

# Wagga Wagga Community Media Inc

## 2AAA FM

# Constitution

As Amended – October 25<sup>th</sup> 2012.

PN-1

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## PART 1 - PRELIMINARY

### 1. DEFINITIONS

(1) In this constitution:

**"Ordinary member"** means a member of the committee who is not an office-bearer of the association, as referred to in rule 14 (2):

**"Secretary"** means:

- (a) the person holding office under this constitution as secretary of the association; or
- (b) if no such person holds that office - the public officer of the association;

**"Special general meetings"** means a general meeting of the association other than an annual general meeting;

**"The Act"** means the Associations Incorporation Act 1984;

**"The Regulation"** means the Associations Incorporation Regulation 1999.

**"Office Bearers"** means a position held as chair, vice chair, treasurer or secretary.

(2) In this constitution:

- (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 these rules in the same manner as those provisions would so apply if these rules were an instrument made under the Act.

## **PART II – MEMBERSHIP**

### **2. MEMBERSHIP QUALIFICATIONS**

- (1) A person is qualified to be a member of the association if, but only if:
- (a) the person is a person referred to in section 15 (1) (a), (b) or (c) of the Act and has not ceased to be a member of the association at any time after incorporation of the association under the Act: or
  - (b) the person is a natural person:
    - (i) who has been nominated for membership of the association as provided by item 3; and
    - (ii) who has been approved for membership of the association by the committee of the association.

### **3. NOMINATION FOR MEMBERSHIP**

- (1) A nomination of a person for membership of the association:
- (a) must be made by a member of the association in writing in the form set out in Appendix 1 to this constitution. and
  - (b) must be lodged with the secretary of the association.
- (2) As soon as practicable after receiving a nomination for membership, the secretary must refer the nomination to the committee which is to determine whether to approve or to reject the nomination.
- (3) If the committee determines to approve a nomination for membership, the secretary must as soon as practicable after the determination, notify the nominee of that approval and request the nominee to pay (within the period of 28 days after receipt by the nominee of the notification) the sum payable under these rules by a member as entrance fee and annual subscription.
- (4) The secretary must, on payment by the nominee of the amounts referred to in clause (3) within the period referred to in that clause, enter the nominee's name in the register of members and on the name being so entered the nominee becomes a member of the association.

#### **(5)Rejection of membership application**

A nomination for membership may be rejected on the following grounds

- (a) Applicant is known to be not of good character or unacceptable behaviour
- (b) Applicant is known to hold a criminal record.
- (c) Applicant is known to have provided false information in the application

(6) If the committee determines not to approve a nomination for membership, the secretary must as soon as practicable after the determination, notify the applicant specifying the grounds on which the application has been rejected and advise the applicant of the right of appeal.

(7) The applicant can submit to the Secretary, within 28 days of receiving the notice, the right of appeal to the Committee of Management

(8) The applicant may in writing to the Secretary request a meeting to discuss the rejection with the following options

- a) Speak to The Chairman only (support person may be included)
- b) Speak to The Executive only (support person may be included)
- c) Or to the Committee as a whole.(support person may be included)

(9) Following the right of appeal, the Committee will within 28 days of the right of appeal notify the applicant of the determination of the membership application.

(10) Should the application be rejected for the second time, there is no further right of appeal.

#### **4. CESSATION OF MEMBERSHIP**

- (1) A person ceases to be a member of the association if the person:
- (a) dies. or
  - (b) resigns membership or
  - (c) is expelled from the association or
  - (d) fails to renew financial status within 6 months.

#### **5. MEMBERSHIP ENTITLEMENTS NOT TRANSFERABLE**

- (1) 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 of the association is not entitled to resign that membership except in accordance with this rule.
- (2) A member of the association who has paid all amounts payable by the member to the association in respect of the members membership may resign from membership of the association by first giving to the secretary written notice of at least one month (or such other period as the committee may determine) of the member's intention to resign and on the expiration of the period of notice, the member ceases to be a member.
- (3) If a member of the association ceases to be a member under clause (2) and in every other case where a member ceases to hold membership, the secretary must make an appropriate entry in the register of members recording the date on which the member ceased to be a member.

