) In the event that the Association's Deductible Gift Recipient status is revoked, or in the event that the Association be wound up as envisaged in Rule 26, all monies remaining in the Public Fund at the time of such event shall be given or transferred as provided in Rule 26, with the additional proviso that the recipient of those public fund monies shall enjoy Deductible Gift Recipient status.
- (i) The Association must comply with any rules that the Treasury Minister or the Minister for the Arts make to ensure that gifts made to the public fund will only be used for the Association's principal purpose.
- (j) **The Association must provide to the Department responsible for the administration of the Register of Cultural Organisations statistical information on the gifts made to the public fund every 6 months.**

(2). Proper books and accounts shall be kept and maintained either in written or printed form in English language showing correctly the financial affairs of the Association and the particulars usually shown in books of a like nature.

(3). All moneys shall be deposited as soon as practicable after receipt thereof.

(4). All amounts of one hundred may be paid either by cheque or by electronic funds transfer. Amounts of less than one hundred dollars may be paid by the same means as those of one hundred dollars or over.

(5). Cheques must be signed by any two of the President, secretary, treasurer or other member authorised from time to time by the Management Committee.

- a. Cheques must be signed by any two of the President, secretary, treasurer, or another member authorised from time to time by the Management Committee.
- a. Electronic funds transfers must be authorised by two of the President, secretary, treasurer or other member authorised from time to time by the Management Committee, acting in each other's presence.
- b. Cheques shall be crossed "not negotiable" except those in payment of wages, allowances or petty cash recoupment which may be open.

(6). The Management Committee shall determine the amount of petty cash which shall be kept on the petty cash system.

(7). All expenditure shall be approved or ratified at a Management Committee meeting.

(8). As soon as practicable after the end of each financial year the treasurer shall cause to be prepared a statement containing particulars of:-

(a). The income and expenditure for the financial year just ended; and

(b). The assets and liabilities and of all mortgages, charges and securities affecting the property of the Association at the close of that year.

(9). All such statements shall be examined by the auditor who shall present his report upon such audit to the secretary prior to the holding of the annual general meeting next following the financial year in respect of which such audit was made.

(10). The income and property of the Association how ever derived shall be used and applied solely in promotion of its objects and in the exercise of its powers as set out herein and no portion thereof shall be distributed, paid or transferred directly or indirectly by way of dividend, bonus or otherwise by way of profit to or amongst the members of the Association provided that nothing herein contained shall prevent payment in good faith of interest to any such member in respect of moneys advanced by him to the Association or otherwise owing by the Association to him of remuneration to any officers or servants of the Association or to any members of the Association or other person in return for any services rendered to the Association provided further that nothing herein contained shall be construed so as to prevent the payment or repayment to any member of out of pocket expenses, money lent, reasonable and proper charges for goods hired by the Association or reasonable and proper rent for premises demised or let to the Association.

24. DOCUMENTS

The Management Committee shall provide for the safe custody of books, documents, instruments of title and securities of the Association.

25. FINANCIAL YEAR

The financial year of the Association shall close (30th June) in each year.

26. DISSOLUTION

If the Association shall be wound up in accordance with the provisions of the Association Incorporation Act 1981, and there remains, after satisfaction of all its debts and liabilities, any satisfaction of all its debts and property whatsoever, the same shall not be paid to or distributed among the members of the Association, but shall be given or transferred to some other institution or institutions having objects similar to the objects of the Association, gifts to which are allowable deductions under the provisions of sections 78(4) and (5) of the Income Tax Assessment Act, and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as is imposed on the Association under or by Virtue of rule 23(10) such institution or institutions to be determined by the members of the Association.