

VKS-737 Radio Network

A division of the Australian National 4WD Radio Network Inc.



Established 1993

ABN 92 486 729 762

PO Box 2101

Elizabeth Park. SA. 5113

www.vks737.radio

Telephone: (08) 7325 2600

email: info@vks737.radio



Australian National 4WD Radio Network Inc.

CONSTITUTION

1. Name.

The name of the Association is: - **Australian National 4WD Radio Network Inc.** and it shall hereafter be referred to as "The Association".

2. Statement of Purposes.

- 2.1 To provide emergency and general radio communications assistance services to people who live, work or travel in rural and remote areas of Australia, and to be the pre-eminent provider of high frequency radio communications services throughout rural and remote areas of Australia.
- 2.2 To provide a network of HF Radio Bases, located around Australia, to provide both general and emergency communication for outback travellers.
- 2.3 To recruit and train volunteer personnel to provide accessible emergency network operators for service to the community, emergency agencies and other organisations having similar aims and objects, at times of emergency.
- 2.4 To purchase, lease, rent, accept donations of and otherwise acquire plant, stock, equipment and material and maintain the same for the use of the Association.
- 2.5 To raise, accept, deal with and invest funds for the purpose of the Association and for this purpose to give security over the assets of the Association and to pay interest on any borrowing approved by the Committee of management.
- 2.6 To conduct lectures, meetings and workshops, whereby Subscribers may gain knowledge in radio equipment, radiocommunications techniques and emergency operating procedures.
- 2.7 To be a non-profit organisation.
- 2.8 To provide By-laws for the creation and enforcement of internal procedures and other operational directives that may be required from time to time.
- 2.9 To maintain affiliation with 4WD Australia (Australian National Four Wheel Drive Council Inc.)
- 2.10 To affiliate with kindred emergency service and community service organisations.

3. Interpretation.

In these rules, unless the contrary intention appears:

- 3.1 "Committee" means the Committee of Management of the Association.
- 3.2 "Financial year" means the year ending 30th of June.
- 3.3 "Subscription year" means the year ending 30th November.
- 3.4 "Special General Meeting" means a Special General Meeting of Subscribers convened in accordance with Rule 9.
- 3.5 "Subscriber" means a person who has joined the Association for the purpose of utilising the radiocommunications facilities of the Association.
- 3.6 "Ordinary Member of the Committee" means a Member of the Committee who is not an officer of the Association under Rule 13.
- 3.7 "The Act" means the Associations Incorporation Act 1985, as amended by the Associations Amendment Act 1992, and subsequent amendments.
- 3.8 "The Regulations" mean regulations under the Act.
- 3.9 "By-Laws" means standing operating procedures relating to administration and operation.

4. Subscription.

- 4.1 Subscription shall be open to people who live, work or travel in rural and remote areas of Australia.
- 4.2 Subscription shall be open to Members of recognised Emergency Service Organisations, Police Departments, National Parks and similar organisations.
- 4.3 Persons who make application and are approved as provided in these rules are eligible to be a Subscriber of the Association on payment of the annual Subscription fee payable under these rules.
- 4.4 An application for Subscription to the Association:
 - a. shall be made in writing on the form as may be prescribed by the Committee from time to time.
 - b. shall be lodged with the Secretary of the Association.
 - c. shall be accompanied by the current year's Subscription fee.
- 4.5 As soon as practicable after the receipt of an application, the Secretary shall refer that application to the Committee.
- 4.6 Upon an application being referred to the Committee, the Committee shall determine whether to approve or reject the application.

- 4.7** Upon an application being approved by the Committee, the Secretary shall, with as little delay as possible:
- a.** enter the applicants name in the register of Subscribers kept by him/her and, upon the name being so entered, the applicant becomes a Subscriber of the Association.
 - b.** notify the applicant in writing that he/she is approved for admission as a Subscriber of the Association.
- 4.8** Upon an application being rejected by the Committee, the Secretary shall, with as little delay as possible:
- a.** notify the applicant in writing, at the last known address, that his/her application was rejected by the Committee;
 - b.** cause to be refunded to the applicant, the subscription, if any.
- 4.9** A right, privilege, or obligation of a person by reason of his/her Subscription to the Association:-
- a.** is not capable of being transferred or transmitted to another person;
 - b.** terminates upon the cessation of Subscription whether by death or resignation or otherwise.

5. Annual Subscription.

- 5.1** The annual subscription, if any, shall be such amount as is determined by the Committee prior to the Annual General Meeting and shall be payable immediately following the Annual General Meeting.
- 5.2** Subscribers joining during the subscription year shall initially pay a full year's subscription, but will pay a pro rata amount at the start of the next subscription year.
- 5.3** No subscription or portion of any fee shall be refundable.

6. Register of Subscribers.

- 6.1** The secretary shall keep and maintain a register of Subscribers in which shall be entered the full name, callsign, selcall number, type of radio equipment, address, vehicle details, emergency contact details, financial status and date of admission of each Subscriber.

