

This is a TRUE COPY of the Rules of the:

Darling Downs Broardcasting Society Inc.,
which includes an attached 3 page document
at the end of these rules from the “Office of
Fair Trading”, which shows a stamp:

“Associations Incorporation Act 1981

Registered on 10 APR 2019

Delegate of the Director-General”

This document shows changes to rule 47:

**“Change of end of financial year from 30 June
to Mar 31 each year.”**

Pat 7.
10/03/22

Pat Menz
Station Manager



DARLING DOWNS BROADCASTING SOCIETY INC

1. Interpretation

(1) In these rules—

Act means the *Associations Incorporation Act 1981 (QLD)*.

Present means;

(a) at a Management Committee meeting, see rule 22(6); or

(b) at a general meeting, see rule 36(2).

(2) A word or expression that is not defined in these model rules, but is defined in the Act has, if the context permits, the meaning given by the Act.

2. Name

The name of the incorporated association is Darling Downs Broadcasting Society Inc (the Association).

3. Objects

The objects of the Association are—

1. To apply for and to hold a community broadcasting licence and any other telecommunications licences or related media.
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 to represent the general community interest in the Toowoomba RA2 Licence Area 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.
 - c. to comply at all times the minimum Australian content provisions outlined in the Community Radio Broadcasting Codes of Practice and to exceed it wherever practicable.
 - 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 :



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- a. to encourage and develop uses of radio for community and public affairs, education, culture, information, entertainment and recreation by, for and directed to the local community including people with disabilities, 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.
5. 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, 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.
 6. 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.
 7. 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.
 8. 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.
 9. To support and to co-operate with any organisation with similar objects.
 10. To appoint, employ, remove or suspend staff as may be necessary or convenient for the purposes of the Association.
 11. To teach, train, instruct, prepare and assist members to produce material for transmission and to provide facilities for members to learn and practise the technical and aesthetic aspects of radio broadcasting and production.
 12. 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.

4. Powers

- (1) The Association has the powers of an individual.
- (2) The Association may, for example—

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- (a) enter into contracts; and
- (b) acquire, hold, deal with and dispose of property; and
- (c) make charges for services and facilities it supplies; and
- (d) do other things necessary or convenient to be done in carrying out its affairs.

(3) The Association may also issue secured and unsecured notes, debentures and debenture stock for the Association.

5. Classes of Membership

(1) The membership of the Association consists of any of the following classes of members:

- (a) Ordinary members – subject to these rules, any person who is not less than (18) eighteen years of age who is interested in the objects of the Association and who has paid to the Association the annual membership fee for the ensuing year but only if ;
 - i) The person has not ceased to be a member of the Association at any time after incorporation of the Association under the Act; or
 - ii) The person has applied for membership of the Association as provided by rule 7; and
 - iii) The person has been approved for membership of the Association by the Management Committee of the Association.

The University of Southern Queensland shall, for all purposes, be deemed to be a financial ordinary member of the Association at all times whilst they provide in-kind support.

- (b) Honorary Life Members For Outstanding Service – subject to these Rules, an Ordinary member who has made a significant contribution to the Association, and who has been recommended by the Management Committee, in its absolute discretion, to an annual or general meeting for Honorary Life Membership. Such recommendation by the Management Committee must be approved by at least two-thirds of those members present and entitled to vote at such annual or general meeting. Each Honorary Life Member or body corporate shall have not more than (1) one vote.
- (c) Associate Members – subject to these Rules, are special members under the age of 18 (eighteen) years of age who do not hold any voting rights, however they are able to participate in the activities of the Association under supervision and as long as they are financial members of the Association.
- (d) Corporate Members – subject to these Rules, any body corporate that has paid to the Association the annual Corporate membership fee for the ensuing year at the



rate of (2.5) two point five times the ordinary membership. Each Corporate member shall have not more than (1) one vote.

- (e) Family Members – subject to these Rules, any family group residing at the same domicile which has paid to the Association the annual subscription for the ensuing year. Voting rights for the family group shall be restricted to not more than two (2) votes, such votes being available to any (2) two members of family group who are not less than (18) eighteen years of age.
- (f) Concessional members – subject to these Rules, any natural person not in full-time employment and/or who is a full-time student and/or who is in receipt of a pension paid by the Commonwealth of Australia or an approved Superannuation Fund and who has paid the membership fee for the ensuing year. The concession rate for this class of member shall be (60%) sixty percent of the annual membership fee for an ordinary member.
- (g) Community Organisation members – subject to these Rules, any incorporated association or not-for-profit organisation that has paid the annual membership. Each community organisation member will have no more than (1) one vote per organisation.

