

RULES OF SOUTH EASTERN RADIO ASSOCIATION INCORPORATED

Association Number A0014349S

2018

PART 1: PRELIMINARY

1. Name

The name of the incorporated association is South Eastern Radio Association Incorporated (in these Rules called “the Association”) and otherwise known as Casey Radio 3SER 97.7FM.

2. Statement of Purpose

The purpose of the association is to:

- Provide programs which educate and inform listeners about issues of concern to them.
- Promote local cultural and community events.
- Provide media training to members of the community to increase their participation in the media.
- Support local artists.
- Encourage innovation in community development.
- Produce unique radio content which is challenging cultural and socioeconomic boundaries and cannot be heard anywhere else.

3. Financial Year

The financial year of the Association is each period ending June 30.

4. Definitions

In these Rules, unless the contrary intention appears –

Chairperson, of a general meeting or committee meeting, means the person chairing the meeting as required under these rules

committee means the committee having management of the business of the Association

committee member means a meeting of the Committee held in accordance with these rules

financial year means the 12 month period specified in rule 3

general meeting means a general meeting of members convened in accordance with Part 4 and includes an annual general meeting and a special general meeting

member means a member of the Association

member entitled to vote means a member who under rule 12(3) is entitled to vote at a general meeting

ordinary member of the committee means a member of the committee who is not an officer of the Association under rule 33(b)

secretary of the Association is a reference

(a) if a person holds office under these Rules as secretary of the Association – to that person; and

(b) in any other case, to the public officer of the Association.

special resolution means a resolution that requires not less than three quarters of the members voting at a general meeting, whether in person or by proxy, to vote in favour of the resolution.

supporter member means a member of the Association as per rule 15

the Act means the **Associations Incorporation Reform Act 2012** and includes any regulations made under that Act

the Registrar means the registrar of Incorporated Associations

regulations means regulations under the Act

relevant documents has the same meaning as in the Act

PART 2: POWERS OF ASSOCIATION

5. Powers of Association

- (1) Subject to the Act, the Association has power to do all things incidental or conducive to achieve its purposes.
- (2) Without limiting rule 5(1), the association may
 - (a) acquire, hold and dispose of real or personal property;
 - (b) open and operate accounts with financial institutions;
 - (c) invest its money in any security in which trust monies may lawfully be invested;
 - (d) raise and borrow money on any terms and in any manner as it thinks fit;

- (e) secure the repayment of money raised or borrowed, or the payment of a debt or liability;
 - (f) agents to transact business on its behalf;
 - (g) enter into any other contract it considers necessary or desirable.
- (3) The Association may only exercise its powers and use its income and assets (including any surplus) for its purposes.

6. Not for Profit Organisation

- (1) The Association must not distribute any surplus income or assets directly or indirectly to its members.
- (2) Rule 5(1) does not prevent the Association from paying a member –
 - (a) reimbursement for expenses properly incurred by a member; or
 - (b) for goods or services provided by the member if this is done in good faith on terms no more favourable than if the member was not a member.

PART 3: MEMBERS, DISCIPLINARY PROCEDURES AND GRIEVANCES

Division 1 - Membership

7. Minimum number of members

The Association must have at least five members.

8. Who is eligible to be a member

Any person who supports the purposes of the Association is eligible for membership.

9. Membership categories

The membership categories of the Association shall be –

- (a) individual
- (b) family
- (c) concession
- (d) life member
- (e) organisation (not for profit)

- (f) supporter
- (g) corporate

10. Application for membership

- (1) An application of a person for membership of the Association must be made in writing on the form set out in Appendix 1; and
 - (a) be lodged with the Secretary of the Association; and
 - (b) be signed by the applicant; and
 - (c) must be accompanied by the entrance fee, if applicable.
- (2) A person who applies and is approved for membership as provided in these Rules is eligible to be a member of the Association on payment of an annual subscription as payable under these Rules.
- (3) A person who is not a member of the Association at the time of the Incorporation of the Association (or who was a member at that time but ceased to be a member) must not be admitted to membership unless –
 - (a) he or she applies for membership in accordance with rule 10(1); and
 - (b) the admission as a member is approved by the committee.
- (4) As soon as practicable after the receipt of an application, the Secretary must refer the application to the committee.
- (5) The committee must determine whether to approve or reject the application.
- (6) If the committee approves an application for membership, the Secretary must, as soon as practicable –
 - (a) notify the applicant in writing of the approval for membership; and
 - (b) request payment within 28 days after receipt of the notification of the sum payable under the Rules as the entrance fee and the first year's annual subscription.
- (7) The Secretary must, within 28 days after receipt of the amounts referred to in Appendix 4 enter the applicant's name in the register of members.
- (8) An application for membership may only be rejected if there are reasonable grounds to believe that the applicant would not abide by the rules and purposes of the association; or
 - (a) required by law; or
 - (b) the applicant has been convicted of an indictable offence; or