7. Registration, Resignation and Expulsion of Subscribers.

- 7.1** A Subscriber of the Association who has paid any moneys due and payable by him/her to the Association may resign from the Association by giving notice to the Secretary of that intention to resign and upon the expiration of any period of notice; the Subscriber shall cease to be a Subscriber.
- 7.2** Upon the expiration of a notice given under clause 7.1, the Secretary shall make in the register of Subscribers an entry recording the date on which the Subscriber by whom the notice was given, ceased to be a Subscriber.
- 7.3** Subject to these rules, the Committee may by resolution:-
- a.** expel a Subscriber from the Association; or
 - b.** suspend a Subscriber from the Association for a specified period if the Committee is of the opinion that the Subscriber -
 - (i)** has refused or neglected to comply with these rules; or
 - (ii)** has been guilty of conduct unbecoming a Subscriber or prejudicial to the interests of the Association.
 - (iii)** acted in contravention of the Radiocommunications Act No. 174 of 1992.
- 7.4** A resolution of the Committee under clause 7.3:-
- a.** does not take effect unless the Committee, at a meeting not earlier than 14 and not later than 28 days after the service on the Subscriber of a notice under clause 7.5 confirms the resolution in accordance with this clause.
 - b.** where the Subscriber exercises a right of appeal to the Committee under this clause does not take effect unless the Committee confirms the resolution in accordance with this clause.
- 7.5** Where the Committee passes a resolution under clause 7.3, the Secretary shall, as soon as practicable, cause to be served on the Subscriber at the last known address, a notice in writing:-
- a.** setting out the resolution of the Committee and the grounds on which it was based.
 - b.** stating that the Subscriber may address the Committee 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;
 - d.** informing the Subscriber that he/she may do one or more 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.
- 7.6** At a meeting of the Committee held in accordance with clause 7.4, the Committee:-
- a.** shall give to the Subscriber an opportunity to be heard.
 - b.** shall give due consideration to any written statement submitted by the Subscriber.
 - c.** shall by resolution determine whether to confirm or revoke the resolution.
- 7.7** A Subscriber of the Association will cease to be a Subscriber if that Subscriber:
- a.** resigns in writing to the secretary;
 - b.** dies;
 - c.** fails to pay all arrears of subscription due by the specified date.

8. Annual General Meeting.

- 8.1** The Association shall in each year convene an Annual General Meeting of its Subscribers.
- 8.2** The Annual General Meeting shall be held on such day as the Committee determines.
- 8.3** The Annual General Meeting shall be specified as such in the notice convening it which shall be posted to Subscribers not less than 90 days before the date fixed for the holding of such meeting.
- 8.4** 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 Committee and auditor, reports upon the transactions of the Association during the last preceding financial year.
 - c.** to elect officers of the Association and ordinary Members of the Committee.
- 8.5** The Annual General Meeting may transact special business of which notice is given in accordance with these rules.
- 8.6** The Annual General Meeting shall be in addition to any other Special General Meetings that may be held in the same year.

9. Special General Meeting.

- 9.1** The Committee may, whenever it thinks fit, convene a special general meeting of the Association and, where, but for this clause, more than 15 months would lapse between Annual General Meetings, shall convene a Special General Meeting before the expiration of that period.
- 9.2** The Committee shall, on the requisition in writing of Subscribers representing not less than 25% of the total number of Subscribers, convene a Special General Meeting of the Association.
- 9.3** A requisition for a Special General Meeting in accordance with Rule 9 shall state the objects of the meeting and shall be signed by the Subscribers 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 Subscribers making the requisition.
- 9.4** If the Committee does 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 Subscribers making the requisition, or any of them, may convene a Special General Meeting to be held not later than 3 months after that date.
- 9.5** A Special General Meeting convened by Subscribers in pursuance of these rules shall be convened in the same manner as nearly as possible to that in which those meetings are convened by the Committee.

10. Notice of Meeting.

- 10.1** The Secretary of the Association shall, at least 14 days before the date fixed for holding a Special General Meeting of the Association, cause to be sent to each Subscriber of the Association, a notice stating the place, date and time of the meeting, and nature of the business to be transacted at that meeting either electronically or at the address appearing in the register of Subscribers by pre-paid post.
- 10.2** A Subscriber desiring to bring any business before a meeting may give notice of that business in writing to the Secretary, who shall include that business in calling the next Special General Meeting after the receipt of the notice.

11. Proceedings at Meetings.

- 11.1** 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.
- 11.2** No item of business shall be transacted at a Special General Meeting unless a quorum of Subscribers entitled under these rules to vote is present during the time when the meeting is considering that item.
- 11.3** Four Subscribers personally present (being Subscribers entitled under these rules to vote at a Special General Meeting) constitute a quorum for the transaction of the business of a Special General Meeting.
- 11.4** If within half an hour after the appointed time for the commencement of a Special General Meeting, a quorum is not present, the meeting if convened upon the requisition of Subscribers shall be dissolved and in any other case shall be adjourned to the same day in the next week at the same time and (unless another place is specified by the Chairperson at the time of adjournment or by written notice to Subscribers given to Subscribers before the day to which the meeting is adjourned) at the same place and 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 Subscribers present shall be a quorum.
- 11.5** The Chairperson of a Special 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.
- 11.6** 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 special general meeting.
- 11.7** Except as provided in clauses 15.1 and 15.2, it is not necessary to give a notice of adjournment or of the business to be transacted at an adjourned meeting.

12. Voting.

- 12.1** At all meetings the Chairman, or in his/her absence, the Vice-Chairman, shall preside as Chairperson.
- 12.2** If the Chairman and the Vice-Chairman are absent from a Special General Meeting, the Subscribers present shall elect one of their number to preside as Chairperson at the meeting.
- 12.3** A question arising at a meeting of the Association shall 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, an entry to that effect in the Minute book of the Association is evidence to the fact, without proof of the number or proportion of the votes recorded in favour of, or against that resolution.

- 12.4** Upon any question arising at a Special General Meeting of the Association, a Subscriber has only one vote.
- 12.5** All votes shall be given in person or by postal vote.
- 12.6** In the cases of an equality of voting on a question, the Chairperson of the meeting may exercise a second or casting vote.
- 12.7** If at a meeting a poll on any question is demanded by not less than three Subscribers, 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 that meeting on that question.
- 12.8** A poll that is demanded on the election of a Chairperson or on a question of 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.
- 12.9** A Subscriber is not entitled to vote at any Special General Meeting unless all moneys due and payable by him to the Association have been paid in full.