#### **7. REGISTER OF MEMBERS**

- (1) The public officer of the association must establish and maintain a register of members of the association specifying the name and address of each person who is a member of the association together with the date on which the person became a member.
- (2) The register of members must be kept at the principal place of administration of the association and must be open for inspection, free of charge, by any member of the association at any reasonable hour.
- (3) If a member of the association requests that any information contained on the register about a member (other than the member's name) not be available for inspection, that information must not be available for inspection.
- (4) A member must not use information about a person, obtained from the register other than 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 purposes necessary to comply with the requirement of the ACT or the Regulation.

(5) The Public Officer of the association must establish and maintain a register of Committee Members of the association, specifying the name and address of each person who is a committee member of the association, together with the date in which the person became a committee member.

## **8. FEES AND SUBSCRIPTIONS**

- (1) A member of the association must, on admission to membership, pay to the association a fee of \$5 or, if some other amount is determined by the committee, that other amount.
- (2) In addition to any amount payable by the member under clause (1), a member of the association must pay to the association an annual membership fee of \$10 or, if some other amount is determined by the committee, that other amount
  - (a) except as provided by paragraph (b), before 1 July in each calendar year, or
  - (b) if the member becomes a member on or after 1 July in any calendar year - on becoming a member and before 1 July in each succeeding calendar year.

## **9. MEMBERS' LIABILITIES**

- (1) The liability of a member of the association 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 by rule 8.

## **10. RESOLUTION OF INTERNAL DISPUTES**

- (1) Disputes between members (in their capacity as members) of the association, and disputes between members and the association, are to refer to:
  - (a) Discrimination & Harassment Policy
  - (b) Grievances & Dispute Resolution Policy
  - (c) Committee of Management Dispute Resolution Policy
  - (d) Sexual Harassment Policy

## **11. DISCIPLINING OF MEMBERS**

- (1) A complaint may be made by any member of the association that some other member of the association:
  - (a) has persistently refused or neglected to comply with a provision or provisions of this constitution
  - (b) has persistently and wilfully acted in a manner prejudicial to the interests of the association
- (2) On receiving such a complaint, the committee,
  - (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 committee in connection with the complaint, and
  - (c) must take into consideration any submissions made by the member in connection with the complaint.

- (3) The committee may, by resolution, expel the member from the association or suspend the member from membership of the association if, after considering the complaint and any submissions made in connection with the complaint, it is satisfied that the facts alleged in the complaint have been proved.
- (4) If the Committee expels or suspends a member, the secretary must, within 7 days after the action is taken, cause written notice to be given to the member of the action taken, of the reasons given by the committee for having taken that action and of the member's right of appeal under rule 12
- (5) The expulsion or suspension 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 12 (4), whichever is later.

## **12. RIGHT OF APPEAL OF DISCIPLINED MEMBER**

- (1) A member may appeal to the association in general meeting against a resolution of the committee under rule 11, 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 a member under clause (1), the Secretary must notify the committee which is to convene a general meeting of the association to be held within 28 days after the date on which the Secretary received the notice.
- (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; and
  - (b) the committee 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) If at the general meeting the association passes a special resolution in favour of the confirmation of the resolution, the resolution is confirmed.

## **PART III - THE COMMITTEE**

### **13, POWERS OF THE COMMITTEE**

- (1) The committee is to be called the committee of management of the association and, subject to the Act, the Regulation and "code of conduct of the committee of management members of Wagga Wagga Community Media Incorporated", this constitution, and to any resolution passed by the association in general meeting:
  - (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 of the association; and

- (c) has power to perform all such acts and do all such things as appear to the committee to be necessary or desirable for the proper management of the affairs of the association; and
- (d) the committee shall have power to make by-laws not inconsistent with the act, regulations and this constitution.

#### **14. COMPOSITION AND MEMBERSHIP**

- (1) The seven existing members known as the Board of Directors shall become the first members of the committee upon incorporation. Subject in the case of the first members of the committee to section 21 of the Act, the committee is to consist of 7 members, each of whom is to be elected at the annual general meeting of the association under rule 14(5).
  
- (2) The elected committee shall determine office bearers as follows:
  - (a) the Chairman
  - (b) the Vice Chairman
  - (c) the Treasurer
  - (d) the Secretary
  
- (3) Each member of the committee is, subject to this constitution, to hold office until the conclusion of the second annual general meeting following the date of the member's election, but is eligible for re-election.
  