- (c) there are reasonable grounds to believe that the applicant would not abide by the Community Broadcasting Code of Practice; or
 - (d) there are reasonable grounds to believe that the applicant would pose a security risk to the members or premises of the association.
- (9) Where the committee resolves to reject an application for membership, the committee must ensure that the applicant is notified in writing of the rejection of the application and return any money accompanying the application to the applicant.

11. Annual subscription and fee on joining

- (1) The entrance fee is the relevant amount as determined by the Association at the annual general meeting.
- (2) The annual subscription is the relevant amount as determined by the Association at the annual general meeting and is payable in advance on or before January 1 in each year.

12. General rights of members

- (1) An applicant for membership becomes a member and is entitled to exercise the rights of membership when his or her name is entered in the register of members.
- (2) A right, privilege, or obligation of a person by reason of membership of the Association –
 - (a) is not capable of being transferred or transmitted to another person; and
 - (b) terminates upon the cessation of membership whether by death or resignation or otherwise.
- (3) A member is entitled to vote if –
 - (a) the member is a member other than a supporter member; and
 - (b) more 12 months have passed since he or she became a member of the Association; and
 - (c) the member's membership rights are not suspended for any reason.
- (4) A member of the Association who is entitled to vote has the right –

- (a) to receive notice of general meetings and of proposed special resolutions in the manner and time prescribed by these Rules; and
- (b) to submit items of business for consideration at a general meeting; and
- (c) to attend and be heard at general meetings; and
- (d) to vote at a general meeting; and
- (e) to have access to the minutes of general meetings and other documents of the Association as provided under rule 53(2)(3); and
- (f) to inspect the register of members.

13. Life membership

- (1) The committee of management, upon receipt of a written nomination by two members, may by unanimous vote at a properly constituted committee of management meeting confer life membership upon any member provided that –
 - (a) the appointee must have been a member of the Association for at least ten consecutive years;
 - (b) the appointee must have demonstrated an extraordinary commitment to the Association's stated purpose and contributed at a significant level to the operations of the Association in its pursuit of that purpose;
 - (c) the appointee is recognised as a member of the community that is beyond reproach;
 - (d) under special circumstances the committee of management may confer Life Membership to a volunteer it deems to have contributed at a significant level to the operations of the Association in its pursuit of that purpose.
- (2) The committee may, by unanimous vote at a properly constituted committee of management meeting withdraw life membership should the committee form the opinion that a member –
 - (a) has refused or neglected to comply with these Rules or any terms or conditions associated with life membership, or
 - (b) has been guilty of conduct unbecoming a member or prejudicial to the interests of the Association.

14. Rights not transferable

The rights of a member are not transferable and end when membership ceases.

15. Supporter members

- (1) Supporter members of the Association include –
 - (a) any member under the age of 15 years; and
 - (b) have paid an annual subscription as set out in Appendix 4.
- (2) A supporter member must not vote but may have other rights as determined by the Committee.

16. Register of members

- (1) The Secretary must keep and maintain a register of members containing –
 - (a) the name, address and contact details and category of membership of each member
- (2) The register is available for inspection free of charge by any member upon request.
- (3) A member may make a copy of entries in the register.

17. Ceasing membership

- (1) A member of the Association who has paid all moneys due and payable by a member to the Association may resign from the Association by giving one month's notice in writing to the Secretary of his or her intention to resign.
- (2) A member is taken to have resigned if the member's annual subscription is more than 12 months in arrears.
- (3) After the expiry of the period referred to in rule 17(1) (2) –
 - (a) the member ceases to be a member; and
 - (b) the Secretary must record in the register of members the date on which the member ceased to be a member.