13. Committee of Management.

- 13.1** During an activation under the Disasters Act 1982 the Administration Manager has complete authority.
- 13.2** Except during an activation by an appropriate Authority, the affairs of the Association shall be managed by a Committee of Management constituted as provided in Rule 13.
- 13.3** The Committee:-
 - a.** shall control and manage the business and affairs of the Association.
 - b.** may, subject to these rules, the regulations and the Act, exercise all such powers and functions as may be exercised by the Association other than those powers and functions that are required by these rules to be exercised by Special General Meetings of the Subscribers of the Association.
 - c.** subject to these rules, the regulations and the Act, perform all such acts and things as appear to the Committee to be essential to the proper management of the business and affairs of the Association including the creation, amending and withdrawal of By-laws and standing operating procedures.
 - d.** shall be the sole authority for the interpretation of these rules and regulations and the decision of the Committee upon any matter not provided for by these rules and regulations shall be final and binding on Subscribers.
 - e.** shall stand down at each Annual General Meeting in accordance with the following schedule:
 Odd Annual General Meetings:
 Vice Chairman, Treasurer, Ordinary Committee Member #3.
 Even Annual General Meetings:
 Chairman, Secretary, Ordinary Committee Member #1, Ordinary Committee Member #2.
- 13.4** The officers of the Association shall be:-
 - a.** Chairman.
 - b.** Vice-Chairman.
 - c.** Treasurer.
 - d.** Secretary/Public Officer.
- 13.5** The provisions of Rule 14 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 mentioned in clauses 13.4. and 13.8.
- 13.6** Each elected officer of the Association shall hold office until the second Annual General Meeting next after the date of his/her election but is eligible for re-election.
- 13.7** In the event of a casual vacancy in any office referred to in clause 13.4, the Committee may appoint one of its Members to the vacant office and the Member so appointed may continue in office until the conclusion of the existing term of such a vacancy.
- 13.8** The Committee shall consist of:-
 - a.** the officers of the Association; and
 - b.** three ordinary Members of the Committee - who shall be elected at the Annual General Meeting of the Association in each year.
 - c.** Other delegates from organisations Affiliated under Clause 25 – who shall be appointed (as deemed necessary each year.
- 13.9** Each elected ordinary Member of the Committee shall, subject to these rules, hold office until the second Annual General Meeting next after the date of his/her election but is eligible for re-election.
- 13.10** In the event of a casual vacancy occurring in the office of an ordinary Member of the Committee, the Committee may appoint a Subscriber of the Association to fill the vacancy and the Subscriber so appointed shall hold office, subject to these rules, until the conclusion of the existing term of such a vacancy.

14. Election of Officers and Vacancy.

- 14.1** Nominations of candidates for election as officers of the Association and as ordinary Members of the Committee:-
- a.** shall be made in writing, signed by two Subscribers of the Association and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination).
 - b.** shall be delivered to the Secretary of the Association not less than 60 days before the date fixed for the holding of the Annual General Meeting.
- 14.2** If insufficient nominations are received to fill all vacancies on the Committee, the outgoing persons shall be deemed to be re-elected until nominations are received by the Committee at a later date.
- 14.3** 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.
- 14.4** If the number of nominations received exceeds the number of vacancies to be filled, a postal ballot shall be held.
- 14.5** The ballot papers for the election of officers and ordinary Members of the Committee shall be posted to all Subscribers not less than 30 days before the date fixed for the holding of the Annual General Meeting. The ballot shall be conducted on those ballot papers received by the secretary of the Association no later than 7 days before the date fixed for the holding of the Annual General meeting.
- 14.6** A nomination of a candidate for election under this clause is not valid if that candidate has been nominated for another office for election at the same election.
- 14.7** For the purpose of these rules, 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 a Subscriber of the Association.
 - b.** becomes bankrupt or applies to take or takes advantage of any law relating to bankrupt or insolvent or compounds with his creditors.
 - c.** resigns office by notice in writing to the Secretary.
 - d.** dies.
 - e.** fails, without leave granted by the Committee, to attend three consecutive meetings of the Committee.
 - f.** fails to pay all arrears of subscription due by the specified date.

15. Proceedings of Committee.

- 15.1** The Committee shall meet at least three times in each year at such place and such times as the Committee may determine.
- 15.2** Notice of each Committee meeting shall be served on each Member of the Committee not less than 14 days before the meeting, electronically or by sending it by pre-paid post to the address appearing in the register of Subscribers.
- 15.3** Any four Members of the Committee constitute a quorum for the transaction of the business of the meeting of the Committee.
- 15.4** No business shall be transacted 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 shall stand adjourned to the same place and at the same hour of the same day in the following week unless the meeting was a special meeting in which case it lapses.
- 15.5** Questions arising at a meeting of the Committee or of any sub-Committee appointed by the Committee shall be determined on a show of hands or, if demanded by a Member, by poll taken in such manner as the person presiding at the meeting may determine.
- 15.6** 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 and, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
- 15.7** Special meetings of the Committee may be convened by the Chairman or by any two Members of the Committee.
- 15.8** Not less than seven days notice shall be given to Members of the Committee of any special meeting specifying the general nature of the business to be transacted and no other business shall be transacted at such a meeting.
- 15.9** Subject to clause 15.3 the Committee may act notwithstanding any vacancy on the Committee.

16. Secretary / Public Officer.

- 16.1** The Secretary of the Association shall keep minutes of the resolutions and proceedings of each Special General Meeting and each Committee meeting in books provided for that purpose together with the names of persons present at Committee meetings.
- 16.2** The Secretary shall be the Public Officer.
- 16.3** The duties of the Public Officer shall be as required by and pursuant to the provisions of the Associations Incorporation Act 1995, as amended by the Associations Amendment Act 1992, and subsequent amendments. Any change of the Secretary/Public Officer shall be notified to the Corporate Affairs Commission within 30 days of the change.

