

**EAST GIPPSLAND AMATEUR RADIO CLUB (Inc.)**

CONSTITUTION

Including

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THE END

Association Incorporation Act 1981

Section 5 (b)

Statement of Purpose

1. The name of the proposed incorporated association is:-
 

East Gippsland Amateur Radio Club Incorporated
2. The purpose for which the proposed incorporated association is established are:-
  - (a) To promote and encourage interest and participation in the Amateur Radiocommunication Service and to facilitate group participation in training in, and technical investigation of radio technique and intercommunication by radio.
  - (b) To own property and to acquire funds to be applied solely for the purposes set

out in (a). No portion thereof shall be paid or transferred directly or indirectly by way of profit to members.

(c) To be a member club of the Wireless Institute of Australia.

This is the annexure of .....pages marked .....referred to in the declaration of

.....  
Made this .....day of  
.....1993.

Before me .....ASSOCIATIONS INCORPORATION  
ACT 1981 – SCHEDULE 3

1. The name of the incorporation association is:-

East Gippsland Amateur Radio Club Incorporated  
(in these rules called ‘the association’).

2. (1) In these rules, unless the contrary intention appears :-

‘WIA’ means The Wireless Institute of Australia.

‘Financial year’ means the year ending 30<sup>th</sup> June

‘AGM’ means the Annual General Meeting of the members convened in accordance with rule 7.

‘General Meeting’ means a monthly meeting of members convened in accordance with rule 9.

‘Special General Meeting’ means a meeting convened by the Members for a specific purpose in accordance with rule 8

‘Member’ means a member of the association covered by rule 3.

‘Associate’ means a person covered by rule 3.

‘Life Member’ means a person covered by rule 3

‘The Act’ means the Associations Incorporations Act 1981

‘The Regulations’ means regulations under the act.

(2) In these rules, a reference to the secretary of the association is a reference

(a) where 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.

(3) Words or expressions contained in these rules shall be interpreted in accordance with the provisions of the Interpretation of Legislation Act 1984 and the Act as in force from time to time.

(4) The club is to operate for the benefit of it’s members and decisions shall be made only by a majority vote of members

3. **Membership**

(1) There shall be three grades of membership.

(a) Member – a person eligible to become a member shall be a licensed amateur. These members shall have full voting rights.

(b) Associate member – any person interested in the club activities may become an associate member and have voting rights on all matters.

(c) Life Member – any person who shall have rendered special services to the club may at any AGM on the unanimous recommendation of the committee and on receiving the votes of at least two thirds of the members present at such meeting be elected a life member of the club with full privileges without payment of any subscription. A life member shall not be relieved of any financial obligation other than the annual subscription.

(2) A natural person who is nominated and approved for membership as provided

in these rules is eligible to be a member of that Association on payment of the entrance fee and annual subscription payable under these rules.

- (3) A person may be nominated at any General Meeting and that nomination be referred to the members for approval or rejection.
- (4) Upon a nomination being approved, the Secretary shall, with as little delay as possible, notify the nominee that he is approved for membership of the association and request payment within the period of 28 days after receipt of the notification of the sum payable under these rules as the entrance fee and the first year's annual subscription.
- (5) The secretary shall, upon payment of the amounts referred to in sub-clause (2) within the period referred to in sub-clause (4) enter the nominee's name in the register of members and, upon the name being so entered, the nominee becomes a member of the association.
- (6) A right, privilege, or obligation of a person by reason of his membership of the association:-
  - (a) is not capable of being transferred or transmitted to another person
  - (b) terminates upon the cessation of his membership whether by death or resignation or otherwise.
- (7) Upon rejection of any application for membership the person shall be advised in writing within 28 days of the members decision.

#### 4. Fees, Subscriptions and Levies

- (1) The annual subscription and entrance fee shall be such amount as determined by the Members and approved by the Annual General Meeting and shall be payable within 40 days following the Annual General Meeting.
- (2) A special projects levy on the members of the association may be approved at a General Meeting.
- (3) The annual subscriptions and/or entrance fees are not refundable.

#### Register of Members

5. The secretary shall keep and maintain a register of all members in which shall be entered the full name, address, call sign, grade of membership and date of entry of each member, and the register shall be available for inspection by members. A copy shall be available to any member on request.

#### 6. Resignation and Expulsion of Members

- (1) Subject to these rules, the members may by resolution:-
  - (a) expel a member from the Association;
  - (b) suspend a member from the membership of the Association for a specified period if the members are of the opinion that the 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.
- (2) A resolution of the members under sub-clause (1)
  - (a) does not take effect unless the members, at a meeting held not earlier than 14 and not later than 28 days after the service on the member of a notice under sub-clause (3) confirms the resolution in accordance with this clause; and
  - (b) where the member exercises a right of appeal to the Association under this clause does not take effect unless the Association confirms the resolution in accordance with this clause.
- (3) Where the members pass a resolution under sub-clause (1), the secretary

shall as soon as practicable cause to be served on the member a notice in writing:-

- (a) setting out the resolution of the members and the grounds on which it is based.;
  - (b) stating that the member shall address the members at a meeting to be held not earlier than 14 and not later than 28 days after service of the notice;
  - (c) stating the date, place and time of that meeting.
- (4) At a meeting of members held in accordance sub-clause (3), the members:-
- (a) shall give to the member an opportunity to be heard;
  - (b) shall give due consideration to any written statement submitted by the member; and
  - (c) shall by resolution determine whether to confirm or to revoke the resolution.
- (5) If at the general meeting:-
- (a) two-thirds of the members vote in person or by proxy in favour of the confirmation of the resolution the resolution is confirmed.
  - (b) In any other case, the resolution is revoked.

