

**COFFS COAST COMMUNITY RADIO**  
(Incorporated)

PO Box 2028  
Coffs Harbour NSW 2450

# **CONSTITUTION**

There are two parts to this document:

**PART 1: AIMS and OBJECTIVES**

**PART 2: RULES and PROCEDURES**

Adopted on 20 April, 1998

Amended 29 November 2001,  
28 October 2003,  
18 October 2007,  
29 October 2008  
9 November 2010  
20th July 2012  
1<sup>st</sup> November 2014  
22<sup>nd</sup> July 2017  
3 November 2018

## **PART 1: AIMS and OBJECTIVES**

COFFS COAST COMMUNITY RADIO (CCCR) has a commitment to:

- 1) apply for and to hold a community radio broadcasting licence
- 2) abide by ABA standards and Community Broadcasting guidelines and legislation
- 3) establish and operate a community broadcasting station and to erect, furnish and equip audio studios and production facilities of broadcast standard for appropriate use by the community
- 4) foster the development and ideals of community broadcasting and to subscribe to the Community Broadcasting Code of Practice, and in particular:
  - a) to seek all possible participation of members in all aspects of CCCR, including management, operations, programming and program production
  - b) to actively discourage the broadcast of material which is sexist, racist or which explicitly promotes drug-taking, violent or illegal acts or specific political parties or is deemed to be offensive to the general community in either language or content
- 5) Provide comprehensive training in the various facets of broadcasting activities and the facilities and opportunities to develop and utilise those skills for the benefits of the community
- 6) Actively encourage participation and experimentation in all aspects of community radio operation by any and all community members, including individuals in such special groups as the handicapped, aged, housebound, the unemployed and the print handicapped
- 7) Not discriminate against or in favour of any person or group in regard to sex, race, political or religious beliefs
- 8) Serve as a channel for the communication and dissemination of information relevant to both the community's and the individual's needs and desires
- 9) Promote the work of Australian musicians and performers and play throughout the day their music, at all times exceeding the minimum Australian content provision outlined in the Community Broadcasting Code of Practice.
- 10) Provide broadcasting and recording facilities to encourage Australian music and spoken talent

- 11) Identify and attempt to meet community needs and interests that are not adequately covered by the existing media
- 12) Register the community's cultural, recreational, educational, social and artistic resource and provide outlets for creative talent
- 13) Promote and provide for a variety in programming so that everyone finds something of interest at sometime and to schedule programs as fairly as possible with preference (if necessary) given to programs that are both innovative and locally produced
- 14) Promote community harmony and co-operation in our broadcast area. It will also maintain communication and wherever possible, co-operation with media whose service overlaps ours, and with neighbouring community stations
- 15) Provide prompt, reliable emergency communications
- 16) Record, publish and distribute material relating to broadcasting and music including tapes, CD's and printed matter whether for sale or for disseminating through access arrangements with other community broadcasters
- 17) Inform members and other interested individuals about the aims and operations of CCCR, about Community broadcasting, its aims and activities of participating groups and individuals through station programming and the establishment of a newsletter or programming guide.
- 18) Support and co-operate with any kindred body
- 19) Appoint, employ, remove or suspend staff as may be necessary or convenient for the smooth operation of CCCR according to these principles
- 20) Keep the members informed of station policy and development through newsletters and regular publicity
- 21) Keep a complaints file with all complaints examined at each monthly meeting unless deemed as urgent, in which case they will be dealt with as soon as possible by the relevant committee
- 22) Always ensures a copy of the full Constitution be available at the station for members to peruse

## PART 2: RULES AND PROCEDURES

The following Rules and Procedures are based on the Model Rules as set forth by the Office of Fair Trading for the incorporation of Associations.

The reason for any amendments is to ensure decision-making is always held by the whole association.

- |                               |  |
|-------------------------------|--|
| 29 November 2001              | - Amendment re cessation of membership.  |
| 28 October 2003               | - Amendments to Rule 32 - to limit the right to vote to financial members.   |
| 18 October 2007               | - Acronym "CCCR" substituted for acronym "HCCR".   |
| 29 October 2008               | - Various amendments - to make provision for Life Membership and other matters.  |
| 9 November 2010               | - Clause 13 was amended to restrict the Committee's powers regarding employment of staff and a new Application for Membership of the Association was included.   |
| 20th July 2012                | - Adoption of a new set of Rules for Part 2 to reflect changes to the guidelines for the Model Constitution by Office of Fair Trading.   |
| 1 <sup>st</sup> November 2014 | - Addition of Clause 39 (Funds- Public) and the renumbering of present clauses 39 to 46 inclusive to read clauses 40 to 47 inclusive – also amend the index to reflect the changes   |
| 22 <sup>nd</sup> July 2017    | - Review and update of the Constitution - adoption of new set of Rules for Part 2 of the Constitution to reflect changes to guidelines for Model Rules - also to include Guidelines as a companion to simplify the procedures/interpretation of this Constitution. |
| 3 November 2018               | - Changes to Clauses 3.(2), 3 (3) and 8 (1) to allow flexibility to Secretary re Membership Register and Lists after change of personnel in Secretary & Treasurer positions  |

