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# **Cairns Community Broadcasters Incorporated Constitution and Rules**

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**Adopted at a Special Annual General Meeting of Cairns Community Broadcasters  
Incorporated – on 16<sup>th</sup> December 2020**

**These rules were registered by the Queensland Office of Fair Trading on 22 Mar 2021  
Document Number 3870943**

In approving these Rules the OFT requested that on the next occasion that the Rules were amended, that an addition to Rule 40 be made as follows:

*(2) However an amendment, repeal or addition is only valid if it is registered by the chief executive.*

For the avoidance of doubt, the fact that this provision is not included in the Rules does not imply that registration by the chief executive is not a requirement because this requirement is included in Section 48 of the Qld Associations Incorporation Act.

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**Cairns Community Broadcasters Inc.**

(Amended on 16<sup>th</sup> December 2020 and registered on 22 March 2021)

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**PART I – PRELIMINARY**

**1. NAME**

(1) The name of the incorporated association is to be Cairns Community Broadcasters Incorporated.

**2. OBJECTS**

(1) To apply for and to hold a community broadcasting licence and any other telecommunications licences.

(2) To establish and to operate a community broadcasting station and to erect, furnish and equip audio studios and production facilities of broadcast standard for use by the community.

(3) To operate the association as a not for profit community institution and to undertake all measures necessary to provide a radio broadcasting service to encourage, enable and facilitate communication within the community by operating and developing community media activities serving the community of Cairns and in particular:

(a) to enable and facilitate communication within the community by broadcasting programs dealing with local issues, events, culture and activities.

(b) to promote the work of Australian musicians and performers and regularly play throughout the day, new material and music of upcoming Australian bands and performers or those not recorded or distributed by major record companies and to this end to provide broadcasting and recording facilities to encourage Australian music talent.

(c) to exceed at all times the minimum Australian content provisions outlined in the Community Radio Broadcasting Codes of Practice 2008.

(d) to provide the opportunity for community groups and related associations, organisations and individuals to be involved in the production and presentation of original programs.

(4) In accordance with the previous point, and as the Association determines, to provide programming of a type not adequately covered by existing broadcasters and in particular:

(a) to encourage and develop uses for radio for community and public affairs, education, culture, information, entertainment and recreation by, for and directed to the local community including the handicapped, parents, teachers, and children etc

(b) to become a 'town crier' of cultural and community information by compiling community resource data and information with respect to local activities, events and developments affecting the community,

(c) to promote and encourage innovative and experimental uses of radio,

(d) to commission musical, dramatic and literary works for use relating to the objects of the Association.

(5) To teach, train, instruct, prepare and assist members to produce material for transmission and provide facilities for members to learn and practise the technical and aesthetic aspects of radio broadcasting and production.

(6) To foster the development and ideals of community broadcasting in such ways as the Association may determine, and to become a member of the Community Broadcasting Association of Australia and to subscribe to the Community Radio Broadcasting Codes of Practice 2008, and in particular:

(a) to seek all possible participation of members in all aspects of the Association including management, operations, programming and program production.

(b) to actively discourage the broadcast of material which is sexist or racist.

(7) To conduct, either solely or jointly with others, entertainments, promotions, concerts, cultural activities, meetings, conferences, community information resource centres, lectures, seminars, courses, on matters of interest relating to the objects of the Association, (and to broadcast the same as are relevant) and to publish either solely or jointly with others, program and other material relating to the objects of the Association.

(8) To carry out research into radio and other media including all technical, economic, social and marketing aspects specifically related to the use of these means towards the objects of the Association.

(9) To produce either solely or jointly with others publications and other products for sale, loan or hire including recorded programs suitable for dissemination through access arrangements with other community broadcasters and programmers and other outlets.

(10) To inform members and other interested individuals about the aims and operations of the Association, about community broadcasting, Australian and alternative music, and about the aims, and activities of participating groups and individuals, through station programming and the establishment of a newsletter or programming guide.

(11) To support and to co-operate with any kindred body.

(12) To appoint, employ, remove or suspend staff as may be necessary or convenient for the purpose or the Association.

(13) To do or cease to do from time to time any other such things as may be determined to be in keeping with the general aims of the association.

### **3. INTERPRETATION**

(1) In these rules:

“ordinary member” means a member of the committee who is not an office-bearer of the association, as referred to in rule 15 (2).

“financial member” means a member of the association in respect of whom all money due and payable by the member to the association has been paid.

“secretary” means:

(a) the person holding office under these rules as secretary of the association; or

(b) if no such person holds that office – the public officer of the association.