7.

#### Annual General Meeting

- (1) The Association shall in each calendar year convene an Annual General Meeting of its members
- (2) The Annual General Meeting shall be held on such date, time and place as the members determine.
- (3) The Annual General Meeting shall be specified as such in the notice convening it.
- (4) The ordinary business of the Annual General Meeting shall be:-
  - (a) To confirm the minutes of the last preceding Annual General Meeting.
  - (b) To receive from the Office bearers reports upon the activities and transactions of the Association during the last preceding financial year;
  - (c) To elect officers of the Association; and
  - (d) To receive and consider the statement submitted by the Association in accordance with section 30 (3) of the Act.
- (5) The Annual General Meeting may transact special business of which notice is given in accordance with these rules.
- (6) The Annual General Meeting shall be in addition to any other General Meeting that may be held in the same year.

8.

#### Special General Meetings

- (1) The members may, convene a Special General Meeting of the Association and where, but for this sub-clause, more than 15 months would elapse between Annual General Meetings, shall convene a Special General Meeting before the expiration of that period.
- (2) The Office bearers shall, on the requisition in writing of members representing a quorum of the members, convene a Special General Meeting of the Association.
- (3) The requisition for a Special General Meeting shall state the objects of the meeting and shall be signed by the members making the requisition and be sent to the address of the Secretary and may consist of several documents in a like form, each signed by one or more of the members making the requisition.
- (4) If the Office bearers do not cause a Special General Meeting to be held within one month after the date on which the requisition is sent to the address of the

Secretary, the members making the requisition, or any of them, may convene a Special General Meeting to be held not later than 3 months after that date.

- (5) A Special General Meeting convened by members in pursuance of these rules shall be convened in the same manner as nearly as possible as that in which general meetings are convened. All reasonable expenses incurred in convening the meeting shall be refunded by the Association to the persons incurring the expenses.

9. **General Meetings**

- (1) General meetings of the association shall be held on a monthly basis at a date, time and place to be decided by the members.
- (2) General meetings may transact business of which notice is given in accordance with these rules and may accept business raised from the floor.

10. **Notice of Meeting**

- (1) The Secretary of the Association shall, at least 14 days or if the special resolution has been proposed, at least 21 days before the date fixed for holding a General Meeting of the Association, cause the date, time and place of the meeting to be advertised on the WIA broadcast, the Association's radio nets and/or local media outlets or by post or by email.
- (2) No business other than that set out in the notice convening a special general meeting shall be transacted at the Special General Meeting.
- (3) No business other than that set out in the notice convening the Annual General Meeting shall be transacted at the Annual General Meeting.
- (4) A member desiring to bring any business at a General Meeting may give notice of that business in writing to the Secretary who shall include that business in the agenda for the next General Meeting, or may raise business from the floor.

11. **Proceedings at Meetings**

- (1) All business that is transacted at a Special General Meeting and all business that is transacted at the Annual General Meeting, with the exception of that specially referred to in these rules as being the ordinary business of the Annual General Meeting, shall be deemed to be special business.
- (2) No item of business shall be transacted at a General Meeting unless a quorum of members entitled under these rules to vote is present during the time when the meeting is considering that item.
- (3) 5 members personally present (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.
- (4) 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 upon the requisition of members shall be dissolved, and in any other case, shall stand adjourned to the next monthly meeting (unless another date, time and place is specified by the person presiding at the time of the adjournment, or by written notice to members given before the date to which the meeting is adjourned) and 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 4) shall be a quorum.
- (5) The President, or in his absence, the Vice-President, shall preside as

- Chairperson at each General Meeting of the Association.
- (6) If the President and the Vice-President are absent from a General Meeting, the members present shall elect one of their number to preside as Chairperson at the meeting.
  - (7) The Chairperson of a General Meeting at which a quorum is present may, with the consent of the meeting, adjourn the meeting from time to time and place to place, but no business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
  - (8) Where a meeting is adjourned for 14 days or more, a like notice of the adjourned meeting shall be given as in the case of the General Meeting.
  - (9) Except as provided in sub-clauses (1) and (2), is not necessary to give notice of an adjournment or of the business to be transacted at an adjourned meeting.
  - (10) Upon any question arising at a General Meeting of the Association, a member has one vote only.
  - (11) All votes shall be given personally or by proxy.
  - (12) In the case of an equality of voting on a question, the Chairperson of the meeting is entitled to exercise a second or casting vote.
  - (13) If at a meeting a poll on any question is demanded by not less than five members, it shall 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.
  - (14) A poll that is demanded on the election of a Chairperson or on a question of an adjournment shall be taken forthwith and a poll that is demanded on any other question, shall be taken at such time before the close of the meeting, as the Chairperson may direct.
  - (15) A member is not entitled to vote at any AGM, Special General or General Meeting unless all moneys due and payable by him to the Association have been paid (in accordance with clause 3.(4)) other than the amount of the annual subscription payable in respect of the current financial year.
  - (16) Each member shall be entitled to appoint another member as his 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.
  - (17) The notice appointing the proxy shall be in the form set out in Appendix 2.