Division 2 – Disciplinary action

18. Discipline, suspension and expulsion of members

- (1) Subject to these Rules, if the committee is of the opinion that a member has refused or neglected to comply with these Rules, or has been guilty of conduct unbecoming a member or prejudicial to the interests of the Association, the committee may by resolution –
 - (a) suspend that member from membership of the Association for a specified period; or
 - (b) expel that member from the Association; or
 - (c) fine that member an amount not exceeding \$500
- (2) A resolution of the committee under rule 18(1) does not take effect unless –
 - (a) at a meeting held in accordance with rule 18(3), the committee confirms the resolution; and
 - (b) if the member exercises a right of appeal to the Association under this rule, the Association confirms the resolution in accordance with this rule.
- (3) A meeting of the committee to confirm or revoke a resolution passed under rule 18(1) must be held not earlier than 14 days and not later than 28 days, after notice has been given to the member in accordance with rule 18(4).
- (4) For the purposes of giving notice in accordance with rule 18(3), the Secretary must, as soon as practicable, cause to be given to the member a written notice –
 - (a) setting out the resolution of the committee and the grounds on which it is based; and
 - (b) stating that the member, or his or her representative, may address the committee at a meeting to be held not earlier than 14 days and not later than 28 days after the notice has been given to that member; and
 - (c) stating the date, place and time of that meeting, and
 - (d) informing the member that he or she may do one or both of the following –
 - (i) attend that meeting;
 - (ii) give to the committee before the date of that meeting a written statement seeking the revocation of the resolution; and
 - (e) inform the member that, if at that meeting the committee confirms the resolution, he or she may, not later than 48 hours after that meeting,

- give the Secretary a notice to the effect that he or she wishes to appeal to the Association in a general meeting against the resolution.
- (5) At a meeting of the committee to confirm or revoke a resolution passed under rule 18(1), the committee must –
 - (a) give the member or his or her representative, an opportunity to be heard; and
 - (b) give due consideration to any written statement submitted by the member; and
 - (c) determine by resolution whether to confirm or to revoke the resolution.
 - (6) If at the meeting of the committee, the committee confirms the resolution, the member may, not later than 48 hours after that meeting, give the Secretary a notice to the effect that he or she wishes to appeal to the Association in a general meeting against the resolution.
 - (7) If the Secretary receives a notice under rule 18(6), he or she must notify the committee and the committee must convene a general meeting of the Association to be held within 21 days after the date on which the Secretary received the notice.
 - (8) At a general meeting of the Association convened under rule 18(7) –
 - (a) no business other than the question of the appeal may be conducted; and
 - (b) the committee may place before the meeting details of the grounds for the resolution and the reasons for the passing of the resolution; and
 - (c) the member, or his or her representative, must be given an opportunity to be heard; and
 - (d) The members present must vote by secret ballot on the question whether the resolution should be confirmed or revoked.
 - (9) A resolution is confirmed if, at the general meeting not less than two-thirds of the members vote in person, or by proxy, in favour of the resolution. In any other case, the resolution is revoked.
 - (10) Upon resignation or expulsion from the Association no refund, pro-rata or otherwise shall be redeemable.
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Division 2 – Grievance procedure

19. Application

- (1) The grievance procedure set out in this rule applies to disputes under these Rules between –
 - (a) a member and another member; or
 - (b) a member and the committee; or
 - (c) a member and the Association.
 - (2) The parties to the dispute must meet and discuss the matter in dispute, and if possible, resolve the dispute within 14 days after the dispute comes to the attention of all of the parties.
 - (3) If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties must, within 10 days, hold a meeting in the presence of a mediator.
 - (4) The mediator must be –
 - (a) a person chosen by agreement between the parties; or
 - (b) in the absence of agreement –
 - (i) in the case of a dispute between a member and another member, a person appointed by the Committee of the Association, or
 - (ii) in the case of a dispute between a member and the Association, a person who is mediator appointed or employed by the Dispute Settlement Centre of Victoria (Department of Justice).
 - (5) A member of the Association can be mediator.
 - (6) The mediator cannot be a member who is a party to the dispute.
 - (7) The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
 - (8) The mediator, in conducting the mediation must –
 - (a) give the parties to the mediation process every opportunity to be heard; and
 - (b) allow due consideration by all parties of any written statement submitted by any party; and
 - (c) ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.
 - (9) The mediator must not determine the dispute.
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- (10) If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.
- (11) The committee may by unanimous vote at a properly constituted committee of management meeting refuse to deal with a complaint if it considers the complaint to be trivial or vexatious in nature.

