

# Queanbeyan Community Radio QBN FM Incorporated

## Memorandums

and

## Articles



Queanbeyan Community  
Radio QBN FM Inc  
261 Crawford Street Queanbeyan  
PO Box 728 Queanbeyan NSW 2620

Table of Contents

<b>PART I- PRELIMINARY .....</b>	<b>3</b>
1. NAME .....	3
2. OBJECTS .....	3
3. DEFINITIONS.....	3
<b>PART II- MEMBERSHIP .....</b>	<b>4</b>
4. MEMBERSHIP QUALIFICATIONS .....	4
5. APPLICATION FOR MEMBERSHIP .....	4
6. CESSATION OF MEMBERSHIP.....	5
7. MEMBERSHIP ENTITLEMENTS NOT TRANSFERABLE.....	5
8. RESIGNATION OF MEMBERSHIP.....	5
9. REGISTER OF MEMBERS .....	5
10. FEES AND SUBSCRIPTIONS .....	6
11. MEMBERS' LIABILITIES.....	6
12. RESOLUTION OF INTERNAL DISPUTES .....	6
13. DISCIPLINING OF MEMBERS .....	6
14. RIGHT OF APPEAL OF REJECTED APPLICANT OR DISCIPLINED MEMBER ....	7
<b>PART III- THE COMMITTEE.....</b>	<b>7</b>
15. POWERS OF THE COMMITTEE.....	7
16. CONSTITUTION AND MEMBERSHIP .....	7
17. ELECTION OF MEMBERS .....	8
18. SECRETARY.....	8
19. TREASURER.....	9
20. CASUAL VACANCIES.....	9
21. REMOVAL OF MEMBER .....	9
22. MEETINGS AND QUORUM.....	9
23. DELEGATION BY COMMITTEE TO SUB-COMMITTEE.....	10
24. VOTING AND DECISIONS .....	11
<b>PART IV - GENERAL MEETINGS.....</b>	<b>11</b>
25. ANNUAL GENERAL MEETINGS - HOLDING OF .....	11
26. ANNUAL GENERAL MEETING - CALLING OF AND BUSINESS AT .....	11
27. SPECIAL GENERAL MEETINGS - CALLING OF.....	12
28. NOTICE .....	12
29. PROCEDURE.....	13
30. PRESIDING MEMBER .....	13
31. ADJOURNMENT .....	13
32. MAKING OF DECISIONS.....	13
33. SPECIAL RESOLUTION .....	14
34. VOTING.....	14
35. APPOINTMENT OF PROXIES.....	14
<b>PART V MISCELLANEOUS .....</b>	<b>14</b>
36. INSURANCE.....	14
37. FUNDS - SOURCE.....	14
38. FUNDS - MANAGEMENT .....	15
39. ALTERATION OF OBJECTS AND RULES.....	15
40. COMMON SEAL.....	15
41. CUSTODY OF BOOKS .....	15
42. INSPECTION OF BOOKS.....	15
43. SERVICE OF NOTICES .....	15
44. WINDING UP .....	15
45. DISTRIBUTION OF SURPLUS ASSETS.....	16
46. POLICY AND PROCEDURES MANUAL .....	16
Appendix 1 APPLICATION FORM.....	17
Appendix 2 PROXY FORM.....	18

## **PART I- PRELIMINARY**

### **1. NAME**

#### **1.1** The Name of the Association is:

Queanbeyan Community Radio - QBN FM Incorporated

### **2. OBJECTS**

#### **2.1** The purposes for which the Association is established are to:

- a. promote and further the community of the City of Queanbeyan and the surrounding Regional districts by the provision of a radio station accessible to the Community;
- b. operate a Community Broadcasting Station in such a manner as to satisfy the needs of the community;
- c. provide access of Community Radio Broadcasting facilities in all its various forms for Members of the Association;
- d. foster and encourage participation by all members of the community irrespective of their ethnicity, race, language, gender, sexuality, age, physical and mental ability, occupation, religious, cultural or political beliefs;
- e. facilitate access to, and or provide full accredited training and facilities for Members to enable their development as radio broadcasters, to foster and encourage participation by all members in the full operation of the service, and to ensure compliance with the Broadcasting Services Act; and
- f. ensure that the Community Radio Broadcasting Code of Practice is properly observed.