(2) The number of all classes of members is unlimited excluding Honorary Life Members which will be set at no greater than one-third of the existence of the society (e.g. 1978 to 2013 equals 35 years divided by 3 = equals 11 Honorary Life Members).

6. Automatic Membership

A person who, on the day the Association is incorporated, was a member of the unincorporated association and who, on or before a day fixed by the Management Committee, agrees in writing to become a member of the incorporated association, must be admitted by the Management Committee—

- (a) to the equivalent class of membership of the Association as the member held in the unincorporated association; or
- (b) if there is no equivalent class of membership—as an ordinary member.

7. New Membership

- (1) An applicant for membership of the Association must be proposed by (1) one member of the Association (the proposer) and seconded by another member (the seconder).
- (2) An application for membership must be—
 - (a) in writing; and
 - (b) signed by the applicant and the applicant's proposer and seconder; and
 - (c) in the form decided by the Management Committee.



8. Membership Fees

- (1) The membership fee for each ordinary membership and for each other class of membership (if any)—
 - (a) is the amount decided by the members from time to time at a general meeting

and
 - (b) is payable when, and in the way, the Management Committee decides.
- (2) A member of the incorporated association who, before becoming a member, has paid the member's annual subscription for membership of the unincorporated association on or before a day fixed by the Management Committee, is not liable to pay a further amount of annual subscription for the period before the day fixed by the Management Committee as the day on which the next annual subscription is payable.

9. Application for Membership

- (1) The Management Committee must consider an application for membership at the next Management Committee meeting held after it receives—
 - (a) the application for membership; and
 - (b) the appropriate membership fee for the application.
- (2) The Management Committee must ensure that, as soon as possible after the person applies to become a member of the Association, and before the Management Committee considers the person's application, the person is advised:
 - (a) whether or not the Association has public liability insurance; and
 - (b) if the Association has public liability insurance—the amount of the insurance.
- (3) The Management Committee must decide at the meeting whether to accept or reject the application. If a majority of the members of the Management Committee present at the meeting vote to accept the applicant as a member, the applicant must be accepted as a member for the class of membership applied for.
- (4) A membership application can only be rejected if there are reasonable grounds to believe that an applicant:
 - (a) would not abide by the Association's rules and objects or the regulatory obligations of the Association (including community radio broadcasting licence conditions and codes of practice);
 - (b) would pose security risk to the Association, including its members, property or premises; or
 - (c) has been convicted of a serious offence.
- (5) The secretary of the Association must, as soon as practicable after the Management



Committee decides to accept or reject an application, give the applicant a written notice of the decision.

10. When Membership Ends

(1) A member may resign from the Association by giving a written notice of resignation to the secretary.

(2) The resignation takes effect at—

- (a) the date the notice is received by the secretary; or
- (b) if a later time is stated in the notice—the later time.

(3) The Management Committee may terminate a member's membership if the member—

- (a) is convicted of an indictable offence; or
- (b) does not comply with any of the provisions of these rules; or
- (c) has membership fees in arrears for at least (2) two months; or
- (d) conducts himself or herself in a way considered to be injurious or prejudicial to the character or interests of the Association.

(4) Before the Management Committee terminates a member's membership, the Management Committee must give the member a full and fair opportunity to show why the membership should not be terminated.

(5) If, after considering all representations made by the member, the Management Committee decides to terminate the membership, the secretary of the Management Committee must give the member a written notice of the decision along with the advice of the right of appeal outlining the reasons.

11. Appeal Against Rejection or Termination of Membership

(1) A person whose application for membership has been rejected, or whose membership has been terminated, may give the secretary written notice of the person's intention to appeal against the decision.

(2) A notice of intention to appeal must be given to the secretary within (1) one month after the person receives written notice of the decision.

(3) If the secretary receives a notice of intention to appeal, the secretary must, within (1) one month after receiving the notice, call a general meeting to decide the appeal.

(4) A general meeting convened to decide an appeal will consider only the appeal and no other business will be transacted; members present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked; and if the general meeting passes a resolution in favour of confirming the resolution, the resolution is confirmed.



(5) At the meeting, the applicant must be given a full and fair opportunity to show why the application should not be rejected or the membership should not be terminated.

(6) Also, a Management Committee delegate must be given a full and fair opportunity to show why the application should be rejected or the membership should be terminated.

(7) If a person whose application for membership has been rejected does not appeal against the decision within (1) one month after receiving written notice of the decision, or the person appeals but the appeal is unsuccessful, the secretary must, as soon as practicable, refund the membership fee paid by the person.

12. Register of Members

(1) The Management Committee must keep a register of members of the Association.