# INDEX

		Page no.
<b>PART 1 – PRELIMINARY</b>		
1	Definitions .....	7
<b>PART 2 – MEMBERSHIP</b>		
2	Membership qualifications .....	9
3	Application for membership .....	9
4	Cessation of membership .....	10
5	Membership entitlements not transferrable .....	10
6	Resignation of membership .....	10
7	Life membership .....	10
8	Register of Members .....	11
9	Fees .....	12
10	Members' liabilities .....	12
11	Resolution of disputes .....	12
12	Disciplining of members .....	12
13	Right of appeal of disciplined member .....	13
<b>PART 3 – THE COMMITTEE OF MANAGEMENT</b>		
14	Powers of the COM .....	15
15	Composition and membership of COM .....	15
16	Election of members .....	16
17	Secretary .....	17
18	Treasurer .....	17
19	Casual vacancies .....	18
20	Removal of COM members .....	18
21	COM meetings and quorum .....	19
22	Delegation by COM to sub-committee .....	19
23	Voting and decisions .....	20
<b>PART 4 – GENERAL MEETINGS</b>		
24	Annual general meeting – holding of .....	22
25	Annual general meetings – calling of and business .....	22
26	Other Meetings – calling of .....	22
27	Notice .....	23
28	Quorum for General meetings .....	24
29	Presiding member .....	24
30	Adjournment .....	24
31	Making of decisions .....	25
32	Special resolution .....	25
33	Voting .....	25

## Page No.

34	Appointment of proxies .....	26
35	Postal, Pre-Poll or Electronic Ballot .....	26

**PART 5 – MISCELLANEOUS**

36	Insurance .....	27
37	Funds – source .....	27
38	Funds – management .....	27
39	Funds – Public .....	27
40	Change of name, objects and constitution .....	29
41	Common seal .....	29
42	Custody of books .....	29
43	Inspection of books etc. ....	29
44	Service of notices .....	30
45	Financial year .....	30
46	Application of assets and income of the Association .....	30
47	Transitional provisions .....	30
48	Guidelines .....	31

**APPENDICES**

1	Application for membership .....	32
2	Clause 39 of the Act .....	33

## PART 1 – PRELIMINARY

### 1 Definitions

(1) In this constitution :

**the Act** means the Associations Incorporation Act 2009

**the Association** means Coffs Coast Community Radio Inc.

**COM** - means the Committee of Management of the Association required by Section 28 of the Act

**Director-General** means the Director-General of the Department of Services, Technology and Administration.

#### **Meetings :**

- (a) **AGM** - means Annual General Meeting
- (b) **General Meeting** : means a meeting of the association other than an Annual General Meeting or a Special Meeting
- (c) **Special Meeting** - means a meeting called at the behest of at least 5% of the membership of the association

#### **Membership :**

- (a) **Eligible Member** means a member who :
  - (i) has been a member for at least 45 days before the commencement of the relevant meeting of members, and
  - (ii) has paid all money due and payable by the member to the association.
- (b) **Life Member** means a person who has been duly elected as a life member of the association in accordance with these Rules.
- (c) **Member** means a member of the association including a Life Member.

**Ordinary Committee of Management member** means a member of the COM who is not an office bearer of the association, as referred to in rule 15 (1).

**the Regulation** means the Associations Incorporation Regulation 2010

**Secretary** means :

- (a) the person holding office under these rules as secretary of the association, or
- (b) if no such person holds that office - the public officer of the association.

- (2) In these rules :
  - (a) a reference to a function includes a reference to a power, authority and duty, and
  - (b) a reference to the exercise of a function includes, if the function is a duty, a reference to the performance of the duty.
- (3) The provisions of the Interpretation Act 1987 apply to and in respect of this constitution in the same manner as those provisions would so apply if this constitution was an instrument made under the Act.