“special general meeting” means a general meeting of the association other than an annual general meeting.

“the Act” means the Association Incorporations Act 1981;

“the Regulation” means the Associations Incorporations Regulation 1999.

(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.

## **PART II – MEMBERSHIP**

### **4. MEMBERSHIP QUALIFICATIONS**

A person is qualified to be a member of the association if, but only if:

- (a) the person 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 has:
  - (i) attained the age of 18,
  - (ii) applied for membership of the association as provided by rule 5; and
  - (iii) has been approved for membership of the association by the committee of the association.

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

(1) An application for membership of the association:

(a) shall be made by the applicant in writing in the form set out in Appendix 1 to these rules together with such additional acknowledgements as the committee determines should be included therein; and

(b) shall be lodged with the secretary of the association together with relevant membership fees.

(2) As soon as practicable after receiving an application for membership, the secretary shall refer the application to the committee which shall determine whether to approve or reject the application. An application may only 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 to believe that the applicant would not abide by the Community Radio Broadcasting Codes of Practice 2008; or

(e) there are reasonable grounds to believe that the applicant would pose a security risk to the members or premises of the association; or

(f) the applicant has previously been suspended or expelled from the association.

(3) Where the committee resolves:

(a) to approve an application for membership, the secretary shall, as soon as practicable after that resolution, notify the applicant of that approval.

(b) to reject an application for membership, the applicant shall have the right of appeal under rule 13(1).

(4) On approval of an application for membership by the committee, or upon a resolution of the committee to reject an application being overturned on appeal, the secretary shall, as soon

as practicable 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**

A person ceases to be a member of the association if the person:

- (a) dies; or
- (b) resigns membership; or
- (c) is expelled from the association; or
- (d) is convicted of an indictable offence; or
- (e) has a yearly subscription outstanding as at 30<sup>th</sup> September of the year that subscription is due.

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

(1) A right, privilege or obligation which a person has by reason of being a member of the association:

- (a) is not capable of being transferred or transmitted to another person; and
- (b) terminates on cessation of the person's membership.

(2) For the avoidance of doubt, membership of itself does not bestow on air privileges.

## **8. RESIGNATION OF MEMBERSHIP**

(1) A member of the association is not entitled to resign that membership except in accordance with this rule.

(2) A member of the association who has paid all amounts payable by the member to the association in respect of the member'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 member ceases to be a member

(3) If a member of the association ceases to be a member under clause (2), and in every other case where a member ceases to hold membership, the secretary must make an appropriate entry in the register of members recording the date on which the member ceased to be a member.



## **9. REGISTER OF MEMBERS**

(1) The secretary of the association must ensure a register of members of the association is established and maintained specifying the name and, subject to clause (3), address of each person who is a member of the association together with the date on which the person became a member.

(2) The register of members must be kept at the principal place of administration of the association and must be open for inspection, free of charge, by any member of the association at any reasonable hour.

(3) The management committee may, on the application of a member of the association, withhold information about the member (other than the member's full name) from the register available for inspection if the management committee has reasonable grounds for believing the disclosure of the information would put the member at risk of harm.

## **10. FEES AND SUBSCRIPTIONS**

(1) Any application for membership must be accompanied by an amount equal to an annual membership fee as determined by the committee. Thereafter and subject to clause (2) a member of the association must pay to the association on 1 July each year an annual membership fee as determined by the committee.

(2) Where an application for membership is approved by the committee in the period 1 May to 30 June in any year, the annual membership fee that would otherwise be paid on the immediately following 1 July will be waived.

(3) The committee may determine at its discretion that a supplement to the membership fee that would otherwise apply must be paid by any member who is unable to designate an electronic address for the receipt of communications.

## **11. MEMBERS' LIABILITIES**

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. DISCIPLINING OF MEMBERS**

(1) Conduct by a member considered to be injurious or prejudicial to the character or interests of the association constitute grounds for suspension of membership or expulsion by the management committee.

(2) Before the management committee suspends or terminates a member's membership, the committee must give the member a full and fair opportunity to show why the membership should not be suspended or terminated.

(3) If, after considering all representations made by the member, the management committee resolves to suspend or terminate the membership, the secretary of the committee must give the member a written notice of the decision.

(4) The Management Committee will establish procedures for dealing with the disciplining of members.