(2) The register must include the following particulars for each member—

(a) the full name of the member;

(b) the postal or residential address of the member;

(c) the date of admission as a member;

(d) the date of death or time of resignation of the member;

(e) details about the termination or reinstatement of membership;

(f) any other particulars the Management Committee or the members at a general meeting decide.

(3) The register will be open for inspection by members of the Association during office hours.

(4) A member must contact the secretary to arrange an inspection of the register.

(5) However, 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.

13. Prohibition on Use of Information on Register of Members

(1) A member of the Association must not—

(a) use information obtained from the register of members of the Association to contact, or send material to, another member of the Association for the purpose of advertising for political, religious, charitable or commercial purposes; or

(b) disclose information obtained from the register to someone else, knowing that the information is likely to be used to contact, or send material to, another member of the Association for the purpose of advertising for political, religious, charitable or commercial purposes.

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14. Appointment or Election of Secretary

(1) The secretary must be an individual who resides, works or spends a substantial amount of time in the Toowoomba RA2 Licence Area who is—

(a) a member of the Association elected by the Association to the Management Committee in accordance with rule 18; or

(b) If a vacancy occurs in the office of secretary, appointed by Management Committee within 1 (one) month after the vacancy occurs.

(2) If the Management Committee appoints a person mentioned in subrule (1)(b) as secretary to fill a casual vacancy on the Management Committee, the person becomes a member of the Management Committee.

(3) In this rule— casual vacancy, on a Management Committee, means a vacancy that happens when an elected member of the Management Committee resigns, dies or otherwise stops holding office.

15. Removal of Secretary

(1) The Management Committee of the Association may at any time remove a person appointed by the Management Committee as the secretary.

(2) If the Management Committee removes a secretary who is a person mentioned in rule 14(1)(b)(i), the person remains a member of the Management Committee.

16. Functions of Secretary

(1) The secretary's functions include, but are not limited to—

(a) calling meetings of the Association, including preparing notices of a meeting and of the business to be conducted at the meeting in consultation with the president of the Association and in the case of the annual general meeting in conjunction with

the Returning Officer; and

(b) keeping minutes of each meeting; and

(c) keeping copies of all correspondence and other documents relating to the Association; and

(d) maintaining the register of members of the Association.

17. Membership of Management Committee

(1) The Management Committee shall comprise (12) twelve members, including a President, Vice President, Treasurer and Secretary (Office-holders) and eight other members elected at a general meeting.

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(2) At each annual general meeting of the Association, 50% of the members of the Management Committee must retire from office, but are eligible, on nomination, for re-election for a further (2) two years provided that:

If a member has held a position for four consecutive years, at the end of the four years, the member must retire from office and is not eligible for nomination for re-election until the next annual general meeting(AGM).

NOTE: For the purpose of translation to this constitution in 2013, this shall mean:

- (a) The President and Secretary shall serve/be elected for (2) two years in the first instance. The Vice President and Treasurer shall serve/be elected for (1) one year in the first instance.
- (b) The (4) four ordinary committee members receiving the highest number of votes at the AGM shall serve/be elected for (2) two years in the first instance. The remaining (4) four members shall serve/be elected for (1) one year.
- (c) If a Management Committee Member has held a position for a period of two years or more under the pre 2013 constitution then they will be deemed to have held a position for (2) two years for the purpose of the translation process.

(3) A member of the Association may be appointed to a casual vacancy on the Management Committee under rule 20.

(4) Members of the Management Committee should reside, work or spend a substantial amount of time in the Toowoomba RA2 Licence Area.

18. Electing the Management Committee

(1) The Management Committee shall appoint an independent Returning Officer and a Deputy Officer who shall not be Management Committee members of the Association.

(2) For every election the Secretary shall prepare a Roll of Electors which shall consist of the names of persons duly registered as members to vote up to but not including the date of closure of nominations.

(3) On or before such day as the Management Committee may appoint (but at least (30) thirty days before the annual general meeting), the Returning Officer shall give notice to all members of the intention to hold an election of Management Committee members and shall call for nominations for candidates from each member. The notice shall specify:

- (a) that the closing date for receipt for nomination of candidates is not less than (14) fourteen days after the posting or delivering of the call for nomination of candidates

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b) the address for the office of the Returning Officer where all nominations must be received.