PART FOUR: GENERAL MEETINGS OF THE ASSOCIATION

20. Annual General Meetings

- (1) The committee must determine the date, time and place of the Annual General Meeting of the Association.
- (2) The notice convening the Annual General Meeting must specify that the meeting is an annual general meeting.
- (3) The ordinary business of the Annual General Meeting shall be –
 - (a) to confirm the minutes of the previous Annual General Meeting and of any special meeting held since that meeting; and
 - (b) to receive and consider –
 - (i) the annual report of the committee on the activities of the Association during the preceding financial year; and
 - (ii) the financial statements of the Association for the preceding financial year submitted by the committee in accordance with Part 7 of the Act.
 - (c) to elect members of the Committee of management; and
 - (d) to confirm or vary the amounts (if any) of the annual subscription and joining fee.
- (4) The Annual General Meeting may conduct any special business of which notice has been given in accordance with these Rules.

21. Special general meetings

- (1) In addition to the annual general meeting, any other general meetings may be held in the same year.

- (2) All general meetings other than the annual general meeting are special general meetings.
- (3) The Committee may, whenever it thinks fit, convene a special general meeting of the Association.
- (4) If, but for rule 21, more than 15 months would elapse between annual general meetings, the committee must convene a special general meeting before the expiration of that period.
- (5) The Committee must, on the request in writing of members representing not less than 5 per cent of the total number of members, convene a special general meeting of the Association.
- (6) The request for a special general meeting must –
 - (a) state the objects of the meeting; and
 - (b) be signed by the members requesting the meeting; and
 - (c) be sent to the address of the Secretary.
- (7) If the committee does not cause a special general meeting to be held within one month after the date on which the request is sent to the address of the Secretary, the members making the request, or any of them, may convene a special general meeting to be held not later than 3 months after that date.
- (8) If a special general meeting is convened by members in accordance with rule 21(7), it must be convened in the same manner as far as possible as a meeting convened by the committee and all reasonable expenses incurred in convening the special general meeting must be refunded by the Association to the persons incurring the expenses.

22. Special business

All business that is conducted at a special general meeting and all business that is conducted at the annual general meeting, except for business conducted under the rules as ordinary business of the annual general meeting, is deemed to be special business.

23. Notice of general meetings

- (1) The secretary of the Association, at least 14 days, or if a special resolution has been proposed at least 21 days, before the date fixed for holding a

general meeting of the Association, must cause to be sent to each member of the Association, a notice stating the place, date and time of the meeting and the nature of the business to be conducted at the meeting.

- (2) Notice may be sent –
 - (a) by prepaid post to the address appearing in the register of members; or
 - (b) if the member requests, by facsimile transmission or electronic transmission.
- (3) No business other than that set out in the notice convening the meeting may be conducted at the meeting.
- (4) A member intending to bring any business before a meeting may notify in writing, or by electronic transmission, the secretary of that business, who must include that business in the notice calling the next general meeting.

24. Quorum at general meetings

- (1) No item of business may be conducted at a general meeting unless a quorum of members entitled under these Rules to vote is present at the time when the meeting is considering an item.
- (2) Five members personally present (being members entitled under the Rules to vote at a general meeting) constitute a quorum for the conduct of the business of general meeting.
- (3) If, within half an hour after the appointed time for the commencement of a general meeting, a quorum is not present –
 - (a) In the case of a meeting convened upon the request of members the meeting must be dissolved; and
 - (b) In any other case the meeting shall stand adjourned to the same day in the next week at the same time (unless another place is specified by the Chairperson at the time of the adjournment or by written notice to members given before the day to which the meeting is adjourned) at the same place.
 - (c) If at the adjourned meeting the quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present (being not less than 3) shall be a quorum.

25. Presiding at general meeting

- (1) The President, or in the President's absence, The Vice-President shall preside as Chairperson at each general meeting of the Association.
- (2) If the President and the Vice President are absent from a general meeting, or are unable to preside, the members present must select one of their number to preside as Chairperson.

