

Constitution for the South-East Radio Group Inc.

As approved on 20 November 2015

1. NAME

The name of the Association / Club is South-East Radio Group Incorporated hereinafter referred to as the "Association" or "Group".

2. OBJECTS

The objects of the Association are:

- To bring together people interested in Amateur Radio and to further their interest in Amateur Radio.
- To convene regular meetings of members and to organise suitable lectures, seminars and activities.
- To facilitate the licensing process for interested persons.
- To engage in the design, procurement and construction of Group technical projects on behalf of the members.
- To advance the technical knowledge and operating proficiency of radio amateurs and other interested persons.
- The profits (if any) arising from the transactions of the Group shall be applied in the furtherance of the Group's objects and shall not be distributed amongst the members nor shall it be an object of the Group to secure pecuniary profit for the individual members of the Group.
- To support financially any Group related activity provided it has been approved by a two-thirds majority of financial members entitled to vote at a properly constituted meeting of the Group.

3. ATTAINING OBJECTS

The Association shall be empowered to do all things necessary which are incidental to and necessary for the attainment of the objects of the Association.

4. PROPERTY OF THE ASSOCIATION

The Association must apply all property and income of the Association towards the promotion of the objects or purposes of the Association. No part of that property or income is to be paid or otherwise distributed, directly or indirectly, to members of the Association, except in good faith in the promotion of those objects or purposes.

5. POWERS OF THE ASSOCIATION (as conferred by Section 13 of the Act)

- 5.1 To acquire, hold, deal with, and dispose of any real or personal property
- 5.2 To open and operate bank accounts
- 5.3 To invest its money
 - In a recognised Australian Bank or Credit Union
 - In any other manner authorised by the rules of the Association
- 5.4 To borrow money upon such terms and conditions as the Association thinks fit
- 5.5 To give such security for the discharge of liabilities incurred by the Association as the Association thinks fit
- 5.6 To appoint agents and employees to transact any business of the Association on its behalf for reward or otherwise
- 5.7 To build, construct, erect, maintain, alter and repair any premises, building or other structure of any kind and to furnish equip and improve the same for use by the Association
- 5.8 Accept donations and gifts in accordance with the objects of the Association
- 5.9 Print and publish any information by any media including newsletters, newspapers, articles or leaflets for promotion of the Association.
- 5.10 Provide gifts and prizes in accordance with the objects of the Association.
- 5.11 Organise social events for Members and the promotion of the Association
- 5.12 To enter into any other contract the Association considers necessary or desirable.

6. MEMBERSHIP

- 6.1 Membership of the Group shall consist of the following grades:
- a. Full membership of the Group shall be open to all interested persons who possess any amateur operators Certificate of Proficiency or show a developing interest in doing so.
 - b. Social membership shall be open to the immediate family of full members of the Group and others at the discretion of the committee.
 - c. The Management Committee may elect any member as a Life Member who has given outstanding service to the Association. Any member may nominate a person to the Management Committee for consideration for Life Membership.
- 6.2 Full / Life membership of the Group shall entitle each member to:
- a. Attend all meeting of the Group and take part in debate and vote on all matters raised at such meetings
 - b. Stand for and be appointed as an officer of the Group
 - c. Partake in any activities of the Group
 - d. Receive any benefit of membership as determined by members.
- 6.3 Social membership of the Group shall entitle each member to:
- a. Attend all general meetings of the Group and take part in debate on any matter raised at such meetings.
 - b. Partake of any activities of the Group
 - c. Receive any benefit of membership as may be determined by members
 - d. A Social member may not stand for office and shall not be entitled to life membership
- 6.4 An application for membership to Full Membership or Social Membership
- a. Shall be made in writing and signed by the applicant, the proposer and the seconder, the proposer and seconder to be financial full members of the Group.
 - b. Applications must be submitted to the Committee for consideration
- 6.5 Patron
- The Association may, at its discretion, elect a patron/s or vice patron/s of the Association for such period as may be deemed necessary. Such patron/s or vice patron/s shall not be eligible to vote unless they are current members of the Association under another category of membership.
- 6.6 Affiliated clubs or teams
- A club desirous of becoming an affiliated club must make application in accordance with the by-laws of the Association. Such application must be lodged with the Association Secretary on or before a date as determined by the Management Committee of the Association. Each affiliated club or team shall appoint or elect a delegate as his or her representative to meetings of the Management Committee.
- 6.7 Records
- a. The Management Committee shall appoint a member of the Management Committee to maintain an up to date register of members of the Association
 - b. A member may at any reasonable time inspect the records and documents of the Association.