(4) A member of Association may only be nominated as follows—

(a) any (2) two members of the Association may nominate another member (the candidate) to serve as a member of the Management Committee;

(b) the nomination must be—

(i) in writing; and

(ii) signed by the candidate and the members who nominated him or her; and

(iii) lodged with the Returning Officer's office before 4pm on the day that nominations close; and

(iv) include background notes detailing the experience of the person of no more than (100) one hundred words including abbreviations and acronyms; and

(v) specify whether the person is nominating for President, Secretary, Treasurer, Vice President or ordinary committee member:

(c) each member of the Association present and eligible to vote at the annual general meeting may vote for (1) one candidate for each vacant position on the Management Committee.

(5) A person may be a candidate only if the person—

(a) is an adult; and

(b) is not ineligible to be elected as a member under section 61A of the Act.

(6) A list of the candidates names as they are received (dated and signed by the Returning Officer) together with the position for which the candidate nominates and the names of the members who nominated each candidate, must be posted in a conspicuous place in the office as they are received and then for at least (7) seven days immediately preceding the date of the annual general meeting.

(7) If required by the Management Committee, a list must be prepared containing the names of the candidates as they are received (dated and signed by the Returning Officer together with the position for which the candidate nominates and the names of the members who nominated each candidate).

(8) The Management Committee must ensure that, before a candidate is elected as a member of the Management Committee, the candidate is advised—

(a) whether or not the Association has public liability insurance; and

(b) if the Association has public liability insurance—the amount of the insurance.

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- (8) If insufficient nominations are received to fill all vacancies on the Management Committee the candidates nominated are taken to be elected at the annual general meeting and any vacant positions remaining on the Management Committee are taken to be casual vacancies.
- (9) If the nomination of candidates exceeds the number of vacancies the Returning Officer shall transmit by post, or electronic communication, a voting paper to every person whose name is listed on the Roll of Electors up to but not including the day of closure of nominations.
- (10) Upon receipt of a statutory declaration from a member stating that they had not received their ballot paper, or that it was destroyed or lost, another ballot paper may be issued to that person by the Returning Officer.
- (11) Every voting paper shall contain the full names of the candidates in order as conducted by a draw (at which all candidates are eligible to attend) together with the position for which the candidate nominates and shall be endorsed by the Returning Officer.
- (12) Each voter shall mark the voting paper by placing an "X" in the squares opposite the names of the candidates for whom the voter wishes to cast a vote.
- (13) The Returning Officer shall be responsible for the security and safekeeping of all voting papers until they have been opened, examined and counted.
- (14) Candidates may, at their own expense, appoint (1) one member to be their Scrutineer at the place appointed for the opening, examining and counting of voting papers.
- (15) The poll shall close half an hour after the opening of the annual general meeting.
- (16) At the nominated time for the closing of the poll the Returning Officer shall open the envelopes, record the name of the person voting against the Roll of Electors, and shall examine the voting papers and count the number of votes received by each candidate. The Returning Officer shall sign a written statement attesting to the result which shall be countersigned by any scrutineers present. This written statement will be read to the annual general meeting.
- (17) At the time of the counting of the votes the Returning Officer shall produce for the information of the scrutineers the Roll of Electors who have been posted or forwarded voting papers and duplicate voting papers.
- (18) At the examination of the voting papers, any paper which does not bear the endorsement of the Returning Officer, or is manifestly irregular shall be rejected.
- (19) The Returning Officer will seal the voting papers in an envelope and deliver them to the President for disposal (3) three months after the date of the AGM.

19. Resignation, removal or vacation of office of Management Committee member

- (1) A member of the Management Committee may resign from the Management Committee by giving written notice of resignation to the secretary.
- (2) The resignation takes effect at—



(a) the time the notice is received by the secretary; or

(b) if a later time is stated in the notice—the later time.

(3) A member may be removed from office at a general meeting of the Association if a majority of the members present and eligible to vote at the meeting vote in favour of removing the member.

(4) Before a vote of members is taken about removing the member from office, the member must be given a full and fair opportunity to show cause why he or she should not be removed from office.

(5) A member has no right of appeal against the member's removal from office under this rule.

(6) A member immediately vacates the office of member in the circumstances mentioned in section 64(2) of the Act.

20. Vacancies on Management Committee

(1) If a casual vacancy happens on the Management Committee, the continuing members of the Management Committee may appoint another member of the Association to fill the vacancy until the next annual general meeting.

(2) The continuing members of the Management Committee may act despite a casual vacancy on the Management Committee.

(3) However, if the number of Management Committee members is less than the number fixed under rule 23(1) as a quorum of the Management Committee, the continuing members may act only to—

(a) increase the number of Management Committee members to the number required for a quorum;

or

(b) call a general meeting of the Association.

21. Functions of Management Committee

(1) Subject to these rules or a resolution of the members of the Association carried at a general meeting, the Management Committee has the general control and management of the administration of the affairs, property and funds of the Association.