26. Adjournment of meetings

- (1) The person presiding may, with consent of a majority of members present at the meeting, adjourn the meeting from time to time and place to place.
- (2) No business may be conducted at an adjourned meeting other than the unfinished business from the meeting that was adjourned.
- (3) If a meeting is adjourned for 14 days or more, notice of the adjourned meeting must be given in accordance with rule 23(1) (2).
- (4) Except as provided in rule 26(3), it is not necessary to give notice of an adjournment or of the business to be conducted at an adjourned meeting.

27. Voting at general meetings

- (1) Upon 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.
- (3) In case of an equality of voting on a question, the Chairperson of the meeting is entitled to exercise a second or casting vote.
- (4) A member is not entitled to vote at a general meeting unless all money's due and payable by the member to the Association have been paid, other than the amount of the annual subscription payable in respect of the current finance year.

28. Polling at general meetings

- (1) If at a meeting a poll on any question is demanded by not less than 3 members, it must be taken at that meeting in such manner as the Chairperson may direct and the resolution of the poll shall be deemed to be a resolution of the meeting on that question.
- (2) A poll that is demanded on the election of a Chairperson or on a question of an adjournment must be taken immediately and a poll that is demanded on

any other question must be taken at such time before the close of the meeting as the Chairperson may direct.

29. Manner of determining whether resolution carried

- (1) If a question arising at a general meeting of the Association is determined on a show of hands –
 - (a) A declaration by the Chairperson that a resolution has been -
 - (i) carried; or
 - (ii) carried unanimously; or
 - (iii) carried by a particular majority; or
 - (iv) lost
- (2) An entry to that effect in the minute book of the Association is evidence of the fact, without proof of the number proportion of the votes recorded in favour of or against that Resolution.

30. Proxies

- (1) Each member is entitled to appoint another member as a 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 must be –
 - (a) for a meeting of the Association convened under rule 20 in the form set out in Appendix 2; or
 - (b) in any other case, in the form set out in Appendix 3.

31. Minutes of general meeting

- (1) The committee must ensure that minutes are taken and kept of each general meeting.
- (2) The minutes must record the business considered at the meeting, any resolution on which a vote is taken and the result of the vote.
- (3) In addition, the minutes must include –
 - (a) the names of members attending the meeting; and
 - (b) proxy forms given to the Secretary of the meeting under rule 30(1)
 - (c) the financial statements submitted to the members in accordance with rule 20(b)(ii); and

- (d) the certificate signed by two committee members certifying that the financial statements give a true and fair view of the financial position and performance of the Association; and
- (e) any audited accounts and auditor's report or report of a review accompanying the financial statements that are required under the Act.

PART FIVE: COMMITTEE OF MANAGEMENT

Division one – Powers of Committee

32. Role and powers

- (1) The affairs of the Association shall be managed by the committee of management.
- (2) The committee –
 - (a) shall control and manage the business and affairs of the association; and
 - (b) may, subject to these Rules, the Act and the Regulations, exercise all such powers and function as may be exercised by the Association other than those powers and functions that are required by these Rules to be exercised by general meetings of the members of the Association; and
 - (c) Subject to these Rules, the Act and the Regulations, has power to perform all such acts and things as appear to the Committee to be essential for the proper management of the business and affairs of the Association; and
 - (d) may, by unanimous vote at a properly constituted committee of management meeting, seek specialist external advice, paid or unpaid, where it determines that additional expertise is required.

Division 2 – Composition of Committee and duties of members

33. Composition of the Committee

- (1) The committee shall consist of –
 - (a) the officers of the Association; who shall be
 - (i) a President;

- (ii) a Vice-President;
 - (iii) a Treasurer; and
 - (iv) a Secretary
- (b) six ordinary members, and
 - (c) two representatives as required by a funding body, in an observer capacity only.
- (1) The provisions of rule 33, so far as they are applicable and with the necessary modifications, apply to and in relation to the election of persons to any of the offices referred to in rule 33(1).
 - (2) Each officer of the Association shall hold office for one year following his/her election to office, but is eligible for re-election by the committee of management following the election of members to the committee of management at the annual general meeting.
 - (3) In the event of a casual vacancy in any office referred to in rule 33(1), the committee may appoint one of its members to fill the vacancy and the member appointed may continue in office up to and including the conclusion of the term of the outgoing officer.
 - (4) Subject to these Rules, each ordinary member of the committee shall hold office for a period of three years but is eligible for re-election by the members of the Association at the annual general meeting.
 - (5) In the event of a casual vacancy occurring in the office of an ordinary member of the committee, the committee may appoint a member who shall hold office, subject to these Rules, until the conclusion of the annual general meeting next following the date of the appointment.