## **PART 2 - MEMBERSHIP**

### **2 Membership qualifications**

- (1) A person is qualified to be a member if, but only if:
  - (a) the person was a member of this association pursuant to item 5 of schedule 4 of the Act and has not ceased to be a member at any time after incorporation of the association under the Act, or
  - (b) the person has applied for membership of the association as provided by rule 3.
- (2) Membership is not open to any person who :
  - a) has previously had an application for membership rejected; or
  - b) has previously been expelled or dismissed as a member.

### **3 Application for membership**

- (1) An application for membership of the association must be made by the applicant:
  - (a) in writing on the form as set out in Appendix 1 of these rules; or
  - (b) by application online on the form available when applying for membership.
- (2) As soon as practicable after the receipt of a membership application the Secretary or person appointed by the Secretary shall refer the application to the COM which will determine whether to approve or reject the application. The COM reserves the right to reject an application for membership for any reason thought to be detrimental to the well-being and goodwill of the association and its members, including but not limited to circumstances where :
  - (a) there are reasonable grounds to believe the applicant would not abide by the rules and objectives of the association; or
  - (b) the applicant has been previously dismissed or expelled from the association.
- (3) If an applicant's membership is approved, the Secretary or person appointed by the Secretary must cause
  - (a) an official membership card to be raised, and
  - (b) the Member's name to be entered on the Register of Members.
- (4) If an application for membership is rejected, any money paid by the applicant to the association in relation to the membership application is to be refunded.

#### **4 Cessation of membership**

A person ceases to be a member if the person:

- (a) dies, or
- (b) resigns membership, or
- (c) is expelled or dismissed from the association, or
- (d) fails to pay the annual membership fee under Rule 9 (2) within 3 months after the fee is due.

#### **5 Membership entitlements not transferable**

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

- (a) is not capable of being transferred or transmitted to another person; and
- (b) terminates on cessation of the person's membership.

#### **6 Resignation of membership**

- (1) A member may resign from membership of the association by first giving to the secretary written notice of at least 1 month (or such other period as the COM 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.
- (2) If a member ceases to be a member under sub-clause (1), and in every other case where a member ceases to hold membership, the secretary must make the appropriate entry in the register of members recording the date on which the member ceased to be a member.
- (3) A person who for any reason whatsoever ceases to be a member of the association shall not have any claim, monetary or otherwise, upon the association or its property.
- (4) Membership fees are not refundable at any time other than if a membership application has been rejected as per Clause 3(4)

#### **7 Life Membership**

- (1) Every Life Member shall, during his/her membership of the Association, be entitled to all the privileges of a member but without being liable for payment of an admission fee or the annual subscription.
- (2) Any person who shall be deemed to warrant election as Life Member may be nominated by the COM.

- (3) Nomination must be in writing to the secretary no later than thirty (30) days prior to the annual general meeting and the notification must include details of the nominee and the COM's reasons for the nomination.
- (4) The secretary must give the members notice that a proposal for Life Membership is to be considered at the next annual general meeting as a special resolution and shall incorporate in such notice details of the nominee and the reason put forward by the COM for the nomination.
- (5) The nominee shall become a Life Member if the proposal for such membership is passed as a special resolution at the annual general meeting.
- (6) Not more than two (2) Life Members shall be elected in one year.

## **8 Register of members**

- (1) The Secretary or person appointed by the Secretary is responsible for maintaining the register of members specifying the name and postal address of each person who is a member together with the date on which the person became a member.
- (2) The association register may also include the email address of an association member.
- (3) The register can be kept in written or electronic form
- (4) If the register is kept in electronic form, a current hard copy must be made available at the association's main premises or the official address for any members to inspect, upon request, subject to Clause 8 (7).
- (5) If the register is not kept in electronic form, it must be kept at the association's main premises or official address.
- (6) Subject to Rule 8(7), a member may obtain a copy of any part of the register on payment of a fee of not more than \$1 for each page copied.
- (7) Each member, existing or new, shall be deemed to have requested that any information contained in the register of members (other than the member's name) must not be made available for inspection to any member.
- (8) A member must not use information about a person obtained from the register other than through the Secretary or with the express consent of the COM and only for :

- (a) the purposes of sending the person a newsletter, a notice in respect of a meeting or other event relating to the association, or
- (b) any other purpose necessary to comply with a requirement of the Act or the Regulation.

## **9 Fees**

- (1) A member other than a Life Member must, on application for membership, pay to the association the annual membership fee applicable at the time or, if some other amount is determined by the COM, that other amount.
- (2) A member other than a Life Member must pay to the association an annual membership fee of \$ 2 or, if some other amount is determined by the COM, that other amount and payment shall be made before 1 July each year.