(2) The Management Committee has authority to interpret the meaning of these rules and any matter relating to the Association on which the rules are silent, but any interpretation must have regard to the Act, including any regulation made under the Act.



Note—

The Act prevails if the Association's rules are inconsistent with the Act—see section 1B of the Act.

(3) The Management Committee may exercise the powers of the Association—

- (a) to borrow, raise or secure the payment of amounts in a way the members of the Association decide; and
- (b) to secure the amounts mentioned in paragraph (a) or the payment or performance of any debt, liability, contract, guarantee or other engagement incurred or to be entered into by the Association in any way, including by the issue of debentures (perpetual or otherwise) charged upon the whole or part of the Association's property, both present and future; and
- (c) to purchase, redeem or pay off any securities issued; and
- (d) to borrow amounts from members and pay interest on the amounts borrowed; and
- (e) to mortgage or charge the whole or part of its property; and
- (f) to issue debentures and other securities, whether outright or as security for any debt, liability or obligation of the Association; and
- (g) to invest in a way the members of the Association may from time to time decide.

(4) For subrule (3)(d), the rate of interest must not be more than the current rate being charged for overdrawn accounts on money lent (regardless of the term of the loan) by—

- (a) the financial institution for the Association; or
- (b) if there is more than one (1) financial institution for the Association—the financial institutions nominated by the Management Committee.

22. Meetings of Management Committee

(1) Subject to this rule, the Management Committee may meet and conduct its proceedings as it considers appropriate.

(2) The Management Committee must meet at least once every (2) two months to exercise its functions.

(3) The Management Committee must decide how a meeting is to be called.

(4) Notice of a meeting is to be given in the way decided by the Management Committee.

(5) The Management Committee may hold meetings, or permit a Management Committee member to take part in its meetings, by using any technology that reasonably allows the member to hear and take part in discussions as they happen.



(6) A Management Committee member who participates in the meeting as mentioned in subrule (5) is taken to be present at the meeting.

(7) A question arising at a Management Committee meeting is to be decided by a majority vote of members of the Management Committee present at the meeting and, if the votes are equal, the question is decided in the negative.

(8) A member of the Management Committee must not vote on a question about a contract or proposed contract with the Association if the member has an interest in the contract or proposed contract and the member's vote must not be counted.

(9) The President is to preside as chairperson at a Management Committee meeting.

(10) If there is no President or if the President is not present within (10) ten minutes after the time fixed for a Management Committee meeting, the members may choose (1) one of their number to preside as chairperson at the meeting.

23. Quorum for, and Adjournment of, Management Committee Meeting

(1) At a Management Committee meeting, more than 50% of the members elected to the Management Committee as at the close of the last general meeting of the members form a quorum.

(2) If there is no quorum within 30 minutes after the time fixed for a Management Committee meeting called at the request of members of the Management Committee, the meeting lapses.

(3) If there is no quorum within 30 minutes after the time fixed for a Management Committee meeting called other than at the request of the members of the Management Committee—

(a) the meeting is to be adjourned for (1) one week; and

(b) the members of the Management Committee who are present are to decide the day, time and place of the adjourned meeting.

(4) If, at an adjourned meeting mentioned in subrule (3), there is no quorum within 30 minutes after the time fixed for the meeting, the meeting lapses.

24. Special Meeting of Management Committee

(1) If the secretary receives a written request signed by at least 33% of the members of the Management Committee, the secretary must call a special meeting of the Management Committee by giving each member of the Management Committee notice of the meeting within (14) fourteen days after the secretary receives the request.

(2) If the secretary is unable to call the special meeting, the president must call the meeting.

(3) A request for a special meeting must state—

(a) why the special meeting is called; and

(b) the business to be conducted at the meeting.

(4) A notice of a special meeting must state—



- (a) the day, time and place of the meeting; and
- (b) the business to be conducted at the meeting.

(5) A special meeting of the Management Committee must be held within (14) fourteen days after notice of the meeting is given to the members of the Management Committee.

25. Minutes of Management Committee Meetings

- (1) The secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each Management Committee meeting are entered in a minute book.
- (2) To ensure the accuracy of the minutes, the minutes of each Management Committee meeting must be signed by the chairperson of the meeting, or the chairperson of the next Management Committee meeting, verifying their accuracy prior to adoption of the minutes.