- (4) In the event of a casual vacancy occurring in the membership of the committee, the committee may appoint a member of the association to fill the vacancy and the member so appointed is to hold office, subject to these rules, until the conclusion of the annual general meeting next following the date of the appointment.
  
- (5) At the 1995 Annual General Meeting, four committee members shall retire and at the Annual General Meeting in each subsequent year, the committee members shall retire in rotation of three and four.

#### **15. ELECTION OF MEMBERS**

- (1) Nominations of candidates for election as members of the committee:
  - (a) must be made in writing, signed by 2 members of the association and accompanied by the written consent of the candidate (which may be endorsed on the form of the nomination); and
  - (b) must be delivered to the secretary of the association at least 7 days before the date fixed for the holding of the annual general meeting at which the election is to take place.
  
- (2) If insufficient nominations are received to fill all vacancies on the committee, the candidates nominated are taken to be elected and further nominations are to be received at the annual general meeting.
  
- (3) If insufficient further nominations are received, any vacant positions remaining on the committee 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 members of the committee is to be conducted at the annual general meeting in such usual and proper manner as the committee may direct.
- (7) If a ballot is required the member positions will be filled in order of number of votes obtained filling the 2 year positions first then any 1 year positions until filled.
- (8) All the Committee members must reside in Australia and the Public Officer must reside in New South Wales
- (9) Any office bearer, who no longer will hold a position, must hand all documents over within 14 days to the Public Officer.

## **16. 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 committees
  - (b) the names of members of the committee present at a committee meeting, or a general meeting; and
  - (c) all proceedings at committee meetings and general meetings.
- (3) Minutes of proceedings at a meeting must be signed by the chairperson of the meeting or by the chairperson of the next succeeding meeting.

## **17. TREASURER**

- (1) 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.
  - (c) that the financial year of the association is:
    - (1) the period of time commencing on the date of the incorporation of the association and ending on the following 30 June and
    - (2) each period of 12 months after the expiration of the previous financial year of the association commencing July 1 and ending on the following 30 June
  - (d) that the correct books and accounts showing the financial affairs of the association are submitted to the auditor once the gross annual receipts exceed \$250,000.00 (Tier One Associations).
  - (e) That a decision is obtained from the Committee if the correct books and accounts are to be submitted to the auditor if the gross annual receipts does not exceed \$250,000.00 (Tier Two Associations)



## **18. CASUAL VACANCIES**

- (1) For the purpose of this constitution, a casual vacancy in the office of a member of the committee occurs if the member:
  - (a) dies, or
  - (b) ceases to be a member of the association, 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 rule 19, or
  - (f) becomes a mentally incapacitated person, or
  - (g) is absent without the consent of the committee from all meetings of the committee held during a period of 6 months.

## **19. REMOVAL OF MEMBER**

- (1) The association in general meeting may by resolution remove any member of the committee from the office of member before the expiration of the member's term of office and may by resolution appoint another person to hold office until the expiration of the term of office of the member so removed.
- (2) If a member of the committee to whom a proposed resolution referred to in clause (1) relates makes representations in writing to the Secretary or Chair (not exceeding a reasonable length) and requests that the representations be notified to the members of the association the Secretary, or the Chair 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.

## **20. MEETINGS AND QUORUM**

- (1) The committee must meet at least 3 times in each period of 12 months at such a place and time as the committee may determine.
- (2) Additional meetings of the committee may be convened by the Chair or by any member of the committee,
- (3) Oral or written notice of a meeting, of the committee must be given by the secretary to each member of the committee at least 48 hours (or such other period as may be unanimously agreed on by the members of the committee) 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 committee members present at the meeting unanimously agree to treat as urgent business.
- (5) Any 3 members of the committee constitute a quorum for the transaction of the business of a meeting of the committee.
- (6) No business is to be transacted by the committee unless a quorum is present and if, within half an hour of the time appointed for the meeting, a quorum is not present, the meeting is to stand adjourned to the same place and at the same hour of the same day 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 committee:
  - (a) the Chair or in the Chair's absence the vice-Chair is to preside, or
  - (b) if the Chair and the vice-Chair are absent or unwilling to act, such one of the remaining members of the committee as may be chosen by the members present at the meeting, is to preside.