## **10 Members' liabilities**

The liability of a member to contribute towards the payment of the debts and liabilities of the association or 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 in rule 9.

## **11 Resolution of disputes**

- (1) Any complaints or disputes between a member and another member (in their capacity as a member) of the association or between a member or members and the association shall be dealt with by the Grievance/Complaints Committee who will recommend action as necessary to the COM and involved parties for implementation as deemed fit and proper within a reasonable period of time.
- (2) A complaint lodged and dealt with pursuant to Clause 12 is not a dispute for the purposes of Rule 11

## **12 Disciplining of members**

- (1) A written complaint may be made to the COM by any person that a member of the association :
  - (a) has refused or neglected to comply with a provision or provisions of these rules, or

- (b) has wilfully acted in a manner prejudicial to the interest of the association.
- (2) The COM may refuse to deal with a complaint if it considers the complaint to be trivial or vexatious in nature.
- (3) If the COM decides to deal with the complaint, the COM :
  - (a) must cause notice of the complaint to be served on the member concerned and
  - (b) must give the member at least 14 days from the time the notice is served within which to make submissions to the COM in connection with the complaint, and
  - (c) must take into consideration any submissions made by the member in connection with the complaint.
- (4) The COM may, by resolution, expel or dismiss 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 and the expulsion or suspension is warranted in the circumstances.
- (5) If the COM expels, suspends or dismisses a member, the secretary must, within 7 days after the action is taken :
  - (a) cause written notice to be given to the member of the action taken.
  - (b) detail the reasons given by the COM for having taken that action and
  - (c) note the member's right of appeal under Rule 13.
- (6) The expulsion, suspension or dismissal does not take effect :
  - (a) until the expiration of the period within which the member is entitled to appeal against the resolution concerned, or
  - (b) if within that period the member exercises the right of appeal, unless and until the association confirms the resolution under rule 13, whichever is the later.

### **13 Right of appeal of disciplined member**

- (1) A member may appeal to the association in general meeting against a resolution of the COM under rule 12, within 7 days after notice of the resolution is served on the member by lodging with the secretary a notice to that effect.

- (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.
- (3) On receipt of a notice from the member under clause (1), the secretary must notify the COM 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.
- (4) At a general meeting of the association convened under clause (3) :
  - (a) no business other than the question of the appeal is to be transacted,
  - (b) the COM and the member must be given the opportunity to state their respective cases orally or in writing, or both, and
  - (c) the members present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
- (5) The appeal is to be determined by a simple majority of votes cast by members present at that meeting.

### **PART 3 - THE COMMITTEE OF MANAGEMENT**

#### **14 Powers of the Committee of Management (COM)**

- (1) Subject to the Act, the Regulation and this constitution and any resolution passed by the association in general meeting, the COM:
  - (a) is to control and manage the affairs of the association, and
  - (b) may exercise all such functions as may be exercised by the association, other than those functions that are required by this constitution to be exercised by a general meeting of members, and
  - (c) has power to perform all such acts and do all such things as appear to the COM to be necessary or desirable for the proper management of the affairs of the association.
- (2) Until otherwise resolved by special resolution of the association at an AGM or in general meeting, the COM's power to appoint and employ staff must not be exercised.

#### **15 Composition and membership of Committee of Management (COM)**

- (1) The COM is to consist of :
  - (a) the office bearers of the association, and
  - (b) at least three ordinary COM members, each of whom is to be elected at the annual general meeting of the association under clause 16.
- (2) The total number of COM members is to be seven.
- (3) The office bearers of the association are as follows :
  - (a) the president,
  - (b) the vice-president,
  - (c) the treasurer,
  - (d) the secretary.
- (4)
  - (a) An office bearer of the COM may hold up to two offices (other than that of President and Vice President)
  - (b) Should an office bearer of the COM hold two offices (as per clause 15.4(a) the Members may elect another COM ordinary member in their place
- (5) Each member of the COM is, subject to this constitution, to hold office until the conclusion of the annual general meeting following the date of the member's election, but is eligible for re-election.

- (6) A member must :
- (a) have previously served at least 12 months as an ordinary COM member or office bearer
- OR
- (b) have served at least two years as a member of a Sub-Committee appointed by the COM (refer Clause 22.9)
- to be eligible for election for a position of office bearer of the association.
- (7) There is no maximum number of consecutive terms for which a committee member may hold office.
- (8) The Secretary is responsible for maintaining a register of COM members, as required by the Act and the Regulations
- (9) The COM Register must:
- (a) be kept at the association's main premises or official address;
  - (b) record any change in the COM membership within one month of the change occurring; and
  - (c) be made available for inspection by any person, free of charge, at all reasonable hours.

