

RULES OF RAGLAN COMMUNITY RADIO INCORPORATED SOCIETY

1.0 NAME

The name is Raglan Community Radio Incorporated Society.

2.0 OBJECTS

- 2.1 To recognise the diversity of the Raglan/Whaingaroa community by providing access to broadcast programming, training and education and by promoting community groups and events for the benefit and enjoyment of the entire community.
- 2.2 To operate a regional radio station, transmit radio programmes, and do all things necessary as the Society considers appropriate to provide benefit for, and access to radio communications for the community of Raglan.
- 2.3 To acquire and hold radio frequencies and licenses as determined from time to time by the appropriate licensing authorities.
- 2.4 As the Society considers appropriate, and as provided for within the terms of the license, to return any surplus realised from the operations of the station to the defined community in the form of access to technology, programming, and on-air time or some other charitable purpose.

3.0 MEMBERSHIP

3.1 Categories

- 3.1.1 Active Membership: for persons who have expressed a wish to be actively involved in the activities of the Society, including the election of officers in the Society.
- 3.1.2 Associate Membership: for persons who have expressed a wish to support the Society but do not wish to become actively involved in the day to day activities of the Society including the election of officers in the Society.

3.2 New Active Members

Every application for membership shall be made on the prescribed form

- 3.2.1 Every applicant for membership shall forward with his or her application the full amount of the first year's membership subscription
- 3.2.2 Membership shall be made by ordinary resolution of the Committee at a properly constituted meeting.

3.3 Termination of Membership

Membership may be terminated in any of the following ways:

- 3.3.1 Any member may resign his or her membership at any time by notice in writing but no such resignation shall relieve the member from payment of any moneys then due by him or her to the Society.
- 3.3.2 Any member infringing any bylaw or regulation or misconduct himself or herself within the Society premises shall be answerable to the Committee who may at their discretion or by resolution, suspend such member or may decide that such member be required to furnish to the Committee within three days his or her resignation as a member of the Society and that failing the receipt of such resignation, he or she shall cease to be a member of the Society.
- 3.3.3 By the resolution of a majority of not less than 80% of all of the members of the Committee.
- 3.3.4 Any termination of membership shall be done in accordance with the rules of natural justice including the supplying of the grounds, a fair hearing, and notification of decision.

4.0 **ACTIVE MEMBER SUBSCRIPTIONS**

- 4.1 The Members at the Annual General Meeting of the Society shall from time to time determine the annual subscription for each category of membership.
- 4.2 All subscriptions shall be payable in advance first on election and thereafter each year within 30 days of the date on which the Annual General Meeting is held.
- 4.3 Any member failing to pay his or her subscription within three months of the date on which a request for payment of such subscription is first made on behalf of the Society may have his or her membership of the Society suspended by resolution of the Committee.

5.0 **MANAGEMENT**

- 5.1 **The Committee**
The affairs of the Society shall be managed by a Committee comprising the Chairperson, Vice Chairperson, Secretary, Treasurer (“the Officers”) and two other elected members.
- 5.2 **Eligibility and Nominations**
 - 5.2.1 Every nomination for the Committee shall be lodged with the Secretary prior to or at the Annual General Meeting.
 - 5.2.2 If in any year the number of members nominated, as any one of the Officers does not exceed one, the person so nominated shall, at the Annual General Meeting, be declared the elected Officer for the ensuing year.
 - 5.2.3 If in any year the number of members nominated for the position of an Officer exceeds one, the candidates to be

elected as an Officer shall be determined by a ballot held at the Annual General Meeting.

5.3 **Vacancies on the Committee**

The next general meeting of active members may fill any vacancy of Officers occurring on the Committee between one Annual General Meeting of the Society and the next.

5.4 **Sub Committees**

The Committee may appoint sub committees from among its members (or from among other members of the Society who are not members of the Committee) and:

- (a) May fix the quorum for the sub committee;
- (b) May delegate any of its powers to such sub committees; and
- (c) May make rules for regulating the proceedings of the sub committees.

5.4.1 The role of the sub committee shall be to undertake special projects e.g. the organisation of Society competitions on behalf of the Committee to which it shall report.

5.4.2 The president shall be an ex-officio member of all sub committees. A member of the Committee shall be chairman of a sub committee.

5.4.3 Each sub committee shall have the right to co-opt as it thinks fit such member or members of the Society not exceeding three to be a member or members of such sub committee. A co-opted member shall have the same rights as an ordinary member of a sub committee.

6.0 **OFFICERS AND THEIR ELECTIONS**

6.1 The Officers of the Society shall comprise a chairperson, a Vice Chairperson, a Secretary, a Treasurer and two other elected members. A paid executive may hold the office of Secretary or Treasurer and if the Committee so decides, it may combine both offices.