## **21. DELEGATION BY COMMITTEE TO SUB-COMMITTEE**

- (1) The committee may, by instrument in writing, delegate to one or more sub- committees (consisting of such member or members of the association as the committee thinks fit) the exercise of such of the functions of the committee as are specified in the instrument, other than:
  - (a) this power of delegation; and
  - (b) a function which is a duty imposed on the committee 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 section may be made subject to such conditions or limitations as to the exercise of any function, or as to time or circumstances, as may be specified in the instrument of delegation
- (4) Despite any delegation under this rule, the committee 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 committee.
- (6) The committee may, by instrument in writing, revoke wholly or in part any delegation under this rule.
- (7) A subcommittee may meet and adjourn as it thinks proper.

## **22. VOTING AND DECISIONS**

- (1) Questions arising at a meeting of the committee or of any subcommittee appointed by the committee are to be determined by, a majority of the votes of members of the committee or subcommittee present at the meeting.
- (2) Each committee member present at a meeting of the committee (including the person presiding at the meeting) is entitled to one vote but, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
- (3) Each member (including a committee of management representative) of a sub-committee appointed by the committee (including the person presiding at the meeting) is entitled to one vote but, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
- (4) Subject to rule 20(5) the committee may act despite any vacancy on the committee.
- (5) Any act or thing done or suffered, or purporting to have been done or suffered by the Committee or by the Sub Committee appointed by the Committee, is valid and effectual despite any defect that

may afterwards be discovered in the appointment or qualification of any member of the Committee or Sub Committee

#### **PART IV - GENERAL MEETINGS**

##### **23. ANNUAL GENERAL MEETINGS – HOLDING OF**

- (1) With the exception of the first annual general meeting of the association. the association must at least once in each calendar year and within the period of 6 months after the expiration of each financial year of the association, convene an annual general meeting of its members.
- (2) The association must hold its first annual general meeting:
  - (a) within the period of 18 months after its incorporation under the Act and
  - (b) within the period of 6 months after the expiration of the first financial year of the association.
- (3) Clauses (1) and (2) have effect subject to any extension or permission granted by the Commissioner under section 26 (3) of the Act,

##### **24. ANNUAL GENERAL MEETINGS – CALLING OF AND BUSINESS AT**

- (1) The annual general meeting of the association is, subject to the Act and to rule 23, to be convened on such date and at such place and time as the committee 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 preceding annual general meeting and of any special general meeting held since that meeting
  - (b) to receive from the committee reports on the activities of the association during the preceding financial year,
  - (c) to elect the members of the Committee,
  - (d) to receive and consider the statement which is required to be submitted to members under section 26(6) of the Act.
  - (e) membership subscriptions of the incorporated body shall be reviewed annually and if deemed necessary adjusted in accordance with the wishes of members.
  - (f) To confirm as per the wishes of the members, the auditor for the next 12 months.
  - (g) To confirm as per the wishes of the members, the Solicitor for the next 12 months.
  - (h) To confirm as per the wishes of the members, the Public officer for the next 12 months.
- (3) An annual general meeting must be specified as such in the notice convening it.

**25. SPECIAL GENERAL MEETINGS – CALLING OF**

- (1) The committee may, whenever it thinks fit, convene a special general meeting of the association.
- (2) The committee must, on the requisition in writing of at least 5 per cent of the total number of members convene a special general meeting of the association.
- (3) A requisition of members for a special general meeting:
  - (a) must state the purpose or purposes of the meeting; and
  - (b) must be signed by members making the requisition; and
  - (c) must be lodged with the secretary; and
  - (d) may consist of several documents in a similar form, each signed by one or more of the members making the requisition.
- (4) If the committee fails to convene a special general meeting to be held within 1 month after that date on which a requisition of members for the meeting is lodged with the secretary, any one or more of the members who made the requisition may convene a special general meeting to be held not later than 3 months after that date.
- (5) A special general meeting convened by a member or members as referred to in clause (4) must be convened as nearly as is practicable in the same manner as general meetings are convened by the committee and any member who consequently incurs expenses is entitled to be reimbursed by the association for any expense so incurred.