## **16 Election of members**

- (1) Nominations of candidates for election as office-bearers or as ordinary COM member :
- (a) must be made in writing in a form approved by the COM from time to time, signed by 2 members and accompanied by the written consent of the candidate (which may be endorsed on the nomination form), and
  - (b) must be delivered to the secretary of the association at least 30 days before the date fixed for the holding of the annual general meeting at which the election is to take place.
- (2) If insufficient nominations are received to fill all vacancies on the COM, the candidates nominated are taken to be elected and further nominations are to be received at the annual general meeting.
- (3) If insufficient further nominations are received, any vacant positions remaining on the COM are taken to be casual vacancies.
- (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.



- (5) If the number of nominations received exceeds the number of vacancies to be filled, a ballot is to be held.
- (6) The ballot for the election of office-bearers and ordinary members of the COM is to be conducted at the annual general meeting in such usual and proper manner as the COM may direct.
- (7) A person nominated as a candidate for election as an office-bearer or as an ordinary COM member must be a member of the association.

## **17 Secretary**

- (1) The secretary of the association must, as soon as practicable after being appointed as secretary, lodge notice with the association of his or her address.
- (2) It is the duty of the secretary to keep minutes of:
  - (a) all appointments of office-bearers and members of the COM,
  - (b) the names of members of the COM present at a COM meeting or a general meeting,
  - (c) all proceedings at COM meetings and general meetings, and
  - (d) maintain such other records or perform such other acts as are required by these rules or the Act or the Regulation.
- (3) Minutes of proceedings at a meeting can be kept in either written or electronic form, must be signed by the chairperson of the meeting or by the chairperson of the next succeeding meeting either by hand or electronically

## **18 Treasurer**

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

- (a) that all money due to the association is collected and received and that all payments authorised by the association are made, and
- (b) that 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**

- (1) In the event of a casual vacancy occurring in the membership of the COM, the COM may appoint a member to fill the vacancy and the member so

appointed is to hold office, subject to this constitution, until the conclusion of the annual general meeting for election of officers next following the date of the appointment.

- (2) A casual vacancy in the office of a member of the Board occurs if the member :
- (a) dies, or
  - (b) ceases to be a member, or
  - (c) becomes an insolvent under administration within the meaning of the Corporations Act 2001 of the Commonwealth, or
  - (d) resigns office by notice in writing given to the secretary, or
  - (e) is removed from office under clause 20, or
  - (f) becomes a mentally incapacitated person, or
  - (g) is absent without the consent of the COM from three consecutive meetings of the COM, or
  - (h) is convicted of an offence involving fraud or dishonesty for which the maximum penalty on conviction is imprisonment for not less than 3 months, or
  - (i) is prohibited from being a director of a company under Part 2D.6 (Disqualification from managing corporations) of the Corporations Act 2001 of the Commonwealth.

## **20 Removal of Committee of Management members**

- (1) The association in general meeting may by special resolution remove any member of the COM from office of member of the COM 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.
- (2) If a member of the COM to whom a proposed special resolution referred to in clause (1) relates makes representations in writing to the secretary or president (not exceeding a reasonable length) and requests that the representation 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 Committee of Management Meetings and quorum**

- (1) The COM must meet at least 3 times in each period of 12 months at such place and time as the COM may determine.

- (2) Additional meetings of the COM may be convened by the President or by any member the COM.
- (3) Oral or written notice of a meeting of the COM must be given by the secretary to each member of the COM at least 48 hours (or such other period as may be unanimously agreed on by the members of the COM) before the time appointed for the holding of the meeting.
- (4) Notice of a meeting given under clause (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 COM members present at the meeting unanimously agree to treat as urgent business.
- (5) Any 3 members of the COM constitute a quorum for the transaction of the business of a meeting of the COM.
- (6) No business is to be transacted by the COM 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 in the following week.
- (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.
- (8) At a meeting of the COM :
  - (a) the president or, in the president's absence, the vice- president is to preside, or
  - (b) if the president and the vice-president are absent or unwilling to act, such one of the remaining members of the COM as may be chosen by the members present at the meeting is to preside.

## **22 Delegation by COM to sub-committee**

- (1) The COM may, by instrument in writing, delegate to one or more sub-committees (consisting of such member or members as the COM thinks fit) the exercise of such of the functions of the COM as are specified in the instrument, other than:
  - (a) this power of delegation, and
  - (b) a function which is a duty imposed on the COM by the Act or by any other law.
- (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.