6.2 The Officers of the Society shall be elected annually at the Annual General Meeting.

6.3 If the Committee resolves to appoint a paid executive as the Secretary and/or the Treasurer, then such paid executive shall be appointed by the Committee which shall determine the salary payable, and the terms, conditions, and duties of employment. The Committee may, at its discretion, remove or suspend from office any such paid executive.

7.0 **THE COMMITTEE**

- 7.1 The Committee shall meet at such times, as it considers appropriate.
 - 7.1.1 The day and time of each meeting shall be determined by the Committee which may meet, adjourn and otherwise regulate its meetings as it thinks fit.
 - 7.1.2 At the meeting of the Committee the Chairperson present shall preside. In the absence of the Chairperson from any meeting the Vice Chairperson shall preside. In the absence of both the Chairperson and Vice Chairperson the members present shall elect one member of their number to chair the meeting.
 - 7.1.3 Each member of the Committee present shall be entitled to exercise one vote. Questions arising at any meeting shall be decided by a majority of votes. The Chairperson of the meeting shall have a deliberate vote, and in the event of an equality of votes a casting vote also.
 - 7.1.4 Four members personally present at the beginning of the meeting shall form a quorum.
 - 7.1.5 The Committee meeting shall be open to all active members to attend.

- 7.2 Without prejudice to the general powers conferred by the Rules, the Committee shall have the following powers:
 - 7.2.1 It shall be responsible for the management of the affairs of the Society including the control and investment of the Society's funds.
 - 7.2.2 It may make by laws and regulations for the internal conduct of the Society and engage such staff as may be necessary for the conduct of the Society.
 - 7.2.3 It may build, purchase, lease, rent, hold and or furnish any building, premises, or equipment and may from time to time dispose of some or any part thereof
 - 7.2.4 It may make and give receipts releases and other discharges for moneys payable to the Society and for the claims and demands of the Society
 - 7.2.5 It shall make provision for the opening and operation of such bank accounts or accounts as may be deemed necessary for the purposes of the Society
 - 7.2.6 It may invest and deal with any moneys of the Society upon such security and in such manner as it thinks fit, and it may from time to time vary such investments.
 - 7.2.7 It may borrow or otherwise raise money in such manner as it thinks fit and to secure repayment thereof by the issue of debentures or mortgages or charges upon the whole or part of the property or assets of the Society (whether present or future) and to purchase, redeem or pay off any such securities.

- 7.2.8 It shall keep and provide access to minutes of all meetings of the committee and sub committees and of all general meetings of the members.
- 7.2.9 It shall ensure that proper books of account are kept by the treasurer who shall present a monthly financial statement to the Committee and an annual statement of income and expenditure together with a balance sheet to the members at the Annual General Meeting.
- 7.2.10 It shall exercise all the rights, powers and duties, which under these Rules are required to be performed by the Committee.
- 7.2.11 It may apply for the incorporation in accordance with the provisions of the Charitable Trusts Act 1957.
- 7.2.12 To seek the approval of the Commissioner of Inland Revenue as an organisation falling within the definition of Section 56A(2) Income Tax Act 1976.

8.0 MEETINGS OF MEMBERS

- 8.1 An Annual general Meeting of the members of the Society shall be held between the 1st day of November and the 28th day of February each year. The business of the Annual General Meeting shall be to:
 - (a) Receive and consider the reports of Officers on the affairs of the Society for the past financial year;
 - (b) Receive and consider the accounts made up to the previous 30th day of September, such accounts to be signed by the Society's auditors;
 - (c) Elect a Chairperson, Vice Chairperson, Secretary, Treasurer and two elected committee members in accordance with Rules 5.2 and 6.2; and
 - (d) Appoint an auditor for the ensuing year.
- 8.2 A member wishing to bring any motion shall present it at or before the Annual General Meeting
 - 8.2.1 A special, or extraordinary, General Meeting of members may be called by the Committee at any time and shall be called at the written request of 10 active members of the Society. Such a meeting shall have the same powers as an Annual General Meeting.
- 8.3 Notice of a General Meeting shall be given to active members at least fourteen days before the date of such meeting. Such notice shall specify the date, time and place of such meeting, the type of meeting, and the business to be discussed thereat.
- 8.4 Ten members present personally at the commencement of a General Meeting of members shall form a quorum.
 - 8.4.1 The Chairperson and in his or her absence the Vice Chairperson shall be Chairperson of a General Meeting. In the absence of both the Chairperson and the Vice Chairperson the meeting shall elect a Chairperson for that meeting.