7. SUBSCRIPTION

- 7.1 Determined at the AGM and to be paid in accordance with the Bylaws

8. TERMINATION OF MEMBERSHIP

- 8.1 Any person's membership may be terminated by the following events:
- a. Resignation
 - b. Expulsion
 - c. A member's annual membership fee remains unpaid three months after the AGM
 - d. The Management Committee shall have the power to suspend or expel any member of the Association for:

1. False or inaccurate statements made in the member's application for membership of the Association
 2. Breach of any rule, regulation or by-law of the Association
 3. By any act detrimental to the Association. After having undertaken due inquiry.
- 8.2 Any member who is expelled, suspended or has their membership terminated, shall have the right to appeal against their suspension or expulsion by presenting their case to a General Meeting called for such purpose, and the decision of the General Meeting shall be final.

9. MANAGEMENT COMMITTEE

- 9.1 Management of the Association shall be vested in the Management Committee elected by the members at the Annual General Meeting and consisting of
- a. President
 - b. Vice President
 - c. Secretary
 - d. Treasurer
 - e. Two Committee Members
- 9.2 A person shall cease to be a member of the Management Committee at the conclusion of the Annual General Meeting which follows his/her election and he/she will be eligible for re-election.
- 9.3 A quorum for the Management Committee shall be half of its members plus one.
- 9.4 If the President or Vice President is unable to attend, then a chairperson nominated by the meeting shall chair that meeting.
- 9.5 A member of the Management Committee may lose his or her seat on the Committee for either of the following:
- a. Absence from three or more meetings without a leave of absence granted prior to the leave
 - b. Found not to be a financial member

10. POWERS OF THE MANAGEMENT COMMITTEE

- 10.1 The Management Committee shall carry out the day-to-day running of the Association and shall have power to:
- a. Administer the finances, appoint bankers, and direct the opening of banking accounts for specific purposes and to transfer funds from one account to another and to close any such accounts.
 - b. Fix the manner in which such banking accounts shall be operated upon, providing the Management Committee passes all payments
 - c. Fix fees and subscriptions payable by members and decide such levies, fines and charges as is deemed necessary and advisable, and to enforce payment thereof.
 - d. Adjudicate on all matters brought before it which in any way affect the Association
 - e. Cause minutes to be made of all proceedings at meetings of the Committee and General Meetings of members
 - f. Make, amend and rescind rulings and By-laws
 - g. Have the power to form and appoint any sub-committee/s as required for specific purposes
 - h. May at their discretion employ a person or persons to carry out certain duties required by the Association, at salaries or remunerations for such period of time, as may be deemed necessary
 - i. Should a vacancy occur on the Management Committee during the season, the Management Committee shall appoint a successor until the next Annual General Meeting.
 - j. Appoint an officer/s or agent of the Management Committee to have custody of the Association's records, documents and securities.

11. AUDITOR

- 11.1 The Annual General Meeting shall elect or appoint an Auditor or Auditors

- 11.2 The Auditor/s shall examine and audit all the books and accounts of the Association annually, and have the power to call for all books, papers, accounts, receipts etc of the Association and report thereon to the Annual General Meeting.

12. GENERAL MEETINGS

12.1 Annual General Meeting

- a. The Annual General Meeting of the Association must be held within four months of the end of the club's financial year.
- b. The Secretary shall give at least fourteen (14) days' notice of the date of the Annual General Meeting, to members. A draft agenda shall be included with that notice.
- c. All financial members may attend the Annual General Meeting in person or by electronic means when it is within the capacity of the Group to do so.
- d. The quorum at the Annual General Meeting shall be a minimum of eight members. If, at the end of 30 minutes after the time appointed in the notice for the opening of the Meeting, there is no quorum the meeting shall stand and adjourn for one week. If at such meeting there is no quorum those members present shall be competent to discharge the business of the meeting.
- e. The agenda for an Annual General Meeting shall be
 - Opening of Meeting
 - Apologies
 - Confirmation of minutes of previous Annual General Meeting
 - Presentation of Annual Report
 - Adoption of Annual Report
 - Presentation of Treasurer's statement
 - Any other reports
 - Election of new Executive and appointment of Auditor/s
 - Vote of thanks to outgoing Executive
 - Determination of Annual Membership Fees
 - Notice/s of Motion
 - Urgent general business
 - Closure