- (3) A delegation under this rule 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 delegation.
- (4) Despite any delegation under this rule, the COM may continue to exercise any function delegated.
- (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 COM.
- (6) The COM may, by instrument in writing, revoke wholly or in part any delegation under this rule.
- (7) A sub-committee may meet and adjourn, as it thinks proper.
- (8) Committee and Sub-committee meetings can be held at 2 or more venues using any technology the COM approves. Whatever technology is used, it must give each member a reasonable opportunity to participate.
- (9) A member who has served at least two years on a Sub-Committee appointed by the COM is also eligible to be an office bearer of the Association

## **23 Voting and decisions**

- (1) Questions arising at a meeting of the COM or of any sub-committee appointed by the COM are to be determined by a majority of the votes of members of the COM or sub-committee present at the meeting.
- (2) Each member present at a meeting of the COM or of any sub-committee appointed by the COM (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 motion lapses.
- (3) Members of COM or Sub-committees who participate at meetings using technology approved by COM (refer Clause 22 (8)) have the same rights as members who are present at the meeting, including voting rights.
- (4) Subject to rule 21(5), the COM may act despite any vacancy on the COM.

- (5) Any act or thing done or suffered, or purporting to have been done or suffered, by the COM or by a sub-committee appointed by the COM, is valid and effectual despite any defect that may afterwards be discovered in the appointment or qualification of any member of the COM or sub-committee.

## **PART 4 - MEETINGS**

### **24 Annual general meetings - holding of**

The association must hold its annual general meeting :

- (a) within 6 months after the close of the association's financial year or
- (b) within such later time as may be allowed by the Director-General or prescribed by the Regulation.

### **25 Annual general meetings - calling of and business**

- (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 place and time as the COM thinks fit.
- (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:
  - (a) to confirm the minutes of the last annual general meeting;
  - (b) to receive from the COM reports on the activities of the association during the last preceding financial year;
  - (c) to elect office-bearers of the association and ordinary members of the COM; and
  - (d) to receive and consider any financial statement or report required to be submitted to members under the Act.
- (3) An annual general meeting must be specified as such in the notice convening it.

### **26 Other Meetings - calling of**

#### **1) General Meetings – calling of and business**

The COM may, whenever it thinks fit, convene a general meeting of the association.

#### **(2) Special Meeting - calling of**

- (a) The COM must, on the requisition in writing or by electronic means of at least 5 per cent of the total number of members, convene a special general meeting of the association.
- (b) A requisition of members for a special general meeting:

- (i) must state the purpose or purposes of the meeting, and
  - (ii) must be signed by the members making the requisition, and
  - (iii) must be lodged with the secretary, and
  - (iv) may consist of several documents in a similar form, each signed by one or more of the members making the requisition.
- (c) If the COM 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 requisition may convene a special general meeting to be held not later than 3 months after that date.
- (d) A special general meeting convened by a member or members as referred to in clause (b) must be convened as nearly as is practicable and in the same manner as general meetings are convened by the COM.

## **27 Notice**

- (1) Except if the nature of the business proposed to be dealt with at a general or annual general meeting does not require a special resolution of the association, the secretary must, at least 14 days before the date fixed for the holding of the general meeting, give a notice to each member specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.
- (2) If the nature of the business proposed to be dealt with at a general or annual 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 given to each member specifying, in addition to the matter required under clause(1), the intention to propose the resolution as a special resolution.
- (3) No business other than that specified in the notice convening a general or annual 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).
- (4) A member desiring to bring any business before a general or annual general meeting may give notice in writing of that business at least 30 days prior to the meeting to the secretary who must include that business in the next notice calling a general or annual general meeting given after receipt of the notice from the member.

## **28 Quorum for Meetings**

- (1) No item of business is to be transacted at a general meeting or an annual general meeting unless a quorum of members entitled under these rules to vote is present during the time the meeting is considering that item.
- (2) Ten members present in person (being members entitled under these rules to vote at a general meeting or annual general meeting ) constitute a quorum for the transaction of the business of a general meeting.
- (3) If within half an hour after the appointed time for the commencement of a general or annual general meeting a quorum is not present, the meeting:
  - (a) if it is a Special Meeting convened on the requisition of members, it is to be dissolved, and
  - (b) in any other case, it is to stand adjourned to the same day in the following week at the same time and (unless another place is specified at the time of the adjournment by the person presiding at the meeting or communicated by written notice to members given before the day to which the meeting is adjourned) at the same place.
- (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 5) are to constitute a quorum.