## **13. RIGHT OF APPEAL OF REJECTED APPLICANT OR DISCIPLINED MEMBER**

(1) A rejected applicant or a member whose membership has been suspended or terminated under rule 12 may within 7 days after notice of the resolution is served on the rejected applicant or member give notice of intention to appeal by lodging with the secretary a notice to that effect.

(2) The notice may, but need not, be accompanied by a statement of the grounds on which the rejected applicant or member intends to rely for the purposes of the appeal.

(3) On receipt of a notice from a rejected applicant or member under clause (1), the secretary must notify the committee which is to convene a general meeting of the association to be held within 28 days after the date on which the secretary received the notice.

(4) At a general meeting of the association convened under clause (3):

(a) the notice must be submitted to the meeting;

(b) no business other than the question of the appeal is to be transacted;

(c) the committee and the rejected applicant or member must be given the opportunity to state their respective cases orally or in writing, or both; and

(d) the members present are to vote by secret ballot on the question of whether the resolution by the committee to reject the applicant or suspend or terminate membership as the case may be should be confirmed or revoked.

## **PART III – THE COMMITTEE**

### **14. POWERS OF THE COMMITTEE**

(1) The committee is to be called the committee of management of the association and, subject to the Act, the Regulation and these rules and to any resolution passed by the association in general meeting:

(a) is to control and manage the affairs of the association;

(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.

### **15. CONSTITUTION AND MEMBERSHIP**

(1) The committee is to consist of:

(a) the office-bearers of the association;

(b) 5 ordinary members,

(2) The office-bearers of the association are to be:

(a) the president;

(b) the vice-president;

(c) the treasurer; and

(d) the secretary.

(3) Each member of the committee is, subject to these rules, to hold office until required to retire in terms of clause (4) or clause (5).

(4) A member who has served either as an office bearer or an ordinary member as at the end of three consecutive annual general meetings is required to retire at the conclusion of the annual general meeting next following but is eligible for re-election.

(5) A minimum two office bearers and three ordinary members are required to retire at the conclusion of the annual general meeting but each office bearer and ordinary member may elect to retire but is eligible for re-election.

(6) For the purpose of clause (5) any casual vacancy of office bearer or ordinary member as the start of the annual general meeting or any vacancy that will arise when a member appointed as an office bearer or ordinary member to fill a casual vacancy under rule 19 ceases to hold office is deemed to be a retirement.

(7) In the event that less than two office bearers or three ordinary members are required, elect, or have been deemed to retire, additional office bearers or ordinary members will be required to retire and will be selected according to the date of their election to the committee or date of appointment to fill a casual vacancy with those having served the longest being selected first. In the event that a need arises to determine either an office bearer or an ordinary member

who is required to retire but the office bearers or ordinary members from whom that office bearer or ordinary member needs to be selected have identical dates of election or appointment then the person or persons required to retire will be selected by ballot.

(8) 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.

(9) In the event of a casual vacancy in the position of either treasurer or secretary, the committee may appoint a person who is not a member of the association but who is nevertheless reasonably qualified by virtue of training and experience to hold office until the annual general meeting next following the date of appointment.

## **16. ELECTION OF MEMBERS**

(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 2 members of the association

(b) must be accompanied by the written consent of the candidate (which may be endorsed on the form of nomination);

(c) must be delivered to the secretary of the association at least 5 working days before the date fixed for the holding of the annual general meeting at which the election is to take place. Such nomination to be displayed on the association's notice board in the office.

(2) All candidates nominated must be financial members of the association at date of nomination.

(3) 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.

(4) If insufficient further nominations are received, any vacant positions remaining on the committee are taken to be casual vacancies.

(5) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated are taken to be elected.

(6) If the number of nominations received exceeds the number of vacancies to be filled, a ballot is to be held.

(7) 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.

## **17. SECRETARY**

- (1) The secretary of the association must, as soon as practicable after being appointed as secretary lodge notice with the association his or her address.
- (2) It is the duty of the secretary to keep minutes of:
  - (a) all appointments of office-bearers and members of the 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.
- (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.
- (4) In addition, it is the duty of the secretary:
  - (a) to maintain the membership register; and
  - (b) undertake such other functions the secretary has under the provisions of the Act.