**26. NOTICE**

- (1) Except if the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the association, the secretary must, at least 14 days before the date fixed for the holding of the general meeting, cause to be sent by pre-paid post to each member at the member's address appearing in the register of members, a notice specifying the place, date and time of the meeting, and the nature of the business proposed to be transacted at the meeting.
- (2) If the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the association, the secretary, must at least 21 days before the date fixed for the holding of the general meeting, cause notice to be sent to each member in the manner provided in clause (1) 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 meeting is to be transacted at the meeting except, in the case of an annual general meeting, business which may be transacted under rule 24(2)
- (4) A member desiring to bring any business before a general meeting may give notice in writing of that business to the secretary who must include that business in the next notice calling a general meeting given after receipt of the notice from the member.

**27. PROCEDURE**

- (1) No item of business is to be transacted at a general meeting unless a quorum of members entitled under these rules to vote is present during the time the meeting is considering that item.
- (2) Five members present in person (being members entitled under these rules to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.

- (3) if within half an hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting
  - (a) if convened on the requisition of members is to be dissolved; and
  - (b) in any other case 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 3) is to constitute a quorum.

## **28. PRESIDING MEMBER**

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

## **29. ADJOURNMENT**

- (1) The chairperson of a general meeting at which a quorum is present may, with the consent of the majority of members present at the meeting, adjourn the meeting, from time to time and place to place, but no business is to be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (2) If a general meeting is adjourned for 14 days or more, the secretary must give, written or oral notice of the adjourned meeting to each member of the association stating 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 general meeting, or of the business to be transacted at an adjourned meeting is not required to be given.

## **30. MAKING OF DECISIONS**

- (1) A question arising at a general meeting of the association is to be determined on a show of hands unless before or on the declaration of the show of hands a poll is demanded, a declaration by the chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, or an entry to that effect in the minute book of the association, is evidence of the fact without proof of the number or proportion of votes recorded in favour of / or against that resolution.
- (2) At a general meeting of the association, a poll may be demanded by the chairperson or by at least 3 members present in person or by proxy at the meeting.
- (3) If a poll is demanded at a general meeting, the poll must be taken
  - (a) immediately in the case of a poll which relates to the election of the chairperson of the meeting or to the question of an adjournment, or
  - (b) in any other case, in such manner and at such time before the close of the meeting as the chairperson directs, and the resolution of the poll on the matter is taken to be the resolution of the meeting on that matter.

### **31. SPECIAL RESOLUTIONS**

A resolution of the association is a special resolution:

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

### **32. VOTING**

- (1) On any question arising at a general meeting of the association a member has one vote only.
- (2) All votes must be given personally or by proxy but no member may hold more than 5 proxies.
- (3) In the case of an equality of votes on a question at a general meeting, the chairperson of the meeting is entitled to exercise a second or casting vote.
- (4) A member or proxy is not entitled to vote at any general meeting of the association unless all money due and payable by the member or proxy to the association has been paid, including any amount due for subscriptions payable in respect the then current financial year.
- (5) The results of the ballot for the Committee of Management will be made available to any financial member who wishes to inspect the results at the Annual General Meeting.

### **33. APPOINTMENT OF PROXIES**

- (1) Each member is to be entitled to appoint another member as proxy by notice given to the secretary no later than 24 hours before the time of the meeting in respect of which the proxy is appointed
- (2) The notice appointing the proxy is to be in the form set out in Appendix 2 to this Constitution.
- (3) That any proxy form submitted must contain the details of the member in their own handwriting and a decision in respect to election of committee members and response to any resolution or
- (4) indicated in their own handwriting a decision as per the discretion of the holder

## **PART V - MISCELLANEOUS**

### **34. INSURANCE**

The association must effect and maintain insurance.

### **35. 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 committee determines.
- (2) All money received by the association must be deposited as soon as practicable and without deduction to the credit of the associations bank account.

- (3) The association must, as soon as practicable after receiving any money, issue an appropriate receipt.

### **36. 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 committee determines.
- (2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by any 2 members of the committee or employees of the association, being members or employees authorised to do so by the committee.
- (3) the required financial statements of the Association shall be prepared by a qualified Accountant who is not:
  - (a) An Officer of the Association.
  - (b) A partner, employer or employee of an officer of the Association

### **37. ALTERATION OF OBJECTS AND RULES**

- (1) The statement of objects and these rules may be altered, rescinded or added to only by a special resolution of the association.