## **29 Presiding member**

- (1) The president or, in the president's absence, the vice- president, is to preside as chairperson at each meeting of the association.
- (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**

- (1) The chairperson of a 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.



- (2) If a 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.
- (3) Except as provided in clauses (1) and (2), notice of an adjournment of a meeting or of the business to be transacted at an adjourned meeting is not required to be given.

### **31 Making of decisions**

- (1) A question arising at any meeting of the association is to be determined by either:
  - (a) a show of hands or
  - (b) if on the motion of the chairperson or if 5 or more members present at the meeting decide that the question should be determined by a written ballot, then a written ballot must take place.
- (2) If the question is to be determined by a show of hands, 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.
- (3) If the question is to be determined by a written ballot, the ballot is to be conducted in accordance with the directions of the chairperson.
- (4) A resolution put to a vote at any meeting being held using technology can be decided using a suitable method as determined by COM.

### **32 Special resolution**

A special resolution may only be passed by the association in accordance with section 39 (1)(c) of the Act (refer appendix 2).

### **33 Voting**

- (1) Only an eligible member may vote and each eligible member has one vote.
- (2) All votes must be given personally or by another method (refer Clause 35) as determined by the COM.

- (3) In the case of an equality of votes on a question at any meeting, the motion will lapse.
- (4) A member is not entitled to vote at any meeting of the association if the member is under 18 years of age.

#### **34 Appointment of Proxies**

Proxy voting must not be undertaken at or in respect of any meeting of the Association.

#### **35 Postal, Pre-Poll or Electronic Ballot**

- (1) **Postal Ballot** - The Association may hold a postal ballot to determine any issue or proposal (other than an appeal under Clause 13) A postal ballot is to be conducted in accordance with Schedule 3 of the Regulation
- (2) **Pre-Poll Ballot** - The Association may hold a Pre-Poll Ballot to determine any issue or proposal (other than an appeal under clause 13) as the COM determines to be fit and proper.
- (3) **Electronic Ballot** - The Association may hold an Electronic Ballot to determine any issue or proposal (other than an appeal under clause 13) as the COM determines to be fit and proper.

## **PART 5 - MISCELLANEOUS**

### **36 Insurance**

- (1) The association must effect and maintain insurance.

### **37 Funds – source**

- (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 COM determines.
- (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 or any other authorised deposit-taking institution account.
- (3) The association must, as soon as practicable after receiving any money, issue an appropriate receipt.

### **38 Funds – management**

- (1) Subject to any resolution passed by the association in general meeting, the funds of the association are to be used in pursuance of the objects of the association in such manner as the COM determines.
- (2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by any 2 (two) members of the officers of the COM or employees of the association, being members or employees authorised to do so by the COM.

### **39 Funds – Public**

- 1) The Association will establish and maintain a public fund.
- 2) Donations will be deposited into the public fund listed on the Register of Cultural Organisations.  
These monies will only be used to further the principal purpose of the Association.  
Investment of monies in this fund will be made in accordance with the guidelines for public funds as specified by the Australian Taxation Office.

- 3) The fund will be administered by the management committee or a sub-committee of the management committee, 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 the Association.
- 4) 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
- 5) 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.
- 6) Receipts for gifts to the public fund must state :
  - The name of the public fund and that the receipt is for a gift made to the public fund
  - The Australian Business Number (ABN) of the Association
  - The fact that the receipt is for a gift and
  - Any other matter required to be included on the receipt pursuant to the requirements of the Income Tax Assessment Act 1997.
- 7) Winding up :

If upon the winding up or dissolution of the public fund listed on the Register of Cultural Organisations, there remains after satisfaction of all debts and liabilities, any property or funds, the property or funds shall not be paid to or distributed among the Association's members, but shall be given or transferred to some other fund, authority or institution having objects similar to the objects of this public fund, and whose rules shall prohibit the distribution or its or their income among its or their members, such fund, authority or institution to be eligible for tax deductibility of donations under Subdivision 30-B, section 30-100 of the Income Tax Assessment Act 1997 and listed on the Register of Cultural Organisations maintained under the Charities Act 2013.

**40 Change of name, objects and constitution**

- (1) An application to the Director General for registration of a change in the association's name, objects or constitution in accordance with section 10 of the Act is to be made by the Public Officer or a COM Member.
- (2) Any such application must only be made following a special resolution of the Association.