### **3. DEFINITIONS**

#### **3.1** In these rules:

- a. **Committee** means the Committee of Management of the Association, defined by rules 15 and 16;
- b. **Ordinary Member** means a member of the Committee of Management who is not an office-bearer of the Association, as referred to in rule 16.1.b;
- c. **Secretary** means:
  - (1) The person holding office under these rules as Secretary of the Association; or
  - (2) If no such person holds that office - the Public Officer of the Association;
- d. **Member** means a financial member of the Association;
- e. **Special General Meeting** means a general meeting of the Association other than an annual general meeting;
- f. **the Act** means the Associations Incorporation Act; and
- g. **the Regulation** means the Associations Incorporation Regulation.

#### **3.2** 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.
- 3.3** The provisions of the Interpretation Act 1987 apply to and, in respect of these rules in the same manner as those provisions, would apply if these rules were an instrument made under the Act.

## **PART II- MEMBERSHIP**

### **4. MEMBERSHIP QUALIFICATIONS**

- 4.1** 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 applied for membership of the Association as provided by rule 5, and
    - (ii) who has been approved for membership of the Association by the committee of the Association.
- 4.2** The following memberships are available:
- a. Single (One [1 ] Vote),
  - b. Concession (One [1] Vote),
  - c. Family – Two (2) adults and children under the age of eighteen (18) years of age residing at the same address (One [1] Vote each adult),
  - d. Corporate (One [1] nominated person eligible for One [1] Vote),
  - e. Gold – Individual Once-Only Fee (One [1 ]Vote), and
  - f. Associate (Non-Voting).

### **5. APPLICATION FOR MEMBERSHIP**

- 5.1** An application for membership of the Association must be lodged with the Secretary of the Association. This must be made using the form at Appendix 1.
- 5.2** As soon as practicable after receiving the application for membership, the Secretary must refer the application to the Committee which is to determine whether to approve or to reject the application.
- 5.3** An application may be rejected if:
- a. there are reasonable grounds to believe that the applicant would not abide by the rules and objectives of the Association; or
  - b. required By law; or
  - c. the applicant has been convicted of an indictable offence; or
  - d. there are reasonable grounds that the applicant would not abide by the Community Code Of Practice; or
  - e. there are reasonable grounds to believe that the applicant would pose a security risk to the members, property or premises of the Association.

- 5.4** As soon as practicable after the committee makes that determination, the Secretary must:
- a. notify the applicant, in writing, that the Committee approved or rejected the application (whichever is applicable), and
  - b. if the Committee approved the application, request the applicant to pay (within the period of twenty eight (28) days after receipt by the applicant of the notification) the sum payable under these rules by a member as membership fees.

**5.5** The Secretary must, on payment by the applicant of the amounts referred to in rule 5.4b within the period referred to in that provision, enter the applicant's name in the Register of Members and, on the name being so entered, the applicant becomes a member of the Association.

## **6. CESSATION OF MEMBERSHIP**

**6.1** 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.

## **7. MEMBERSHIP ENTITLEMENTS NOT TRANSFERABLE**

**7.1** 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.

## **8. RESIGNATION OF MEMBERSHIP**

**8.1** A member of the Association is not entitled to resign that membership except in accordance with this rule.

**8.2** A member of the Association who has paid all amounts payable by the member to the Association in respect of the person's 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 person ceases to be a member.

**8.3** If a member of the Association ceases to be a member under rule 8.2 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.

## **9. REGISTER OF MEMBERS**

**9.1** 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.

**9.2** 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.

- 9.3** A member of the Association may obtain a copy of any part of the Register of Members on payment of a fee of one dollar (\$1) for each page copied or, if some other amount is determined by the committee, that other amount.