12.2 General Meetings

- a. General meetings may be called by the Management Committee or at the request of the President and Secretary or on the written request of members of the Association
- b. The Secretary shall give at least seven (7) days notice, in writing, of the date of the General Meeting to the members. Notice of General Meetings shall set out clearly the business for which the meeting has been called. No other business shall be dealt with at that General Meeting.
- c. The quorum at the General Meeting shall be a minimum of 8 members.

13. VOTING

13.1 Voting powers at the Annual General Meeting and General Meetings

- a. The President shall be entitled to a deliberate vote and, in the event of a tied vote, the President shall exercise a casting vote.
- b. Each individual financial member present, either in person or by electronic means providing that identification of the voter is ensured, shall have one (1) vote.

14. FINANCE

- 14.1 All funds of the Association shall be deposited into the Association's accounts at such bank or recognised financial institution as the Management Committee may determine.
- 14.2 All accounts due by the Association shall be paid by cheque after having being passed for payment at the Management Committee Meeting and when immediate payment is necessary, account/s shall be paid and the action endorsed at the next Management Committee Meeting.
- 14.3 The Secretary shall not spend more than the Petty Cash amount set in the Bylaws without the consent of the Management Committee, and shall keep a record of such expenditure in a Petty Cash Book.
- 14.4 A statement showing the financial position of the Association shall be tabled at each Management Committee meeting by the Treasurer.
- 14.5 A Statement of Income and Expenditure, Assets and Liabilities shall be submitted to the Annual General Meeting. The auditor's report shall be attached to such financial report.
- 14.6 The financial year of the Association shall commence on the first of July in each year. The accounts, books and all financial records of the Association shall be audited each year.
- 14.7 The signatories to the Association's account/s will be the Treasurer and anyone from the following
 - President
 - Vice President
 - Secretary
- 14.8 All property and income of the Association will apply solely to the promotion of the objects of the Association and no part of that property or income shall be paid or otherwise distributed, directly or indirectly, to members except in good faith in the promotion of these objects.

15. COMMON SEAL

The common seal of the Association shall be kept in the care of the Secretary. The seal shall not be used or affixed to any deed or document except pursuant to a resolution of the Management Committee and in the presence of at least the President and two members of the Committee, both of whom shall subscribe their names as witnesses.

16. ALTERATIONS TO THE CONSTITUTION AND BY-LAWS

- 16.1 No alteration, repeal or addition shall be made to the Constitution except at the Annual General Meeting, or General Meeting, called for that purpose and notice of all motions to alter, repeal or add to the Constitution shall be given to members fourteen (14) days prior to the Annual General Meeting, or seven (7) days prior to a General Meeting called for such purpose.
- 16.2 The Secretary shall forward such notices of motion to each Management Committee member at least fourteen (14) days prior to the Annual General Meeting or seven (7) days prior to a General Meeting.
- 16.3 Alterations to the By-laws can be made only at Management Committee Meetings provided notice of the proposed alteration/s has been duly notified to Committee Members.
- 16.4 Such motions, or any part thereof, shall be of no effect unless passed by a seventy five percent (75% majority (Special Resolution) of those present and entitled to a vote at the Annual General Meeting, General Meeting or Management Committee Meetings, as the case may be.
- 16.5 Within one month of the passing of a Special Resolution, the Secretary shall notify the Department of Consumer and Business Affairs.

17. DISSOLUTION

If, on the winding up of the Association, any property of the Association remains after satisfaction of the debts and liabilities of the Association and the costs, charges and expenses of that winding up, that property shall be distributed:

- a. To another incorporated association having objects similar, wholly or in part to those of the Association.

- b. For charitable purposes, which incorporated Association or purposes, as the case requires, shall be determined by resolution of the members.

18. Definitions

In this document the following additional conditions apply.

Meeting :

Attendance for decision making purposes may be face to face at one venue OR via teleconference OR videoconference.

In writing:

Includes handouts, postal, email, or fax.