- 8.4.2 Voting shall be on the voices unless a show of hands or a poll is called for. The Chairperson shall have, in the case of an equality of votes, a second or casting vote in addition to his or her deliberate voice.
- 8.4.3 Resolutions passed at any General Meeting shall be conclusive and binding on all members of the Society whether present at the meeting or not.

9.0 FINANCE

- 9.1 All moneys received on account of the Society shall be paid into the account of the Society with its bankers and shall be acknowledged by an Officer or a paid employee of the Society.
- 9.2 All cheques drawn upon the bankers of the Society shall be signed in such manner and by such persons as the Committee shall from time to time appoint.
- 9.3 Cheques or other negotiable instruments paid or payable to the Society 's bankers for collection requiring the endorsement of the Society may be endorsed by such person or persons as the Committee shall from time to time appoint.
- 9.4 No member of the Society or any person associated with a member shall participate in or materially influence any decision made by the organisation in respect of the payment made to or on behalf of that member or associated person of any income, benefit or advantage whatsoever. Any such income shall be reasonable and relative to that which would be paid in an arm's length transaction (being open market value). The provisions of this clause shall not be removed from this document and shall be included and implied into any document replacing this document.
- 9.5 The treasurer shall keep, or cause to be kept, a proper account of the income and expenditure of the Society, and of the matters in respect of which such income and expenditure arises and takes place respectively and of the property, credits, and liabilities of the Society, in books to be provided for that purposes, and shall produce the account books properly written up, when required by the Committee.
- 9.6 The financial year of the Society shall be from the first day of October in one year to the 30th day of September in the next year.
- 9.7 Once at least in every year the accounts of the Society made up to the thirtieth day of September preceding shall be duly audited by the auditor of the Society and an abstract of the accounts shall be printed and issued to every member, together with the notice of the Annual General Meeting. The auditor shall be a member of the Institute of Chartered Accountants of New Zealand. The remuneration (if any) of the auditor shall be determined by the Committee, which shall have power to fill any casual vacancy in the office of Auditor.

- 9.8 The Secretary shall within the prescribed time file such statements and returns with the Registrar of Incorporated Societies or such other appropriate person as is prescribed by law within seven days after the Annual General Meeting.

10.0 ALTERATION OF RULES

- 10.1 The Rules of the Society may be altered, added to or rescinded at any General Meeting provided that notice in writing setting out such alteration, addition or rescission has been posted to members with the notice of the meeting not less than fourteen days prior to the meeting.
- 10.2 No addition to or alteration or rescission of the rules shall be approved if it affects the non-profit aims, pecuniary profit or the winding up clause. The provisions and effects of this clause shall not be removed from this document and shall be included and implied into any document replacing this document.
- 10.3 The Committee shall within seven days register any such alteration, addition or rescission with the Registrar of Incorporated Societies.

11.0 BY LAWS

- 11.1 The Committee shall have power to make alter or rescind by laws not inconsistent with these Rules for the conduct and behaviour of members or any other matter related to the affairs of the Society. By laws shall take effect and become binding on all members fourteen days after notice of the by laws has been given by circular letter to all members unless within that time written notice of objection signed by ten members is received by the Secretary, in which case such notice shall be deemed to be a requisition for the purpose of convening a Special Meeting of members.
- 11.2 A copy of the rules and by laws and regulations for the conduct of the Society shall always be open to inspection by members.

12.0 COMMON SEAL

- 12.1 The Society shall have a common seal, which shall be kept in the custody and control of the Secretary for the time being of the Society. The Society shall execute any document of whatsoever nature pursuant to a resolution of a Committee passed for that purpose by affixing a common seal in the presence of two officers of the Committee.

13.0 WINDING UP

- 13.1 The Society may at any time be wound up by the resolution of a majority of the financial members present at any general meeting of the Society and such resolution is confirmed at a

subsequent general meeting called for that purpose and held not earlier than 30 days after the general meeting at which the winding up resolution was passed. The Committee shall give notice of the passing of such resolution to the Registrar of Incorporated Societies.

- 13.2 If upon winding up or dissolution of the Society there remains after the satisfaction of all debts and liabilities any property whatsoever the same shall not be paid to or distributed among members of the Society but shall be given or transferred to some other charitable organisation or body having objects similar to the objects of the Society, or some other charitable purpose within New Zealand and in default thereof by the High Court of New Zealand.

14.0 **INDEMNITY**

- 14.1 The members of the Committee, Auditor and Secretary and other Officers shall be indemnified by the Society for all losses and expenses incurred by them in or about the discharge of their respective duties except such as shall result from their own respective wilful default.
- 14.2 No member of the Committee, Auditor, Secretary or other Officer shall be liable for the acts or defaults of any other member of the Committee, Auditor, Secretary or other Officer, or for any loss of expense happening to the Society, unless the same happens from his or her own wilful default.