## 12.

## Management of the Association

- (1) The Office Bearers of the association shall manage the business affairs of the association in accordance with the directions from the majority of the members.
- (2) The Officers of the Association shall be:-
  - (a) a President;
  - (b) a Vice-President;
  - (c) a Treasurer;
  - (d) a Secretary;
  - (e) plus other office holders as may be decided at the AGM.
- (3) The provisions of Rule 13 so far as they are applicable and with the necessary modifications, apply to and in relation to the election of persons to any other offices mentioned in sub-clause (2).
- (4) Each officer of the Association shall hold office until the conclusion of the Annual General Meeting next after the date of his election but is eligible for re-election.

- (5) In the event of a casual vacancy in any office referred to in sub-clause (2), the members may appoint a replacement to the vacant office and the member so appointed may continue in office up to the Annual General Meeting next following the date of appointment.

13.

## Election of Officers and Vacancy

- (1) Nominations of candidates for election as officers of the Association :-  
 (a) may be made in writing, signed by two members of the Association and accompanied by the written consent of the candidate:- and  
 (b) shall be delivered to the secretary of the Association prior to the Annual General Meeting;  
 (c) may be made from the floor at the Annual General Meeting.
- (2) If insufficient nominations are received to fill all vacancies, the candidates nominated shall be deemed to be elected and further nominations shall be received at the Annual General Meeting.
- (3) 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.
- (4) If the number of nominations exceeds the number of vacancies to be filled, a ballot shall be held.
- (5) The ballot for the election of officers and ordinary members shall be conducted at the Annual General Meeting in such usual and proper manner as the members may direct.
- (6) For the purposes of these rules, the office of an officer of the Association becomes vacant if the officer or member:-  
 (a) ceases to be a member of the Association;  
 (b) becomes an insolvent under administration within the meaning of the Companies (Victoria) Code; or  
 (c) resigns office by notice in writing given to the Secretary.

14.

## Secretary

The secretary of the Association shall keep minutes of the resolutions and proceedings of each association meeting in a system provided for that purpose together with a record of the names of persons present at those meetings.

15.

## Treasurer

- (1) The Treasurer of the Association:-  
 (a) shall collect and receive all moneys due to the Association and make all payments authorized by the Association; and shall have authority to pay urgent accounts between general meetings up to the value of \$60. Any such payments shall be submitted for approval at the next general meeting.  
 (b) shall 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.  
 (c) with the exception of ( c ) above all other accounts shall be paid only after they have been passed for payment at a general meeting.  
 (d) shall maintain an asset register of equipment/property held/owned by the Association.
- (2) The accounts and books referred to in sub-clause (1) shall be available for inspection by members

16

## 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. The number of votes per member is limited to 5.
- (2) The notice of appointment must be on the form set out in Appendix 2.

17.

## Removal of an Office Bearer

- (1) The Association in a General Meeting may by resolution remove any Office bearer before the expiration of the members term of office and appoint another member in his or her place to hold 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 sub clause (1) may make representations in writing to the Secretary or President of the association (not exceeding a reasonable length) and request that the representation be provided to members of the Association
- (3) The Secretary or President may give a copy of the representations to each member of the Association, or if they are not given ,the member may require that they be read out at the meeting.

18.

## Cheques

All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by any two of the following:- President, Secretary or Treasurer.

19.

## Seal

- (1) The Common Seal of the Association shall be kept in the custody of the secretary.
- (2) The Common Seal shall not be affixed to any instrument except by the authority of the members and the affixing of the Common Seal shall be attested by the signatures of any two of the President, Secretary and Treasurer.

20.

## Alteration of Rules and Statement of Purposes

These rules and the statement of purposes of the Association shall not be altered except in accordance with the Act.

21.

## Notices

- (1) A notice may be served by or on behalf of the Association upon any member either personally, by post, by WIA broadcasts or by the Association radio nets or local media or electronic mail.
- (2) Where a document is properly addressed prepaid and posted to a person as a letter, the document shall, unless the contrary is proved, be deemed to have been given to the person at the time at which the letter would have been delivered in the ordinary course of post.

22.

## Winding Up or Cancellation

In the event of the winding up or the cancellation of the incorporation of the Association, the assets of the Association shall become the property of the Wireless Institute of Australia.

23. Custody of Records

Except as otherwise provided in these Rules, the secretary shall keep in his custody or under his control all books, documents and securities of the Association.

24. Funds

The funds of the Association shall be derived from entrance fees, annual subscriptions, donations and such other sources as the members determine.

END .....

Dated 1/8/2003

Amended July 2005.