## **10. FEES AND SUBSCRIPTIONS**

- 10.1** A member of the Association must pay to the Association an annual membership fee of \$1 or, if some other amount is determined by the Committee, that other amount:
- a. except as provided by rule 10.1b 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.

## **11. MEMBERS' LIABILITIES**

- 11.1** 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 10.

## **12. RESOLUTION OF INTERNAL DISPUTES**

- 12.1** Disputes between members (in their capacity as members) of the Association, and disputes between members and the Association, are to be handled according to the Station Policies and Procedures Manual which sets out the Association's conflict resolution policy. This has been developed in accordance with Code 7 of the Community Broadcasting Code of Practice.

## **13. DISCIPLINING OF MEMBERS**

- 13.1** 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 these rules; or
  - b. has persistently and wilfully acted in a manner prejudicial to the interests of the Association.
- 13.2** 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 fourteen (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.
- 13.3** 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.
- 13.4** If the committee expels or suspends a member, the Secretary must, within seven (7) calendar days after the action is taken, cause written notice to be given to the member of the action taken.

- 13.5** The expulsion 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 14.5, whichever is the latter.

**14. RIGHT OF APPEAL OF REJECTED APPLICANT OR DISCIPLINED MEMBER**

- 14.1** A rejected applicant or disciplined member may appeal to the Association at a general meeting against a resolution of the committee under rule 13, within seven (7) days after notice of the resolution is served on the rejected applicant or disciplined Member, by lodging with the Secretary a notice to that effect.
- 14.2** The notice may, but need not, be accompanied by a statement of the grounds on which the rejected applicant or member intends to rely for the purposes of the appeal.
- 14.3** On receipt of a notice from a rejected applicant or disciplined Member under rule 14.1, the Secretary must notify the Committee which is to convene a general meeting of the Association to be held within twenty eight (28) days after the date on which the Secretary received the notice.
- 14.4** At a general meeting of the Association convened under rule 14.3:
- a. No business other than the question of the appeal is to be transacted; and
  - b. The committee and the rejected applicant or disciplined 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.
- 14.5** 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**

**15. POWERS OF THE COMMITTEE**

- 15.1** The Committee is to be called the Committee of Management of the Association and, subject to the Act, the Regulation and these rules 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 these rules 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.

**16. CONSTITUTION AND MEMBERSHIP**

- 16.1** Subject in the case of the first members of the Committee to section 21 of the Act, the Committee is to consist of:

- a. Four (4) Office-Bearers of the Association, as set out in rule 16.2;
- b. Three (3) Ordinary Members, comprising two (2) Ordinary Members and one (1) representative of members who are on air presenters, each of whom is to be elected at the annual general meeting of the Association under rule 17; and
- c. At no time will there be more than three (3) on air presenters on the Committee.

**16.2** The Office-Bearers of the Association are to be:

- a. The President;
- b. The Vice-President;
- c. The Treasurer; and
- d. The Secretary.

**16.3** Each member of the Committee is, subject to these rules, to hold office until the conclusion of the annual general meeting following the date of their election, but is eligible for re-election.

**16.4** 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 annual general meeting next following the date of the appointment.

## **17. ELECTION OF MEMBERS**

**17.1** Nominations of candidates for election as office-bearers of the Association or as ordinary members of the committee:

- a. must be made in writing, signed by two (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 seven (7) days before the date fixed for the holding of the annual general meeting at which the election is to take place.

**17.2** 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.

**17.3** If insufficient further nominations are received, any vacant positions remaining on the Committee are taken to be casual vacancies.

**17.4** If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated are taken to be elected.

**17.5** If the number of nominations received exceeds the number of vacancies to be filled, a ballot is to be held.

**17.6** The ballot for the election of Office-Bearers and Ordinary Members of the committee is to be conducted at the annual general meeting in such usual and proper manner as the committee may direct.