**41 Common seal**

- (1) The common seal of the association must be kept in the custody of the Public Officer or the Secretary
- (2) The common seal must not be affixed to any instrument except by the authority of the COM and the affixing of the common seal must be attested by the signatures either of 2 members of the COM or of 1 member of the COM and the public officer

**42 Custody of books etc**

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

**43 Inspection of books etc**

- (1) The following documents must be open to inspection, free of charge, by a member at any reasonable hour :
  - (a) this Constitution.
  - (b) records, books and other financial documents of the association
- (2) The following documents are **not** open for inspection
  - (a) The minutes of COM or Sub-Committee meetings
  - (b) The Register of Members, except in accordance with clause 8(7)
- (3) A member may obtain a copy of any of the documents referred to in sub-clause (1) or (2) (b) on payment of a fee of not more than \$1 for each page copied.

#### **44 Service of notices**

- (1) For the purpose of this Constitution, a notice may be served or given to a person :
- (a) by delivering it to the person personally, or
  - (b) by sending it by pre-paid post to the address of the person, or
  - (c) by sending it by facsimile transmission or some other form of electronic transmission to an address specified by the person for giving or serving the notice.
- (2) For the purpose of this constitution, a notice is taken, unless the contrary is proved, to have been given or served :
- (a) in the case of a notice given or served personally, on the date on which it is received by the addressee, and
  - (b) in the case of a notice sent by pre-paid post, on the date when it would have been delivered in the ordinary course of post, and
  - (c) in the case of a notice sent by facsimile transmission or some other form of electronic transmission, on the date it was sent, or if the machine from which the transmission was sent produces a report indicating that the notice was sent on a later date, on that date.

#### **45 Financial year**

The financial year of the association is from 1 July in a year until 30 June in the following year.

Note : Schedule 1 of the Act provides that an association's constitution is to address the association's financial year.

#### **46 Application of Assets and Income of the Association**

The income and assets of the association must be applied solely and exclusively in furtherance of the aims and objectives of the association and must not be distributed to its members by way of profit and further on dissolution or winding up of the association the assets must only be distributed to an organisation which has like or similar rules and objects to those of the association.

#### **47 Transitional Provisions**

- (a) a person who is a member immediately preceding the commencement of these rules continues as a member, and

- (b) a person who is an office bearer or an ordinary COM member immediately preceeding the commencement of these rules shall continue in office until the conclusion of the first Annual General Meeting held after such commencement.

#### **48 Guidelines**

- (1) The COM may introduce Guidelines for the association. The Guidelines do not form part of this Constitution and, to the extent of any inconsistency between the Constitution and the Guidelines, this Constitution shall prevail.
- (2) The Guidelines may contain policies and directions relating to the association and the smooth running of the association. All members must comply with any policies or directions contained in the Guidelines.
- (3) The COM may amend the Guidelines from time to time and as required.

**Appendix 1 – Rule 3 (1)**



**APPLICATION FOR MEMBERSHIP**

I, .....  
(Full name of applicant)

of .....  
(address)

hereby apply to become a member of the above-mentioned incorporated Association.

In the event of my admission as a member of Coffs Coast Community Radio Incorporated, I agree to be bound by the Rules of the Association for the time being in force.

I also understand that my membership must be ratified by the Committee of Management as per Clause 3 (2) of the Constitution before my name is entered on the Member Register

**Occupation** .....

**Tel.** ..... **Fax or Email** .....

**Applicants signature** ..... **Date**.....

**OPTIONAL**

Particular interest in joining the Association : (eg. Music, programming, announcing)

.....

Have you had any previous experience in Radio Broadcasting ?

.....

Ratified and minuted at COM Meeting dated..... Receipt No. ....

Date ----- Entered into Member Register .....



## APPENDIX 2 - Clause 32

### Voting on special resolutions (taken exactly from the Act)

- (1) A resolution is passed by an association as a **special resolution**:
  - (a) at a meeting of the association of which notice has been given to its members no later than 21 days before the date on which the meeting is held, or
  - (b) in a postal ballot conducted by the association, or
  - (c) in such other manner as the Director-General may direct, if it is **supported by at least three-quarters of the votes cast by members of the association** who, under the association's constitution, are entitled to vote on the proposed resolution.
- (2) A notice referred to in subsection (1) (a) must include the terms of the resolution and a statement to the effect that the resolution is intended to be passed as a special resolution.
- (3) A postal ballot referred to in subsection (1) (b) may only be conducted in relation to resolutions of a kind that the association's constitution permits to be voted on by means of a postal ballot and, if conducted, must be conducted in accordance with the regulations.
- (4) Direction under subsection (1) (c) may not be given unless the Director-General is satisfied that, in the circumstances, it is impracticable to require votes to be cast in the manner provided by subsection (1) (a) or (b). Also other sections of the Act into Secretary's reference book if needed.