## **18. TREASURER**

- (1) In accordance with the provisions of the Act, the treasurer is responsible for the finances of the association generally and is required to undertake such functions as are required under the provisions of the Act.
- (2) It is the duty of the treasurer of the association to ensure that:
  - (a) All money due to the association is collected and received and that all payments authorised by the association are made;
  - (b) Correct books and accounts are kept showing the financial affairs of the association, including full details of all receipts and expenditure connected with the activities of the association;
  - (c) An annual organisational budget is prepared and reviewed;
  - (d) Regular reports against that budget are considered by the committee;
  - (e) A report on the association's finances and activities is presented at each annual general meeting;
  - (f) The adequacy of the association's insurance cover is reviewed at least annually;
  - (g) Financial control policies regarding expenditures are documented, approved by the committee and implemented; and
  - (h) Grant related obligations regarding financial recording and reporting are met.

## **19. CASUAL VACANCIES**

(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; or
- (b) ceases to be a member of the association; or
- (c) becomes insolvent under administration within the meaning of the Corporations Law; or
- (d) resigns office by notice in writing given to the secretary; or
- (e) is removed from office under rule 20; or
- (f) becomes a mentally incapacitated person; or
- (g) is absent without the consent of the committee for 3 consecutive meetings.

## **20. REMOVAL OF COMMITTEE MEMBER**

(1) The association in general meeting may by resolution remove any member of the committee from the office of member before the expiration of the member's term of office and may by resolution appoint another person to hold office until the expiration of the term of office of the member is so removed.

(2) If a member of the committee to whom a proposed resolution referred to in clause (1) relates makes representations in writing to the secretary or 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 which the resolution is considered.

## **21. MEETINGS AND QUORUM**

(1) The committee must meet monthly at such place and time as the committee may determine.

(2) Additional meetings of the committee may be convened by the president or by any member of the committee.

(3) Oral or written notice of a meeting of the committee must be given by the secretary to each member of the committee at least 48 hours (or such other period as may be unanimously agreed on by the members of the committee) before the time appointed for the holding of the meeting.

(4) Notice of a meeting given under clause (3) must specify the general nature of the business to be transacted at the meeting and no business other than that business is to be transacted at the meeting, except business which the committee members present at the meeting unanimously agree to transact.

(5) Any 3 members of the committee constitute a quorum for the transaction of the business of a meeting of the committee.

(6) No business is to be transacted by the committee unless a quorum is present and if, within half an hour of the time appointed for the meeting, a quorum is not present, the meeting is to stand adjourned to the same place and at the same hour of the same day in the following week.

(7) If at the adjourned meeting a quorum is not present within half an hour of the time appointed the meeting, the meeting is to be dissolved.

(8) Where non-controversial and routine recommendations need to be quickly endorsed by the committee, and where a physical meeting of members does not need to be held, a decision may be made by the distribution by the Secretary of a Flying Minute to all committee members, stating the recommendation/motion, background if applicable, and the provision to vote YES, NO or ABSTAIN. A decision for the acceptance of a Flying Minute recommendation would be made by at least 5 members voting in the affirmative. The Flying Minute outcome would be noted in the next ordinary meeting of the committee.

(9) 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, such one of the remaining members of the committee as may be chosen by the members present at the meeting is to preside.

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

(1) The committee may, by instrument in writing, delegate to one or more sub-committees (consisting of such member or members of the association as the committee thinks fit) the exercise of such of the functions of the committee as are specified in the instrument, other than:

(a) this power of delegation; and

(b) a function which is a duty imposed on the committee by the Act or by any other law.

(2) A function the exercise of which has been delegated to a sub-committee under this rule may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of the delegation.

(3) A delegation under this section may be made subject to such conditions or limitations as to the exercise of any function, or as to time or circumstances, as may be specified in the instrument of delegation.

(4) Despite any delegation under this rule, the committee may continue to exercise any function delegated.

(5) Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under this rule has the same force and effect as it would have if it had been done or suffered by the committee.

(6) The committee may, by instrument in writing, revoke wholly or in part any delegation under this rule.

(7) A sub-committee may meet and adjourn as it thinks proper.

### **23. VOTING AND DECISIONS**

(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.

(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.

(3) Subject to rule 21 (5), the committee may act despite any vacancy on the committee.

(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**

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

(1) The association must, at least once in each calendar year and within 6 months after the end date of the association's reportable financial year convene an annual general meeting of its members.

### **25. ANNUAL GENERAL MEETING – CALLING OF AND BUSINESS AT**

(1) The annual general meeting of the association is, subject to the Act and to rule 24, to be convened on such date and at such place and time as the committee thinks fit.

(2) In addition to any other business which may be transacted at an annual general meeting, the business of an annual general meeting is to include the following:

(a) to confirm the minutes of the last preceding annual general meeting and of any special general meeting held since that meeting;

(b) to receive from the committee reports on the activities of the association during the last preceding financial year;

(c) 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, and

(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.