## **18. SECRETARY**

**18.1** 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.

- 18.2** It is the duty of the Secretary to keep minutes of:
- a. all appointments of Office-Bearers and Ordinary Members of the committee;
  - 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.
- 18.3** Minutes of proceedings at a meeting must be signed by the chairperson of the meeting or by the chairperson of the next succeeding meeting.

**19. TREASURER**

- 19.1** 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.

**20. CASUAL VACANCIES**

- 20.1** For the purpose of these rules, a casual vacancy in the office of a member of the Committee occurs if the member
- a. dies;
  - b. ceases to be a Member of the Association;
  - c. becomes insolvent under administration within the meaning of the Corporations Law;
  - d. resigns office by notice in writing given to the Secretary;
  - e. is removed from office under rule 21;
  - 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 six (6) months.

**21. REMOVAL OF MEMBER**

- 21.1** 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.
- 21.2** If a member of the Committee to whom a proposed resolution referred to in clause 21.1 relates, makes representations in writing to the Secretary or President (not exceeding a reasonable length) and requests that the representations 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.

**22. MEETINGS AND QUORUM**

- 22.1** The Committee must meet at least three (3) times in each period of twelve (12) months at such place and time as the Committee may determine.

- 22.2 Additional meetings of the committee may be convened by the President or by any member of the Committee.
- 22.3 Oral or written notice of a meeting of the Committee must be given by the Secretary to each member of the Committee at least forty eight (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.
- 22.4 Notice of a meeting given under rule 22.3 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.
- 22.5 Any four (4) members of the Committee constitute a quorum for the transaction of the business of a meeting of the Committee.
- 22.6 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.
- 22.7 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.
- 22.8 At a meeting of the Committee:
  - 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, one of the remaining members of the Committee as may be chosen by the members present at the meeting is to preside.

**23. DELEGATION BY COMMITTEE TO SUB-COMMITTEE**

- 23.1 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.
- 23.2 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.
- 23.3 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.
- 23.4 Despite any delegation under this rule, the Committee may continue to exercise any function delegated.
- 23.5 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.
- 23.6 The Committee may, by instrument in writing, revoke wholly or in part any delegation under this rule.

**23.7** A sub-committee may meet and adjourn as it thinks proper.

**24. VOTING AND DECISIONS**

**24.1** Questions arising at a meeting of the Committee or of any sub-committee appointed by the Committee are to be determined by a majority of the votes of members of the committee or sub-committee present at the meeting.

**24.2** Each member present at a meeting of the Committee or of any 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.

**24.3** Subject to rule 22.5, the committee may act despite any vacancy on the committee.

**24.4** Any act or thing done or suffered, or purporting to have been done or suffered, by the Committee or by a 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**

**25. ANNUAL GENERAL MEETINGS - HOLDING OF**

**25.1** 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 six (6) months after the expiration of each financial year of the Association, convene an annual general meeting of its members.

**25.2** The Association must hold its first annual general meeting:

- a. within the period of eighteen (18) months after its incorporation under the Act; and
- b. within the period of six (6) months after the expiration of the first financial year of the Association.

**26. ANNUAL GENERAL MEETING - CALLING OF AND BUSINESS AT**

**26.1** The annual general meeting of the Association is, subject to the Act and to rule 25, to be convened on such date and at such place and time as the committee thinks fit.

**26.2** 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 last preceding financial year;
- c. to elect the Office-Bearers of the Association and Ordinary Members of the Committee;
- d. to receive and consider a statement which is not misleading and which gives a true and fair view of the following:
  - (i) the income and expenditure of the Association during its last financial year,
  - (ii) the assets and liabilities of the Association at the end of its last financial year,

- (iii) the mortgages, charges and other securities of any description affecting any of the property of the Association at the end of its last financial year.

**26.3** An annual general meeting must be specified as such in the notice convening it.

## **27. SPECIAL GENERAL MEETINGS - CALLING OF**

**27.1** The Committee may, whenever it thinks fit, convene a special general meeting of the Association.

**27.2** The Committee must, on the requisition in writing of at least five (5) per cent of the total number of members of the Association, convene a special general meeting of the Association.