26. Appointment of Subcommittees

- (1) The Management Committee may appoint subcommittees consisting of members of the Association considered appropriate by the Management Committee to help with the conduct of the Association's operations.
- (2) A member of the subcommittee who is not a member of the Management Committee is not entitled to vote at a Management Committee meeting.
- (3) All subcommittees shall consist of one Management Committee member and that member shall act as the chair of the subcommittee.
- (4) If a chairperson is not present within (10) ten minutes after the time fixed for a meeting, the members present will choose (1) one of their number to be chairperson of the meeting.
- (5) A subcommittee may meet and adjourn as it considers appropriate.
- (6) A question arising at a subcommittee meeting is to be decided by a majority vote of the members present at the meeting and, if the votes are equal, the question is decided in the negative.

27. Acts Not Affected by Defects or Disqualifications

- (1) An act performed by the Management Committee, a subcommittee or a person acting as a member of the Management Committee is taken to have been validly performed.
- (2) Subrule (1) applies even if the act was performed when—
 - (a) there was a defect in the appointment of a member of the Management Committee, subcommittee or person acting as a member of the Management Committee; or
 - (b) a Management Committee member, subcommittee member or person acting as a member of the Management Committee was disqualified from being a member.



28. Resolutions of Management Committee Without Meeting

(1) A written resolution signed by each member of the Management Committee is as valid and effectual as if it had been passed at a Management Committee meeting that was properly called and held.

29. First Annual General Meeting

The first annual general meeting must be held within (6) six months after the end date of the Association's first reportable financial year.

30. Subsequent Annual General Meetings

Each subsequent annual general meeting must be held—

- (a) at least once each year; and
- (b) within 6 months after the end date of the Association's reportable financial year.

31. Business to be Conducted at Annual General Meeting of Level 1 Incorporated Associations and Particular Level 2 and 3 Incorporated Associations

(1) This rule applies only if the Association is—

- (a) a level 1 incorporated association; or
- (b) a level 2 incorporated association to which section 59 of the Act applies; or
- (c) a level 3 incorporated association to which section 59 of the Act applies.

(2) In addition to any other business which may be transacted the following business must be conducted at each annual general meeting of the Association—

- (a) adoption of previous minutes of AGM
- (b) receiving the Association's financial statement, and audit report, for the last reportable financial year;
- (c) presenting the financial statement and audit report to the meeting for adoption;
- (d) electing members of the Management Committee;
- (e) for a level 1 incorporated association—appointing an auditor or an accountant for the present financial year;
- (f) for a level 2 incorporated association, or a level 3 incorporated association, to which section 59 of the Act applies—appointing an auditor, an accountant or an approved person for the present financial year.



32. Business to be Conducted at Annual General Meeting of Other Level 2 Incorporated Associations

(1) Adoption of previous minutes of AGM

(2) This rule applies only if the Association is a level 2 incorporated association to which section 59A of the Act applies.

(3) In addition to any other business which may be transacted the following business must be conducted at each annual general meeting of the Association—

(a) adoption of previous minutes of AGM

(b) receiving the Association's financial statement, and signed statement, for the last reportable financial year;

(c) presenting the financial statement and signed statement to the meeting for adoption;

(d) electing members of the Management Committee;

(e) appointing an auditor, an accountant or an approved person for the present financial year.

33. Business to be Conducted at Annual General Meeting of Other Level 3 Incorporated Associations

(1) This rule applies only if the Association is a level 3 incorporated association to which section 59B of the Act applies.

(2) In addition to any other business which may be transacted the following business must be conducted at each annual general meeting of the Association—

(a) adoption of previous minutes of AGM

(b) receiving the Association's financial statement, and signed statement, for the last reportable financial year;

(c) presenting the financial statement and signed statement to the meeting for adoption;

(d) electing members of the Management Committee.

34. Notice of General Meeting

(1) The secretary may call a general meeting of the Association.

(2) The secretary must give at least 14 days notice of the meeting to each member of the Association.

(3) If the secretary is unable to call the meeting, the president must call the meeting.



(4) The Management Committee must give notice by letter, email, on-air announcement, station newsletter and noticeboards.

(5) However, notice of the following meetings must be given in writing—

(a) a meeting called to hear and decide the appeal of a person against the Management Committee's decision—

(i) to reject the person's application for membership of the Association; or

(ii) to terminate the person's membership of the Association;

(b) a meeting called to hear and decide a proposed special resolution of the Association.

(6) A notice of a general meeting must state the business to be conducted at the meeting.

35. Quorum For, and Adjournment of, General Meeting

(1) The quorum for a general meeting is at least the number of members elected or appointed to the Management Committee at the close of the Association's last general meeting plus 1.

(2) No business may be conducted at a general meeting unless there is a quorum.

(3) If there is no quorum within 30 minutes after the time fixed for a general meeting called at the request of members of the Management Committee or the Association, the meeting lapses.