### **38. COMMON SEAL**

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

### **39. CUSTODY OF THE BOOKS**

- (1) Except as otherwise provided by this Constitution, the public officer must keep in his or her custody or under his or her control all records, books and other documents relating to the association.

### **40. INSPECTION OF BOOKS**

- (1) The records, books and other documents of the association must be open to inspection, free of charge, by a member of the association at any reasonable hour

### **41. SERVICE OF NOTICES**

- (1) For the purpose of this Constitution, a notice may be served on 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 at the members address shown in the member of registers, 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.

#### **42. COMPLIANCE WITH CHARITABLE FUNDRAISING ACT 1991**

- (1) The current deemed authority to fundraise has been issued under the Charitable Fundraising Act of 1991.

#### **43. OBJECTS**

- (1) The Objects of the Association shall be
- (a) to take over the assets and liabilities of the existing organisation known as Wagga Wagga Community Media Co-operative Ltd.
  - (b) to prepare and assist members to compile programs for transmission.
  - (c) to encourage and promote community and cultural expression through music, art, science, literature and education for the benefit of members and the community
  - (d) to seek all possible participation of members in all aspects of the Association including management, programming and presentation.
  - (e) to support the development of community media activities especially community radio and television
  - (f) to apply for a community broadcasting licence or licences under the Broadcasting Services Act 1992.
  - (g) to seek to obtain programs from other broadcasters and program units of interest to members

#### **44. Change of Name, Objects and Constitution.**

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 Committee member.



**APPENDIX 1 – (Rule 3 (1))**

**APPLICATION FOR MEMBERSHIP TO  
WAGGA WAGGA COMMUNITY MEDIA INCORPORATED  
Under The Associations Incorporation Act. 1984**

**Applicants Details**

Surname (Mr / Mrs / Ms) ..... Given Names .....

Residential Address .....

Postal Address .....

Telephone: (Home)..... (Work)..... (Mobile).....

Email: ..... Date of Birth .....

Reason for Application (e.g. Skills you may offer the station).....

**Applicants Agreement**

1. I ..... hereby apply to be admitted as a member of Wagga Wagga Community Media Inc.
2. I acknowledge that I have received a copy herewith of the Constitution of Wagga Wagga Community Media Inc. and agree to abide by it along with any other Rules & Policies of Wagga Wagga Community Media Inc. and any associated bodies of which Wagga Wagga Community Media Inc. is a member.
3. I further understand that this application is subject to the approval of the Committee of Management and upon my acceptance by the Committee I will only become a member upon receipt of the fees as outlined –  
 Joining Fee - \$.10.00..... + Initial Subscription \$ 20..... = Total Payable \$30.....  
 This will entitle me to active membership until the next 30<sup>th</sup> of June.
4. I understand that to retain active membership I am required to pay a renewal fee each year by no later than the 31<sup>st</sup> of July that year.

Dated the..... day of ....., 20..... Signature of Applicant .....

**Nomination** – (In the event an applicant does not have a valid nominator, please contact the office on 6925 3000)

I..... as a member of Wagga Wagga Community Media Inc; nominate the applicant, who is personally known to me, for membership of Wagga Wagga Community Media Inc.

Dated the..... day of ....., 20..... Signature of Nominator .....

**Please return to** - Wagga Wagga Community Media Incorporated  
PO Box 2019, Wagga Wagga, NSW 2650.

Office Use Only:

Date Received -		C of M Decision -	
Invoice Number -		Invoice Date -	
Payment Received On		Entered in Register By -	
Date Enter in Register		Membership Number -	

**APPENDIX 2 – (Rule 33 (2))  
FORM OF APPOINTMENT OF PROXY**

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

being a member of Wagga Wagga Community Media Inc. hereby appoint–

..... of.....  
(Full name of proxy) (Address)

being a member of Wagga Wagga Community Media Inc. as my proxy to vote for me on my behalf at the general meeting of Wagga Wagga Community Media Inc. (annual general meeting or special general meeting, as the case may be) to be held on the.....day of ....., 20..... and at any adjournment of that meeting.

My proxy is authorised to vote in favour of / against (delete as appropriate) the resolution

.....  
.....  
.....  
.....  
.....  
.....

.....  
Signature of member appointing proxy

.....  
Date

**NOTE: A proxy vote may not be given to a person who is not a member of Wagga Wagga Community Media Inc.**