34. General duties

- (1) As soon as practicable after being elected or appointed to the Committee, each committee member must become familiar with these Rules and the Act.
- (2) The Committee is collectively responsible for ensuring that the Association complies with the Rules and the Act and that individual members of the Committee comply with these Rules and the Act.
- (3) Committee members must exercise their powers and discharge their duties with reasonable care and diligence.
- (4) Committee members must exercise their powers and discharge their duties –

- (a) in good faith in the best interests of the Association; and
 - (b) for a proper purpose.
- (5) Committee members and former committee members must not make improper use of
 - (a) their position; or
 - (b) information acquired by virtue of holding their position – so as to gain an advantage for themselves or any other person or to cause detriment to the Association.

Note: See also Division 3 of Part 6 of the Act which sets out the general duties of the office holders of an incorporated association.

- (6) In addition to any duties imposed by these Rules, a committee member must perform any other duties imposed from time to time by resolution at a general meeting.

35. President and Vice-President

- (1) Subject to sub rule (2), the President or, in the President's absence, the Vice-President is the Chairperson for any general meetings and for any committee meetings.
- (2) If the President and the Vice-President are both absent, or are unable to preside, the Chairperson of the meeting must be –
 - (a) in the case of a general meeting - a member elected by the other members present; or
 - (b) in the case of a committee meeting – a committee member elected by the other committee members present.

36. Secretary

- (1) The Secretary must perform any duty or function required under the Act to be performed by the secretary of an incorporated association.
- (2) The Secretary must –
 - (a) maintain the register of members in accordance with rule 18; and
 - (b) keep custody of the common seal (if any) of the Association and, except for the financial records referred to in rule 37, all books, documents and securities of the Association in accordance with rules 53(1); and

- (c) subject to the Act and these Rules, provide members with access to the register of members, the minutes of general meetings and other books and documents; and
 - (d) perform any other duty or function imposed on the Secretary by these Rules.
- (3) The Secretary must give to the Registrar notice of his or her appointment within 14 days after the appointment.

37. Treasurer

- (1) The Treasurer must –
- (a) receive all moneys paid to or received by the Association and issue receipts for those moneys in the name of the Association; and
 - (b) ensure that all moneys received are paid into the account of the Association within 5 working days after receipt; and
 - (c) make any payments authorised by the Committee or by a general meeting of the Association from the Association's funds; and
 - (d) ensure cheques are signed by at least 2 committee members.
- (2) The Treasurer must –
- (a) ensure that the financial records of the Association are kept in accordance with the Act; and
 - (b) coordinate the preparation of the financial statements of the Association and their certification by the Committee prior to their submission to the annual general meeting of the Association.
- (3) The Treasurer must ensure that at least one other committee member has access to the accounts and financial records of the Association.

38. Election of officers and ordinary committee members

- (1) Nominations of candidates for election as ordinary members of the committee must be –
- (a) made in writing, signed by two members of the Association and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination); and
 - (b) delivered to the Secretary of the Association not less than 7 days before the date fixed for the holding of the annual general meeting.

- (2) The nominations of representatives of funding bodies as required shall be accepted, and once accepted, shall be declared accepted for a term of one year. The funding organisation may renominate the retiring members or alternatively nominate other representatives in early December each year for the Committee.
- (3) If insufficient nominations are received to fill all vacancies on the committee, the candidate's nomination shall be deemed to be elected and further nominations may be received at the annual general meeting.
- (4) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.
- (5) If the number of nominations exceeds the number of vacancies to be filled, a ballot must be held.
- (6) The ballot for the election for ordinary members of the committee must be conducted at the annual general meeting in such a manner as the committee may direct.
- (7) In having all members of the committee of management being elected for three year terms as ordinary members, the ten members are elected for overlapping terms where in one year either three or four positions become vacant and for which elections are conducted.
- (8) Officers of the Association shall be elected on an annual basis for one year by the members of the committee from within the elected committees' membership following the annual general meeting.
- (9) A nomination of a candidate for election made under rule 38(1) is not valid unless the nominee has been a member of the association for a period of more than one year and nominee is eighteen years of age or over.