(d) The appointment of an auditor; and

(e) to elect office bearers and other members of the committee.

(3) An annual general meeting must be specified as such in the notice convening it.

### **26. SPECIAL GENERAL MEETINGS – CALLING OF**

(1) The committee may, whenever it thinks fit, convene a special general meeting of the association.

(2) The committee must, on the requisition in writing of at least 5 per cent of the total number of members, convene a special general meeting of the association.

(3) A requisition of members for a special general meeting:

(a) must state the purpose or purposes of the meeting;

(b) must be signed by the members making the requisition;

(c) must be lodged with the secretary; and

(d) may consist of several documents in a similar form, each signed by one or more of the members making the requisition.

(4) If the committee fails to convene a special general meeting to be held within 1 month after that date on which a requisition of members for the meeting is lodged with the secretary, any one or more of the members who made the requisition may convene a special general meeting to be held not later than 3 months after that date.

(5) A special general meeting convened by a member or members as referred to in clause (4) must be convened as nearly as 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.

## **27. NOTICE**

(1) Except if the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the association, the secretary must, at least 21 days before the date fixed for the holding of the general meeting, cause to be sent to each member, a notice specifying the place, date and time of the meeting and the nature of business proposed to be transacted at the meeting.

(2) If the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the association, the secretary must, at least 21 days before the date fixed for the holding of the general meeting, cause notice to be sent to each member in the manner provided in clause (1) specifying, in addition to the matter required under clause (1), the intention to propose the resolution as a special resolution.

(3) No business other than that specified in the notice convening a general meeting is to be transacted at the meeting except, in the case of an annual general meeting, business which may be transacted under rule 25 (2).

(4) A member desiring to bring any business before a general meeting may give notice in writing of that business to the secretary who must include that business in the next notice calling a general meeting given after receipt of the notice from the member.

## **28. PROCEDURE**

(1) No item of business is to be transacted at a general meeting unless a quorum of members entitled under these rules to vote is present during the time the meeting is considering that item.

(2) The quorum for a general meeting is at least two times the number of members elected or appointed to the management committee at the close of the association's last general meeting plus 1.

(3) If within half an hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting:

(a) if convened on the requisition of members, is to be dissolved; and

(b) in any other case, is to stand adjourned to the same day in the following week at the same time and (unless another place is specified at the time of the adjournment by the person presiding at the meeting or communicated by written notice to members given before the day to which the meeting is adjourned) at the same place.

(4) If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present (being at least 3) is to constitute a quorum.

## **29. PRESIDING MEMBER**

(1) The president or, in the president's absence, the vice-president, is to preside as chairperson at each general meeting of the association.

(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.

## **30. ADJOURNMENT**

(1) The chairperson of a general meeting at which a quorum is present may, with the consent of the majority of members present at the meeting, adjourn the meeting from time to time and place to place, but no business is to be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.

(2) If a general meeting is adjourned for 14 days or more, the secretary must give written or oral notice of the adjourned meeting to each member of the association stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.

(3) Except as provided in clauses (1) and (2), notice of an adjournment of a general meeting or of the business to be transacted at an adjourned meeting is not required to be given.

## **31. MAKING OF DECISIONS**

(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 or against that resolution.

(2) At a general meeting of the association, a poll may be demanded by the chairperson or by at least 3 members present in person or by proxy at the meeting.

(3) If a poll is demanded at a general meeting, the poll must be taken:

(a) immediately in the case of a poll which relates to the election of the chairperson of the meeting or to the question of an adjournment;

(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.

### **32. SPECIAL RESOLUTION**

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 21 days' written notice specifying the intention to propose the resolution as a special resolution was given in accordance with these rules.

### **33. VOTING**

(1) On any question arising at a general meeting of the association a member has one vote only.

(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.

(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.

(4) No member may hold more than 2 proxies.

### **34. APPOINTMENT OF PROXIES**

(1) Each member is to be entitled to appoint another member as proxy by notice given to the secretary no later than 24 hours before the time of the meeting in respect of which the proxy is appointed.

(2) The notice appointing the proxy is to be in the form set out in Appendix 2 to these rules.

## **PART V MISCELLANEOUS**

### **35. FINANCIAL YEAR**

The end date of the association's financial year is 30<sup>th</sup> June in each year.

### **36. INSURANCE**

- (1) The association must effect and maintain insurance as required under the Act.
- (2) In addition to the insurance required under clause (1), the association may effect and maintain other insurance.