17. Treasurer.

- 17.1** The Treasurer of the Association:-
- a.** shall collect and receive all moneys due to the Association and make all payments authorised by the Association; and
 - 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.
- 17.2** The accounts and books referred to in clause 17.1 shall be available for inspection by Members at a reasonable time and by appointment, upon written application to the Secretary.

18. Removal of Member of Committee.

- 18.1** The Association in Special General Meeting may by resolution passed by a two thirds majority of those personally present, or by proxy, remove any elected Member of the Committee before the expiration of the term of office and appoint another in his/her stead to hold office until the expiration of the term of the first-mentioned Member.
- 18.2** Where the Member to whom a proposed resolution referred to in clause 18.1 makes representations in writing to the Secretary or Chairman of the Association (not exceeding a reasonable length) and requests that they be notified to the Subscribers of the Association, the Secretary or the Chairman may send a copy of the representations to each Subscriber of the Association or, if they are not sent, the Subscribers may require that they be read out at the meeting.

19. Association Funds.

- 19.1** The funds of the Association shall be derived from Subscription fees, sponsorship/donations and such other sources as the Committee determines.
- 19.2** All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by two Members of the Committee.
- 19.3** The Auditor or Auditors shall examine all accounts, vouchers, receipt books etc and shall furnish a report thereon for each Annual General Meeting. Audits shall be conducted at the end of each Association Financial Year.

20. Non Profit Clause.

- 20.1** The assets and income of the Association shall be applied solely in furtherance of its objectives and no portion shall be distributed directly or indirectly to its Subscribers except as bona fide compensation for services rendered or expenses incurred on behalf of the Association.

21. Seal.

- 21.1** The Common Seal of the Association shall be kept in the safe custody of the Secretary.
- 21.2** The seal of the Association shall be in the form of a rubber stamp, inscribed with the name of the Association encircling the word "Seal".
- 21.3** The Common Seal shall not be affixed to any instrument except by the passing of a resolution of the Committee and the affixing of the Common Seal shall be attested by the signatures of two Members of the Committee or of one Member of the Committee and of the Public Officer of the Association.

22. Alteration of Rules and Statement of Purpose.

- 22.1** These rules may only be amended by a two-thirds majority of Returns to a legally commissioned Postal Vote of all Financial Subscribers of the Association.
- 22.2** Notice of the proposed amendment/s shall be included in the notice calling the Special General Meeting.
- 22.3** Subject to clause 22.1, these rules and statement of purpose of the Association shall not be altered except in accordance with The Act.

23. Custody of Records.

- 23.1** Except as otherwise provided in these Rules, the Secretary shall keep in his / her custody or under his / her control all books, documents and securities of the Association.

24. Dissolution.

- 24.1** The Association shall be dissolved in the event of the Subscriptions being less than 4 Subscribers or upon a two thirds majority of Subscribers voting at a special meeting convened to consider such question.
- 24.2** Upon dissolution, the funds which remain after such dissolution and the satisfaction of all debts and liabilities, shall be paid and applied by the Committee in accordance with their powers to any fund, Association, institution or authority, which is a non-profit organisation.
- 24.3** After dissolution all Association records are to be placed in an appropriate archival institution.

25. Affiliation.

- 25.1** The Association reserves the right to accept or reject any Group or Organisation seeking affiliation with the Association.
- 25.2** Affiliated Groups/Organisations shall have the right to nominate one of their members to represent their interests with the Association, who shall be entitled to all the privileges of a member of the Association. This member shall also be entitled to attend Association Committee Meetings, with the right to vote as described in clause 13.8.c. The Affiliated Group/Organisation shall nominate in writing to the Association the name and contact information of their nominee before such nominee can become eligible as their representative.
- 25.3** An Affiliation fee as decided by the Committee may be applicable.

APPENDIX "A"
Constitution Changes 19th June 1997.

Change #1.

Existing Clause 2.11.

Change from:

2.11 To maintain current at all times affiliation with the South Australian Association of Four Wheel Drive Clubs Inc.

To:

2.11 To maintain current at all times affiliation with the Australian National Four Wheel Drive Council Inc.

Change #2.

Add New Clause 13.8.c.

13.8.c. Other delegates from organisations Affiliated under Clause 25 – who shall be appointed (as deemed necessary) each year.

Change #3.

Remove Clause 13.

13. The Executive Committee will be the Executive Committee for the time being of the SAAFWD.

Change #4

New Clause 25.

25. Affiliation.

25.1. The Association reserves the right to accept or reject any Group or Organisation seeking affiliation with the Association.

25.2 Affiliated Groups/Organisations shall have the right to nominate one of their members to represent their interests with the Association, who shall be entitled to all the privileges of a member of the Association. This member shall also be entitled to attend Association Committee Meetings, with the right to vote as described in clause 13.8.c. The Affiliated Group/Organisation shall nominate in writing to the Association the name and contact information of their nominee before such nominee can become eligible as their representative.

25.3 An Affiliation fee as decided by the Committee may be applicable.

Change #5

Existing Clause 22.1 Change from:

22.1 These rules may only be amended by a special resolution passed by a two-thirds majority of Members present at a Special or Annual General Meeting.

To:

22.1 These rules may only be amended by a two-thirds majority of Returns to a legally commissioned Postal Vote of all Financial Members of the Association.

Change #6.

Existing Clause 12.5

Change from:

12.5 All votes shall be given in person, by proxy or by postal vote.

To:

12.5 All votes shall be given in person or by postal vote.

Delete Existing clause 12.10

12.10 Each member shall be entitled to appoint another Member as his/her proxy by notice to the Secretary no later than 24 hours before the time of the meeting in respect of which the proxy is appointed.

Delete Existing Clause 12.11

12.11 The notice appointing the proxy shall be in the form as prescribed by the Committee from time to time.

APPENDIX "B"
Constitution Changes 30th June 2015

Change #1.