**27.3** 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 the 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.

**27.4** If the Committee fails to convene a special general meeting to be held within one (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 three (3) months after that date.

**27.5** A special general meeting convened by a member or members as referred to in rule 27.4 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 expense is entitled to be reimbursed by the Association for any expense so incurred.

## **28. NOTICE**

**28.1** 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 twenty one (21) 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.

**28.2** 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 twenty one (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 rule 28.1 specifying, in addition to the matter required under rule 28.1, the intention to propose the resolution as a special resolution.

**28.3** 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 that may be transacted under rule 28.2.

**28.4** 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.

## **29. PROCEDURE**

- 29.1** 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.
- 29.2** Five (5) per cent of the members of the Association 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.
- 29.3** If within half an hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting if convened on the requisition of members, is to be dissolved. In any other case, the meeting 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.
- 29.4** 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.

## **30. PRESIDING MEMBER**

- 30.1** The President or, in the President's absence, the Vice-President, is to preside as chairperson at each general meeting of the Association.
- 30.2** 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.

## **31. ADJOURNMENT**

- 31.1** 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.
- 31.2** If a general meeting is adjourned for fourteen (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.
- 31.3** Except as provided in rules 31.1 and 31.2, 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.

## **32. MAKING OF DECISIONS**

- 32.1** A question arising at a general meeting of the Association is to be determined on a show of hands and, 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 the votes recorded in favour of or against that resolution.
- 32.2** At a general meeting of the Association, a poll may be demanded by the chairperson or by at least three (3) members present in person or by proxy at the meeting.

- 32.3** 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;
  - b. or 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.

**33. SPECIAL RESOLUTION**

- 33.1** A resolution of the Association is a special resolution 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 twenty one (21) days' written notice specifying the intention to propose the resolution as a special resolution was given in accordance with these rules.

**34. VOTING**

- 34.1** On any question arising at a general meeting of the Association a member has one (1) vote only.
- 34.2** 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.
- 34.3** 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.
- 34.4** No member may hold more than five (5) proxies.

**35. APPOINTMENT OF PROXIES**

- 35.1** Each member is to be entitled to appoint another member as proxy by notice given to the Secretary no later than twenty four (24) hours before the time of the meeting in respect of which the proxy is appointed.
- 35.2** The notice appointing the proxy is to be in the form set out in Appendix 2 to these rules.

**PART V MISCELLANEOUS**

**36. INSURANCE**

- 36.1** The Association must effect and maintain insurance as required under the Act.
- 36.2** In addition to the insurance required under rule 36.1, the Association may effect and maintain other insurance.

**37. FUNDS - SOURCE**

- 37.1** The funds of the Association are to be derived from membership fees, donations and, subject to any resolution passed by the Association in general meeting, such other sources as the Committee determines.
- 37.2** All money received by the Association must be deposited as soon as practicable and without deduction to the credit of the Association's bank account.

**37.3** The Association must, as soon as practicable after receiving any money, issue an appropriate receipt.

**38. FUNDS - MANAGEMENT**

**38.1** 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.

**38.2** All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by any two (2) members of the committee or employees of the Association, being members or employees authorised to do so by the committee.

**39. ALTERATION OF OBJECTS AND RULES**

**39.1** The statement of objects and these rules may be altered, rescinded or added to only by a special resolution of the Association.

**40. COMMON SEAL**

**40.1** The common seal of the Association must be kept in the custody of the Public Officer.

**40.2** 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 two (2) members of the committee or of one (1) member of the committee and of the Public Officer or Secretary.

**41. CUSTODY OF BOOKS**

**41.1** Except as otherwise provided by these rules, 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.

**42. INSPECTION OF BOOKS**

**42.1** 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.

**43. SERVICE OF NOTICES**

**43.1** For the purpose of these rules, a notice may be served by or on behalf of the Association on any member either personally or by sending it by post to the member at the member's address shown in the Register of Members.