(4) If there is no quorum within 30 minutes after the time fixed for a general meeting called other than at the request of members of the Management Committee or the Association—

(a) the meeting is to be adjourned for at least 7 days; and

(b) the Management Committee is to decide the day, time and place of the adjourned meeting.

(5) The chairperson may, with the consent of any meeting at which there is a quorum, and must if directed by the meeting, adjourn the meeting from time to time and from place to place.

(6) If a meeting is adjourned under subrule (6), only the business left unfinished at the meeting from which the adjournment took place may be conducted at the adjourned meeting.

(7) The secretary is not required to give the members notice of an adjournment or of the business to be conducted at an adjourned meeting unless a meeting is adjourned for at least 30 days.

(8) If a meeting is adjourned for at least 30 days, notice of the adjourned meeting must be given in the same way notice is given for an original meeting.



36. Procedure at General Meeting

(1) A member may take part and vote in a general meeting in person, by proxy, by attorney or by using any technology that reasonably allows the member to hear and take part in discussions as they happen.

(2) A member who participates in a meeting as mentioned in subrule (1) is taken to be present at the meeting.

(3) At each general meeting—

(a) the president is to preside as chairperson; and

(b) if there is no president or if the president is not present within 15 minutes after the time fixed for the meeting or is unwilling to act, the members present must elect 1 (one) of their number to be chairperson of the meeting; and

(c) the chairperson must conduct the meeting in a proper and orderly way.

37. Voting at General Meeting

(1) At a general meeting, each question, matter or resolution, other than a special resolution, must be decided by a majority of votes of the members present.

(2) Each member present and eligible to vote is entitled to 1 (one) vote only and, if the votes are equal, the chairperson has a casting vote as well as a primary vote.

(3) A member is not entitled to vote at a general meeting if the member's annual subscription is in arrears at the date of the meeting.

(4) The method of voting is to be decided by the Management Committee.

(5) However, if at least (twenty) 20% of the members present demand a secret ballot, voting must be by secret ballot.

(6) If a secret ballot is held, the chairperson must appoint (2) two members to conduct the secret ballot in the way the chairperson decides.

(7) The result of a secret ballot as declared by the chairperson is taken to be a resolution of the meeting at which the ballot was held.

38. Special General Meeting

(1) The secretary must call a special general meeting by giving each member of the Association notice of the meeting within (14) fourteen days after—

(a) being directed to call the meeting by the Management Committee; or

(b) being given a written request signed by—

(i) at least 33% of the number of members of the Management Committee



when the request is signed;

or

(ii) at least the number of ordinary members of the Association equal to double the number of members of the Association on the Management Committee when the request is signed plus 1; or

(c) being given a written notice of an intention to appeal against the decision of the Management Committee—

(i) to reject an application for membership; or

(ii) to terminate a person's membership.

(2) A request mentioned in subrule (1)(b) must state—

(a) why the special general meeting is being called; and

(b) the business to be conducted at the meeting.

(3) A special general meeting must be held within (1) one month after the secretary—

(a) is directed to call the meeting by the Management Committee; or

(b) is given the written request mentioned in subrule (1)(b); or

(c) is given the written notice of an intention to appeal mentioned in subrule (1)(c).

(4) If the secretary is unable or unwilling to call the special meeting, the president must call the meeting.

39. Proxies

(1) An instrument appointing a proxy must be in writing and be in the form at rule 39(7) or similar.

(2) The instrument appointing a proxy must—

(a) if the appointer is an individual—be signed by the appointer or the appointer's attorney properly authorised in writing; or

(b) if the appointer is a corporation—

(i) be under seal; or

(ii) be signed by a properly authorised officer or attorney of the corporation.

(3) A proxy may be a member of the Association.

(4) The instrument appointing a proxy is taken to confer authority to demand or join in demanding a secret ballot.



(5) Each instrument appointing a proxy must be given to the secretary before the start of the meeting or adjourned meeting at which the person named in the instrument proposes to vote.

(6) Unless otherwise instructed by the appointer, the proxy may vote as the proxy considers appropriate.

(7) The instrument appointing the proxy must be in the following or similar form—

DARLING DOWNS BROADCASTING SOCIETY INC (the Association):

I, of _____, being a member of the Association, appoint _____ of _____

as my proxy to vote for me on my behalf at the (annual) general meeting of the Association, to be held on the day of _____ 20 and at any adjournment of the meeting.

Member to choose either Option A or Option B below (delete whichever is not appropriate).

Option A

I authorise the member named above as my proxy to vote as the proxy considers.

Signed this _____ day of _____ 20 .