### **37. FUNDS – SOURCE**

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

### **38. FUNDS MANAGEMENT**

- (1) Subject to any resolution passed by the association in general meeting, the funds of the association are to be used in pursuance of the objects of the association in such manner as the committee determines.
- (2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by any 2 members of the committee or employees of the association, being members or employees authorised to do so by the committee.

### **39. PUBLIC FUND**

- (1) The committee may by resolution establish and maintain a public fund to be listed on the Register of Cultural Organisations.
- (2) Donations to the public fund will be deposited therein. These monies will be kept separate from other funds of the association and will only be used to further the principal purpose of the association. Investment of monies in this fund will be made in accordance with guidelines for public funds as specified by the Australian Taxation Office.
- (3) The fund will be administered by a subcommittee of the management committee, the majority of whom, because of their tenure of some public office or their professional standing, have an underlying community responsibility, as distinct from obligations solely in regard to the cultural objectives of Cairns Community Broadcasters Inc.
- (4) No monies/assets in this fund will be distributed to members or office bearers of the association, except as reimbursement of out-of-pocket expenses incurred on behalf of the fund or proper remuneration for administrative services.

(5) The Department responsible for the administration of the Register of Cultural Organisations will be notified of any proposed amendments or alterations to provisions for the public fund, to assess the effect of any amendments on the public fund's continuing Deductible Gift Recipient status.

(6) Receipts for gifts to the public fund must state:

(a) the name of the public fund and that the receipt is for a gift made to the public fund;

(b) the Australian Business Number of Cairns Community Broadcasters Inc;

(c) the fact that the receipt is for a gift; and

(d) any other matter required to be included on the receipt pursuant to the requirements of the Income Tax Assessment Act 1997.

(7) The association will comply with any rules that the Treasurer or the Minister for the Arts make to ensure that gifts made to the public fund will only be used for the association's principal purpose. The association will provide to the Department statistical information on the gifts made to the public fund every 6 months.

(8) If upon the winding-up or dissolution of the public fund listed on the Register of Cultural Organisations, there remains after satisfaction of all its debts and liabilities, any property or funds, the property or funds shall not be paid to or distributed among members of the association, but shall be given or transferred to some other fund, authority or institution having objects similar to the objects of this public fund, and whose rules shall prohibit the distribution of its or their income among its or their members, such fund, authority or institution to be eligible for tax deductibility of donations under Subdivision 30-B, section 30-100, of the Income Tax Assessment Act 1997 and listed on the Register of Cultural Organisations maintained under the Act.

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

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

#### **41. COMMON SEAL**

(1) The common seal of the association must be kept in the custody of the public officer.

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

#### **42. CUSTODY OF BOOKS**

(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.

#### **43. INSPECTION OF BOOKS**

(1) Subject to clause (2) 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.

(2) The Secretary, following discussion with the Station Manager or any Office bearer, may determine that inspection of specific records, books or other documents would may result in damage to the association's commercial interests, intellectual property or trade secrets, or would amount to disclosure of personal information.

#### **44. SERVICE OF NOTICES**

(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, or by electronic means subject to the provisions of the Electronic Transactions (Queensland) Act 2001.

(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.

(3) If a document is sent to a person by electronic means the time of receipt of the electronic communication is the time the electronic communication becomes capable of being retrieved by the addressee at an electronic address designated by the addressee.

#### **45. WINDING UP**

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

#### **46. DISTRIBUTION OF SURPLUS ASSETS**

(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.

**APPLICATION FOR MEMBERSHIP OF  
CAIRNS COMMUNITY BROADCASTERS INCORPORATED**

I, \_\_\_\_\_  
(full name of applicant)

of \_\_\_\_\_  
(address)

hereby apply to become a member of the above named 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.

Signature of applicant \_\_\_\_\_ Date \_\_\_\_\_



**Appendix 2**

**FORM OF APPOINTMENT OF PROXY**

I, \_\_\_\_\_ (full name)

of \_\_\_\_\_ (address)

being a member of Cairns Community Broadcasters Inc

hereby appoint \_\_\_\_\_ (full name of proxy)

of \_\_\_\_\_  
(address)

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

Signature of member appointing proxy

\_\_\_\_\_

Date \_\_\_\_\_

**NOTES:**

A proxy vote may not be given to a person who is not a member of the association and in respect of whom all money due and payable by the proxy to the association has not been paid.

Notices appointing another member as proxy must be given to the secretary no later than 24 hours before the time of the meeting in respect of which the proxy is appointed.

No member may hold more than two proxies.