39. Vacancies

- (1) The office of an officer of the Association, or of an ordinary member of the committee becomes vacant if the officer or member –
 - (a) ceases to be member of the Association; or
 - (b) becomes an insolvent under administration within the meaning of the Corporations Act; or
 - (c) resigns from office by notice in writing given to the Secretary.

40. Meetings of the committee

- (1) The committee must meet at least 6 times in each year at such place and such times as the committee may determine.
- (2) Special meetings of the committee may be convened by the president or by any 4 members of the committee.

41. Notice of committee meetings

- (1) Written notice of each committee meeting must be given to each member of the committee at least 2 business days before the date of the meeting.
- (2) Written notice must be given to members of the committee of any special meeting specifying the general nature of the business to be conducted and no other business may be conducted at such a meeting.

42. Quorum for committee meetings

- (1) Any 6 members of the committee constitute a quorum for the business of a meeting of the committee.
- (2) No business may be conducted unless a quorum is present.
- (3) If within half an hour of the time appointed for the meeting a quorum is not present –
 - (a) In the case of a special meeting – the meeting lapses;
 - (b) In any other case – the meeting shall stand adjourned to the same place and the same time and day in the following week.
- (4) The committee may act notwithstanding any vacancy on the committee.

43. Presiding at committee meetings

- (1) At meetings of the committee –
 - (a) The President or, in the President's absence, the Vice-President presides, or
 - (b) If the President and the Vice-President are absent, or are unable to preside, the members present must choose one of their number to preside.

44. Voting at committee meetings

- (1) Questions arising at a meeting of the committee, or a meeting of any subcommittee appointed by the committee, shall be determined on a show of hands or, if a member requests, by a poll taken in such manner as the person presiding at that meeting may determine.
- (2) Each member present at a meeting of the committee, or at a meeting of any subcommittee appointed by the committee (including the person presiding at the meeting), is entitled to one vote and, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.

45. Sub Committees

- (1) The committee may establish sub committees and may revoke any such sub committees. The sub committee must not be to the exclusion of or in substitution for all or any of the powers of the committee.
- (2) The committee may approve terms of reference for each sub committee which includes the roles and responsibilities of the sub committee.
- (3) The sub committee must report back to the committee.
- (4) Recommendations of the sub committees will be presented to the committee for ratification.

46. Removal of committee member

- (1) The Association in a general meeting, may, by resolution, remove any member of the committee before the expiration of the member's term of office until the expiration of the term of the first-mentioned member.
- (2) A member who is the subject of a proposed resolution referred to in rule 46(1) may make representations in writing to the Secretary or President of the Association (not exceeding reasonable length) and may request that the representations be provided to the members of the Association.
- (3) The Secretary or the President may give a copy of the representations to each member of the Association or;
- (4) if they are not so given, the member may require that they be read out at the meeting.

47. Minutes of meeting

The Secretary of the Association must keep minutes of resolutions and proceedings of each general meeting, and each committee meeting, together with a record of the names of persons present at committee meetings.

48. Conflict of Interest

- (1) A committee member who has a material or personal interest in a matter being considered at a committee meeting must disclose that nature and extent of that interest to the committee.
- (2) The member –
 - (a) must not be present while the matter is being considered at the meeting; and
 - (b) must not vote on the matter.

49. Financial Gain

Committee members are not entitled to receive payment or gratuity for any services provided to the Association during their term of office. Failure to comply may result in disciplinary action.

PART SIX: FINANCIAL MATTERS

50. Funds

- (1) The Treasurer of the Association is responsible to –
 - (a) collect and receive all moneys due the Association, and
 - (b) make all payments authorised by the Association; and
 - (c) keep correct accounts and books showing the financial affairs of the Association with full details of all receipts and expenditure connected with the activities of the Association; and
 - (d) ensure a suitably qualified auditor is appointed to audit the finances of the Association and submit a written report to the members at each annual general meeting.
- (2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed / approved by two members nominated by the committee.

- (3) The funds of the Association shall be derived from entrance fees, annual subscriptions, donations, sponsorship and such other sources as the committee determines.