Delete existing Clauses 2.1 & 2.2

- 2.1** To provide an accessible outback radiocommunications network for Members of Four Wheel Drive Clubs affiliated with the Australian National Four Wheel Drive Council Inc. via the relevant State Four Wheel Drive Associations.
- 2.2** To provide an accessible emergency outback radiocommunications network for all travellers in the outback at times of emergency.

Change # 2.

Insert new Clause 1.

- 2.1** To provide emergency and general radio communications assistance services to people who live, work or travel in rural and remote areas of Australia, and to be the pre-eminent provider of high frequency radio communications services throughout rural and remote areas of Australia.

Change #3.

Renumber Clauses 2.3 – 2.11 to 2.2 – 2.10

Change #4.

Change Clause 2.6 from:

- 2.6** To conduct lectures, meetings and workshops, whereby Members may gain knowledge in radio equipment, radiocommunications techniques and emergency operating procedures.

To:

- 2.6** To conduct lectures, meetings and workshops, whereby Subscribers may gain knowledge in radio equipment, radiocommunications techniques and emergency operating procedures.

Change #5.

Change Clause 2.9 from:

- 2.9** To maintain current at all times affiliation with the Australian National Four Wheel Drive Council Inc.

To:

- 2.9** To maintain affiliation with 4WD Australia (Australian National Four Wheel Drive Council Inc.)

Change #6.

Rename Clause 4 from Membership to Subscription

Change #7.

Change Clause 3.2 from:

- 3.2** "Financial year" means the year ending 30th of October.

To:

- 3.2** "Financial year" means the year ending 30th of June.

Change #8.

Insert new Clause 3.3

- 3.3** "Subscription year" means the year ending 30th November.

Change #9.

Renumber Clauses 3.3 – 3.8 to 3.4 – 3.9

Change #10.

Change Clause 3.4 from:

- 3.4** "Special General Meeting" means a Special General Meeting of Members convened in accordance with Rule 9.

To:

- 3.4** "Special General Meeting" means a Special General Meeting of Subscribers convened in accordance with Rule 9.

Change #11.

Change Clause 3.5 from:

- 3.5** "Member" means a person who has joined the Association for the purpose of utilising the radiocommunications facilities of the Association.

To:

- 3.5** "Subscriber" means a person who has joined the Association for the purpose of utilising the radiocommunications facilities of the Association.

Change #12.

Delete Existing Clauses 4.1 & 4.2

- 4.1** Membership shall be open to persons who are Members of four wheel drive clubs affiliated with the Australian National Four Wheel Drive Council via the following State Associations:

- Northern Territory Association of Four Wheel Drive Clubs Inc.
- Queensland Four Wheel Drive Clubs Association Inc.
- Recreational Four Wheel Drive Club Association of NSW & ACT Inc.
- South Australian Association of Four Wheel Drive Clubs Inc.
- Tasmanian Recreational Vehicles Association Inc.
- Victoria Association of Four Wheel Drive Clubs Inc.
- Western Australian Association of Four Wheel Drive Clubs Inc.

- 4.2** Membership shall be open to Members of kindred Associations, Friends Groups and Organisations.

Change #13.

Insert new Clause 4.1

- 4.1** Subscription shall be open to people who live, work or travel in rural and remote areas of Australia.

Change #14.

Rename Clauses 4.3 – 4.4 to 4.2 – 4.3

Change #15.

Change Clause 4.2 from:

- 4.2** Membership shall be open to Members of recognised Emergency Service Organisations, Police Departments, National Parks and similar organisations.

To:

- 4.2** Subscription shall be open to Members of recognised Emergency Service Organisations, Police Departments, National Parks and similar organisations.

Change #16.

Change Clause 4.3 from:

4.3 Persons who make application and are approved for Membership as provided in these rules are eligible to be a Member of the Association on payment of the annual Subscription fee payable under these rules.

To:

4.3 Persons who make application and are approved as provided in these rules are eligible to be a Subscriber of the Association on payment of the annual Subscription fee payable under these rules.

Change #17.

Delete existing Clause 4.5:

4.5 Persons who are not Members of the Association at the time of incorporation of the Association (or who were such Members at that time but has ceased to be Members) shall not be admitted to Membership:

- a. unless they make an application as provided in clause 4.4.
- b. their admission as a Member is approved by the Committee.

Change #18.

Renumber Clauses 4.6 – 4.11 to 4.4 – 4.9

Change #19.

Change Clause 4.4 from:

4.4 An application for Membership of the Association:

- a. shall be made in writing on the form as may be prescribed by the Committee from time to time.
- b. shall be lodged with the Secretary of the Association.
- c. shall be accompanied by the current year's Membership fee.

To:

4.4 An application for Subscription to the Association:

- a. shall be made in writing on the form as may be prescribed by the Committee from time to time.
- b. shall be lodged with the Secretary of the Association.
- c. shall be accompanied by the current year's Subscription fee.

Change #20.

Change Clause 4.6 from:

4.6 Upon an application being referred to the Committee, the Committee shall determine whether to approve or reject the nomination.

To:

4.6 Upon an application being referred to the Committee, the Committee shall determine whether to approve or reject the application.

Change #21.

Change Clause 4.7 from:

4.7 Upon an application being approved by the Committee, the Secretary shall, with as little delay as possible:

- a. enter the applicants name in the register of Members kept by him/her and, upon the name being so entered, the applicant becomes a Member of the Association.
- b. notify the applicant in writing that he/she is approved for admission as a Member of the Association.

To:

4.7 Upon an application being approved by the Committee, the Secretary shall, with as little delay as possible:

- a. enter the applicants name in the register of Subscribers kept by him/her and, upon the name being so entered, the applicant becomes a Subscriber of the Association.
- b. notify the applicant in writing that he/she is approved for admission as a Subscriber of the Association.

Change #22.