**43.2** If a document is sent to a person by properly addressing, pre-paying and posting to the person a letter containing the document, the document is, unless the contrary is proved, taken for the purposes of these rules to have been served on the person at the time at which the letter would have been delivered in the ordinary course of post.

**44. WINDING UP**

**44.1** The association shall be wound up if a resolution to that effect is carried by a vote of a three-quarter majority of the financial members present at a general meeting convened to consider the resolution.

**45. DISTRIBUTION OF SURPLUS ASSETS**

**45.1** If the Association is to be wound up, and there remains surplus assets after satisfaction of all its debts and liabilities, the same shall not be paid to or distributed among the members or the Association, but shall be transferred to an institution having objects similar to the objects of the Association. A suitable institution will be determined by the members of the Association.

**46. POLICIES AND PROCEDURES MANUAL**

The Committee is responsible for the production, authorisation and up-keep of a "Policies and Procedures Manual" which will govern the conduct of the Association's broadcasting operations.



**Appendix 1**

**Queanbeyan Community  
Radio QBN FM Inc**  
261 Crawford Street Queanbeyan  
PO Box 728 Queanbeyan NSW 2620  
Telephone Studio: 02 6299 6899  
Facsimile Studio: 02 6299 6804

**Application for Membership of Association**

(incorporated under the Associations Incorporation Act 1984)

I/We \_\_\_\_\_ (name1)

\_\_\_\_\_ (name 2)

Of \_\_\_\_\_ (address)

\_\_\_\_\_

Occupation/s \_\_\_\_\_

Phone Contact \_\_\_\_\_ E-mail \_\_\_\_\_

Hereby apply to be a member of the abovementioned incorporated association. In the event of my admission as a member, I agree to be bound by the rules of the association for the time being in force.

Applicant/s Signature \_\_\_\_\_

Date \_\_\_\_\_

Children under 18 years \_\_\_\_\_

Type of Membership  
(1 July – 30 June annually)

Interests as a Volunteer (Please indicate)

- a) Single (\$30) \_\_\_\_\_
- b) Concession (\$20) \_\_\_\_\_
- c) Family (\$45) \_\_\_\_\_
- d) Corporate (\$75) \_\_\_\_\_
- e) Gold (\$150 life) \_\_\_\_\_
- f) Associate \_\_\_\_\_

- Listener \_\_\_\_\_
- Presenter \_\_\_\_\_
- Committee \_\_\_\_\_
- Clerical/Receptionist \_\_\_\_\_
- Maintenance \_\_\_\_\_
- Other \_\_\_\_\_

Type of Music Interests \_\_\_\_\_  
\_\_\_\_\_

**DO NOT ATTACH OR SEND ANY MONEY WITH THIS APPLICATION FORM  
MEMBERSHIP FEES ARE PAYABLE ONLY AFTER ACCEPTANCE OF YOUR APPLICATION BY THE  
COMMITTEE OF MANAGEMENT**

Appendix 2

**Form to be used for Appointing Proxy arrangements**



**Queanbeyan Community  
Radio QBN FM Inc**  
261 Crawford Street Queanbeyan  
PO Box 728 Queanbeyan NSW 2620  
Telephone Studio: 02 6299 6899  
Facsimile Studio: 02 6299 6804

**Queanbeyan Community Radio QBN FM Inc**

**Appointment of Proxy**

I

\_\_\_\_\_

(full name)

Of

\_\_\_\_\_

(address)

being a financial member of Queanbeyan Community Radio QBN FM Inc

hereby appoint

\_\_\_\_\_

(full name of proxy)

Of

\_\_\_\_\_

(address)

being a Member of the incorporated Association, as my proxy to vote for me on my behalf at the Annual General Meeting of

\_\_\_\_\_

(date)

and at any adjournment of that meeting.

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

\_\_\_\_\_

(signature of Member appointing proxy)

\_\_\_\_/\_\_\_\_/\_\_\_\_

(date)