PART SEVEN: GENERAL MATTERS

51. Seal

- (1) The common seal of the Association must be kept in the custody of the Secretary.
- (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 members of the committee or, of one member of the committee and the public officer of the Association.

52. Notice to members

- (1) Except for the requirement in rule 23, any notice that is required to be given to a member, by or on behalf of the Association, under these rules may be given by –
 - (a) delivering the notice to the member personally; or
 - (b) sending it by prepaid post addressed to the member at that member's address shown in the register of members; or
 - (c) facsimile transmission, if the member has requested that the notice be given to him or her in the manner; or
 - (d) electronic transmission if the member has requested that the notice be given to him or her in the manner.

52. Winding up

In the event of winding up or the cancellation of the incorporation of the Association, the assets of the Association must be disposed of in accordance with the provisions of the Act.

53. Custody and inspection of books and records

- (1) Except as otherwise provided in the Rules, the Secretary must keep in his or her custody or under his or her control all books, documents and securities of the Association.
- (2) All accounts, books, securities and any other relevant documents of the Association must be available for inspection free of charge by any member upon request.
- (3) A member may make a copy of any accounts, books, securities and any other relevant documents of the Association.

54. Alteration to the Rules

These Rules and the statement of purposes of the Association must not be altered except in accordance with the Act



MEMBERSHIP

NAME

ADDRESS

SUBURB POSTCODE.....

HOME PHONE.....MOBILE

EMAIL.....

TYPE OF MEMBERSHIP

- FULL CONCESSION FAMILY (4) BUSINESS
- NOT FOR PROFIT SUPPORTER (Non voting rights)

SIGNATURE.....DATE.....

By signing this membership I agree to abide by the Rules of the Association.

VOLUNTEERING

- | | |
|---|---|
| <input type="checkbox"/> I wish to receive notices via Email | <input type="checkbox"/> I'd like to help with Outside Broadcasts |
| <input type="checkbox"/> I'd like to help with Administration | <input type="checkbox"/> I'd like to be an On-Air Presenter |
| <input type="checkbox"/> I'd like to help with Production | <input type="checkbox"/> I'd like to help with Promotion |
| <input type="checkbox"/> I'd like to help with Technical / IT | |

FORM OF APPOINTMENT OF PROXY



I,

_____ *(name)*

Of _____

(address)

being a member of **South Eastern Radio Association Incorporated**

appoint _____

(name of proxy holder)

Of _____

(address of proxy holder)

being a member of that Incorporated Association, as my proxy to vote on my behalf at the Annual General Meeting of the Association to be held on —

and at any adjournment of that meeting.

My proxy is authorised to vote in the election on committee members and rule change.

Signed _____

Date ____/____/____

Proxy Forms have to be completed and returned to the Secretary by Tuesday, November 26, 2019, 7PM.

South Eastern Radio Association Inc.
Studio: Suite 7, 65 Berwick-Cranbourne Road, Cranbourne East
Postal: Box 977 - Cranbourne, VICTORIA 3977
{03} 5996 6977 | Fax: {03} 5966 6900
www.caseyradio.com.au
ABN : 75 636 930 367 | Reg: A0014349S

APPOINTMENT OF PROXY FORM SPECIAL GENERAL MEETING



I,

of
(address)

being a financial member of South Eastern Radio Association Inc. hereby appoint

.....
(full name of proxy)

of
(address)

being a member of South Eastern Radio Association Inc., as my proxy to vote for me
on my behalf at a Special General Meeting of the association 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*:
*To be inserted if desired

Signature of member appointing proxy.....

Date:.....

NOTE: A proxy vote may not be given to a person who is not a member of the association.



SCHEDULE OF FEES

As per the Rules of the Association

PART 3: MEMBERS, DISCIPLINARY PROCEDURES AND GRIEVANCES

Division 1 - Membership

11 Annual subscription and fee on joining

- (1) The entrance fee is the relevant amount as determined by the Association at the annual general meeting.
- (2) The annual subscription is the relevant amount as determined by the Association at the annual general meeting and is payable in advance on or before January 1 in each year.

Annual Membership Fees being for the yearfor the following membership categories of the Association shall be –

- Individual
- Family
- Concession.....
- Life member
- Organisation (not for profit).....
- Supporter.....
- Corporate