Change Clause 4.9 from:

4.9 A right, privilege, or obligation of a person by reason of his/her Membership of the Association:-

- a. is not capable of being transferred or transmitted to another person;
- b. terminates upon the cessation of Membership whether by death or resignation or otherwise.

To:

4.9 A right, privilege, or obligation of a person by reason of his/her Subscription to the Association:-

- a. is not capable of being transferred or transmitted to another person;
- b. terminates upon the cessation of Subscription whether by death or resignation or otherwise.

Change #23.

Change Clause 5.2 from:

5.2 Members joining during the financial year shall initially pay a full year's subscription, but will pay a pro rata amount at the start of the next financial year.

To:

5.2 Subscribers joining during the subscription year shall initially pay a full year's subscription, but will pay a pro rata amount at the start of the next subscription year.

Change #24.

Rename Clause 6 from:

6. Register of Members.

To:

6. Register of Subscribers.

Change #25.

Change Clause 6.1 from:

6.1 The secretary shall keep and maintain a register of Members in which shall be entered the full name, callsign, selcall number, type of radio equipment, address, vehicle details, emergency contact details, financial status and date of admission of each Member.

To:

6.1 The secretary shall keep and maintain a register of Subscribers in which shall be entered the full name, callsign, selcall number, type of radio equipment, address, vehicle details, emergency contact details, financial status and date of admission of each Subscriber.

Change #26.

Rename Clause 7 from:

7. Registration, Resignation and Expulsion of Members.

To:

7. Registration, Resignation and Expulsion of Subscribers.

Change # 27.

Change Clause 7.1 from:

7.1 A Member of the Association who has paid any moneys due and payable by him/her to the Association may resign from the Association by giving notice to the Secretary of that intention to resign and upon the expiration of any period of notice; the Member shall cease to be a Member.

To:

7.1 A Subscriber of the Association who has paid any moneys due and payable by him/her to the Association may resign from the Association by giving notice to the Secretary of that intention to resign and upon the expiration of any period of notice; the Subscriber shall cease to be a Subscriber.

Change #28.

Change Clause 7.2 from:

7.2 Upon the expiration of a notice given under clause 7.1, the Secretary shall make in the register of Members an entry recording the date on which the Member by whom the notice was given, ceased to be a Member.

To:

7.2 Upon the expiration of a notice given under clause 7.1, the Secretary shall make in the register of Subscribers an entry recording the date on which the Subscriber by whom the notice was given, ceased to be a Subscriber.

Change #29.

Change Clause 7.3 from:

7.3 Subject to these rules, the Committee may by resolution:-

- a.** expel a Member from the Association; or
- b.** suspend a Member from membership of the Association for a specified period if the Committee is of the opinion that the Member -
 - (i)** has refused or neglected to comply with these rules; or
 - (ii)** has been guilty of conduct unbecoming a Member or prejudicial to the interests of the Association.
 - (iii)** acted in contravention of the Radiocommunications Act No. 174 of 1992.

To:

7.3 Subject to these rules, the Committee may by resolution:-

- a.** expel a Subscriber from the Association; or
- b.** suspend a Subscriber from the Association for a specified period if the Committee is of the opinion that the Subscriber -
 - (i)** has refused or neglected to comply with these rules; or
 - (ii)** has been guilty of conduct unbecoming a Subscriber or prejudicial to the interests of the Association.
 - (iii)** acted in contravention of the Radiocommunications Act No. 174 of 1992.

Change #30.

Change Clause 7.4 from:

7.4 A resolution of the Committee under clause 7.3:-

- a.** does not take effect unless the Committee, at a meeting not earlier than 14 and not later than 28 days after the service on the Member of a notice under clause 7.5 confirms the resolution in accordance with this clause.
- b.** where the Member exercises a right of appeal to the Committee under this clause does not take effect unless the Committee confirms the resolution in accordance with this clause.

To:

7.4 A resolution of the Committee under clause 7.3:-

- a.** does not take effect unless the Committee, at a meeting not earlier than 14 and not later than 28 days after the service on the Subscriber of a notice under clause 7.5 confirms the resolution in accordance with this clause.
- b.** where the Subscriber exercises a right of appeal to the Committee under this clause does not take effect unless the Committee confirms the resolution in accordance with this clause.

Change #31.

Change Clause 7.5 from:

7.5 Where the Committee passes a resolution under clause 7.3, the Secretary shall, as soon as practicable, cause to be served on the Member at the last known address, a notice in writing:-

- a.** setting out the resolution of the Committee and the grounds on which it was based.
- b.** stating that the Member may address the Committee 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;
- d.** informing the Member that he/she may do one or more 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.

To:

7.5 Where the Committee passes a resolution under clause 7.3, the Secretary shall, as soon as practicable, cause to be served on the Subscriber at the last known address, a notice in writing:-

- a.** setting out the resolution of the Committee and the grounds on which it was based.
- b.** stating that the Subscriber may address the Committee 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;
- d.** informing the Subscriber that he/she may do one or more 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.

Change #32.

Change Clause 7.6 from:

7.6 At a meeting of the Committee held in accordance with clause 7.4, the Committee:-

- a.** shall give to the Member an opportunity to be heard.
- b.** shall give due consideration to any written statement submitted by the Member.
- c.** shall by resolution determine whether to confirm or revoke the resolution.

To:

7.6 At a meeting of the Committee held in accordance with clause 7.4, the Committee:-

- a.** shall give to the Subscriber an opportunity to be heard.
- b.** shall give due consideration to any written statement submitted by the Subscriber.
- c.** shall by resolution determine whether to confirm or revoke the resolution.

Change #33.

Change Clause 7.7 from:

- 7.7 A Member of the Association will cease to be a Member if that Member:
- a. resigns in writing to the secretary;
 - b. dies;
 - c. fails to pay all arrears of subscription due, if any, within fourteen days.

To:

- 7.7 A Subscriber of the Association will cease to be a Subscriber if that Subscriber:
- a. resigns in writing to the secretary;
 - b. dies;
 - c. fails to pay all arrears of subscription due by the specified date.

Change #34.

Change Clause 8.1 from:

- 8.1 The Association shall in each year convene an Annual General Meeting of its Members.

To:

- 8.1 The Association shall in each year convene an Annual General Meeting of its Subscribers.

Change #35.

Change Clause 8.3 from

- 8.3 The Annual General Meeting shall be specified as such in the notice convening it which shall be posted to Members not less than 90 days before the date fixed for the holding of such meeting.

To:

- 8.3 The Annual General Meeting shall be specified as such in the notice convening it which shall be posted to Subscribers not less than 90 days before the date fixed for the holding of such meeting.

Change #36.

Change Clause 92 from:

- 9.2 The Committee shall, on the requisition in writing of Members representing not less than 25% of the total number of Members, convene a Special General Meeting of the Association.

To:

- 9.2 The Committee shall, on the requisition in writing of Subscribers representing not less than 25% of the total number of Subscribers, convene a Special General Meeting of the Association.

Change #37.

Change Clause 9.3 from:

- 9.3 A requisition for a Special General Meeting in accordance with Rule 8 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.

To:

- 9.3 A requisition for a Special General Meeting in accordance with Rule 9 shall state the objects of the meeting and shall be signed by the Subscribers 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 Subscribers making the requisition.

Change #38.

Change Clause 9.4 from:

- 9.4 If the Committee does 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.

To:

- 9.4 If the Committee does 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 Subscribers making the requisition, or any of them, may convene a Special General Meeting to be held not later than 3 months after that date.

Change #39.

Change Clause 9.5 from:

- 9.5 A Special General Meeting convened by Members in pursuance of these rules shall be convened in the same manner as nearly as possible to that in which those meetings are convened by the Committee.

To:

- 9.5 A Special General Meeting convened by Subscribers in pursuance of these rules shall be convened in the same manner as nearly as possible to that in which those meetings are convened by the Committee.

Change #40.

Change Clause 10.1 from:

- 10.1 The Secretary of the Association shall, at least 14 days before the date fixed for holding a Special General Meeting of the Association, cause to be sent to each Member of the Association, a notice stating the place, date and time of the meeting, and nature of the business to be transacted at that meeting either electronically or at the address appearing in the register of Members by pre-paid post.

To:

- 10.1 The Secretary of the Association shall, at least 14 days before the date fixed for holding a Special General Meeting of the Association, cause to be sent to each Subscriber of the Association, a notice stating the place, date and time of the meeting, and nature of the business to be transacted at that meeting either electronically or at the address appearing in the register of Subscribers by pre-paid post.

Change #41.

Change Clause 10.2 from:

- 10.2 A Member desiring to bring any business before a meeting may give notice of that business in writing to the Secretary, who shall include that business in calling the next Special General Meeting after the receipt of the notice.

To:

- 10.2 A Subscriber desiring to bring any business before a meeting may give notice of that business in writing to the Secretary, who shall include that business in calling the next Special General Meeting after the receipt of the notice.

Change #42.

Change Clause 11.2 from:

11.2 No item of business shall be transacted at a Special 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.

To:

11.2 No item of business shall be transacted at a Special General Meeting unless a quorum of Subscribers entitled under these rules to vote is present during the time when the meeting is considering that item.

Change #43.

Change Clause 11.3 from:

11.3 Four Members personally present (being Members entitled under these rules to vote at a Special General Meeting) constitute a quorum for the transaction of the business of a Special General Meeting.

To:

11.3 Four Subscribers personally present (being Subscribers entitled under these rules to vote at a Special General Meeting) constitute a quorum for the transaction of the business of a Special General Meeting.

Change #44.

Change Clause 11.4 from:

11.4 If within half an hour after the appointed time for the commencement of a Special 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 be adjourned to the same day in the next week at the same time and (unless another place is specified by the Chairperson at the time of adjournment or by written notice to Members given to Members before the day to which the meeting is adjourned) at the same place and 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 shall be a quorum.

To:

11.4 If within half an hour after the appointed time for the commencement of a Special General Meeting, a quorum is not present, the meeting if convened upon the requisition of Subscribers shall be dissolved and in any other case shall be adjourned to the same day in the next week at the same time and (unless another place is specified by the Chairperson at the time of adjournment or by written notice to Subscribers given to Subscribers before the day to which the meeting is adjourned) at the same place and 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 Subscribers present shall be a quorum.

Change #45.

Change Clause 12.2 from:

12.2 If the Chairman and the Vice-Chairman are absent from a Special General Meeting, the Members present shall elect one of their number to preside as Chairperson at the meeting.

To:

12.2 If the Chairman and the Vice-Chairman are absent from a Special General Meeting, the Subscribers present shall elect one of their number to preside as Chairperson at the meeting.

Change #46.

Change Clause 12.4 from:

12.4 Upon any question arising at a Special General Meeting of the Association, a Member has only one vote.

To:

12.4 Upon any question arising at a Special General Meeting of the Association, a Subscriber has only one vote.

Change #47.

Change Clause 12.7 from:

12.7 If at a meeting a poll on any question is demanded by not less than three 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 that meeting on that question.

To:

12.7 If at a meeting a poll on any question is demanded by not less than three Subscribers, 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 that meeting on that question.

Change #48.

Change Clause 12.9 from:

12.9 A Member is not entitled to vote at any Special General Meeting unless all moneys due and payable by him to the Association have been paid in full.

To:

12.9 A Subscriber is not entitled to vote at any Special General Meeting unless all moneys due and payable by him to the Association have been paid in full.

Change # 49.

Change Clause 13.1 from:

13.1 During an activation under the Disasters Act 1982 the Network Coordinator has complete authority.

To:

13.1 During an activation under the Disasters Act 1982 the Administration Manager has complete authority.

Change #50.

Change Clause 13.3.b from:

13.3 b. may, subject to these rules, the regulations and the Act, exercise all such powers and functions as may be exercised by the Association other than those powers and functions that are required by these rules to be exercised by Special General Meetings of the Members of the Association.

To:

13.3 b. may, subject to these rules, the regulations and the Act, exercise all such powers and functions as may be exercised by the Association other than those powers and functions that are required by these rules to be exercised by Special General Meetings of the Subscribers of the Association.

Change #51.

Change Clause 13.3.d from:

13.3 d. shall be the sole authority for the interpretation of these rules and regulations and the decision of the Committee upon any matter not provided for by these rules and regulations shall be final and binding on the Members.

To:

13.3 d. shall be the sole authority for the interpretation of these rules and regulations and the decision of the Committee upon any matter not provided for by these rules and regulations shall be final and binding on Subscribers.

Change # 52.

Change Clause 13.4.a & 13.4.b from:

- 13.4 The officers of the Association shall be:-
- a. Chairman (who shall be Network Coordinator).
 - b. Vice-Chairman (who shall be Deputy Network Coordinator).

To:

- 13.4 The officers of the Association shall be:-
- a. Chairman.
 - b. Vice-Chairman.

Change #53.

Change Clause 13.10 from:

- 13.10 In the event of a casual vacancy occurring in the office of an ordinary Member of the Committee, the Committee may appoint a Member of the Association to fill the vacancy and the Member so appointed shall hold office, subject to these rules, until the conclusion of the existing term of such a vacancy.

To:

- 13.10 In the event of a casual vacancy occurring in the office of an ordinary Member of the Committee, the Committee may appoint a Subscriber of the Association to fill the vacancy and the Subscriber so appointed shall hold office, subject to these rules, until the conclusion of the existing term of such a vacancy.

Change #54.

Change Clause 14.1.a from:

- 14.1 a. shall be 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).

To:

- 14.1 a. shall be made in writing, signed by two Subscribers of the Association and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination).

Change #55.

Change Clause 14.5 from:

- 14.5 The ballot papers for the election of officers and ordinary Members of the Committee shall be posted to all Members not less than 30 days before the date fixed for the holding of the Annual General Meeting. The ballot shall be conducted on those ballot papers received by the secretary of the Association no later than 7 days before the date fixed for the holding of the Annual General meeting.

To:

- 14.5 The ballot papers for the election of officers and ordinary Members of the Committee shall be posted to all Subscribers not less than 30 days before the date fixed for the holding of the Annual General Meeting. The ballot shall be conducted on those ballot papers received by the secretary of the Association no later than 7 days before the date fixed for the holding of the Annual General meeting.

Change #56.

Change Clause 14.7.a from:

- 14.7 a. ceases to be a Member of the Association.

To:

- 14.7 a. ceases to be a Subscriber of the Association.

Change #57.

Change Clause 14.7.f from:

- 14.7 f. fails to pay all arrears of subscription, if any, due by him/her within fourteen days.

To:

- 14.7 f. fails to pay all arrears of subscription due by the specified date..

Change #59.

Change Clause 15.2 from:

- 15.2 Notice of each Committee meeting shall be served on each Member of the Committee not less than 14 days before the meeting, electronically or by sending it by pre-paid post to the address appearing in the register of Members.

To:

- 15.2 Notice of each Committee meeting shall be served on each Member of the Committee not less than 14 days before the meeting, electronically or by sending it by pre-paid post to the address appearing in the register of Subscribers.

Change #60.

Change Clause 18.2 from:

- 18.2 Where the Member to whom a proposed resolution referred to in clause 18.1 makes representations in writing to the Secretary or Chairman of the Association (not exceeding a reasonable length) and requests that they be notified to the Members of the Association, the Secretary or the Chairman may send a copy of the representations to each Member of the Association or, if they are not sent, the Members may require that they be read out at the meeting.

To:

- 18.2 Where the Member to whom a proposed resolution referred to in clause 18.1 makes representations in writing to the Secretary or Chairman of the Association (not exceeding a reasonable length) and requests that they be notified to the Subscribers of the Association, the Secretary or the Chairman may send a copy of the representations to each Subscriber of the Association or, if they are not sent, the Subscribers may require that they be read out at the meeting.

Change #61.

Change Clause 19.1 from:

- 19.1 The funds of the Association shall be derived from Membership fees, sponsorship/donations and such other sources as the Committee determines.

To:

- 19.1 The funds of the Association shall be derived from Subscription fees, sponsorship/donations and such other sources as the Committee determines.

Change #62.

Change Clause 20.1 from:

20.1 The assets and income of the Association shall be applied solely in furtherance of its objectives and no portion shall be distributed directly or indirectly to its Members except as bona fide compensation for services rendered or expenses incurred on behalf of the Association.

To:

20.1 The assets and income of the Association shall be applied solely in furtherance of its objectives and no portion shall be distributed directly or indirectly to its Subscribers except as bona fide compensation for services rendered or expenses incurred on behalf of the Association.

Change #63.

Change Clause 22.1 from:

22.1 These rules may only be amended by a two-thirds majority of Returns to a legally commissioned Postal Vote of all Financial Members of the Association.

To:

22.1 These rules may only be amended by a two-thirds majority of Returns to a legally commissioned Postal Vote of all Financial Subscribers of the Association.

Change #64.

Change Clause 24.1 from:

24.1 The Association shall be dissolved in the event of the Membership being less than 4 Members or upon a two thirds majority of Members voting at a special meeting convened to consider such question.

To:

24.1 The Association shall be dissolved in the event of the Subscriptions being less than 4 Subscribers or upon a two thirds majority of Subscribers voting at a special meeting convened to consider such question.