Signature

Option B

This form is to be used *in favour of/*against [strike out whichever is not wanted] the following resolutions—

[List relevant resolutions] Signed this _____ day of _____ 20 .

Signature

40. Minutes of General Meetings

(1) The secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each general meeting are entered in a minute book.

(2) To ensure the accuracy of the minutes—

(a) the minutes of each general meeting must be signed by the chairperson of the meeting, or the chairperson of the next general meeting, verifying their accuracy; prior to adoption of the minutes

(b) the minutes of each annual general meeting must be signed by the chairperson of the meeting, or the chairperson of the next meeting of the Association that is a general meeting or annual general meeting, verifying their accuracy, prior to adoption of the minutes



(3) If asked by a member of the Association, the secretary must, within (14) fourteen days after the request is made—

(a) make the minute book for a particular general meeting available for inspection by the member at a mutually agreed time and place; and

(b) give the member copies of the minutes of the meeting.

(4) The Management Committee may set a reasonable charge to recover the cost of providing copies of minutes to members who wish to obtain a copy.

41. By-laws

(1) The Management Committee may make, amend or repeal by-laws, not inconsistent with these rules, for the internal management of the Association.

(2) A by-law may be set aside by a vote of members at a general meeting of the Association.

42. Alteration of Rules

(1) Subject to the Act, these rules may be amended, repealed or added to by a special resolution carried at a general meeting.

(2) However an amendment, repeal or addition is valid only if it is registered by the Office of Fair Trading.

43. Common Seal

(1) The Management Committee must ensure the Association has a common seal.

(2) The common seal must be—

(a) kept securely by the Management Committee; and

(b) used only under the authority of the Management Committee.

(3) Each instrument to which the seal is attached must be signed by an Office-holder of the Management Committee and countersigned by another member of the Management Committee.

44. Funds and Accounts

(1) The funds of the Association must be kept in an account in the name of the Association in a financial institution decided by the Management Committee.

(2) Records and accounts must be kept in the English language showing full and accurate particulars of the financial affairs of the Association.



- (3) All amounts must be deposited in the financial institution accounts as soon as practicable after receipt.
- (4) A payment by the Association of \$100 or more must be made by cheque or electronic funds transfer.
- (5) If a payment of \$100 or more is made by cheque, the cheque must be signed by an Office-holder of the Management Committee and countersigned by another member of the Management Committee authorised to sign cheques issued by the Association.
- (6) Cheques, other than cheques for wages, allowances or petty cash recoupment, must be crossed not negotiable.
- (7) A petty cash account must be kept on the imprest system, and the Management Committee must decide the amount of petty cash to be kept in the account.
- (8) All expenditure must be approved or ratified at a Management Committee meeting.

45. General Financial Matters

- (1) On behalf of the Management Committee, the treasurer must, as soon as practicable after the end date of each financial year, ensure a financial statement for its last reportable financial year is prepared.
- (2) The income and property of the Association must be used solely in promoting the Association's objects and exercising the Association's powers.

46. Documents

The Management Committee must ensure the safe custody of books, documents, instruments of title and securities of the Association.

47. Financial Year

The end date of the Association's financial year is ~~30 June~~ in each year.

31 March PMZ *Please see Last 3*
CD Pages

48. Distribution of Surplus Assets to Another Entity

- (1) This rule applies if the Association—
- (a) is wound-up under part 10 of the Act; and
 - (b) has surplus assets.
- (2) The surplus assets must not be distributed among the members of the Association.
- (3) The surplus assets must be given to another entity—
- (a) having objects similar to the Association's objects; and



(b) the rules of which prohibit the distribution of the entity's income and assets to its members.

(4) In this rule— surplus assets see section 92(3) of the Act.

do Rmz



Associations Incorporation Form 8



Queensland
Government

Application to register an amendment of rules

Associations Incorporation Act 1981

This form is effective from 1 July 2016



3822280

ABN: 13 846 673 994

OFFICE USE ONLY

Date received

RECEIVED

08 AUG 2018

FAIR TRADING

Lodgement details

LU number: 9519735

Instructions

Please use **BLOCK** letters when completing this form. Attach extra sheets if necessary. All dates should be DD/MM/YYYY.

Please note applications must be lodged within three months after the passing of the special resolution at a general meeting of the association.

Applications received by the department after three months of the passing of the special resolution cannot be registered unless an application for extension of time is granted under Section 121 of the Act.

Privacy statement—please read

The Office of Fair Trading collects information, including personal information, on this form as required by the *Associations Incorporation Act 1981* to process your application. Your personal information will be placed on a register which may be inspected by the public upon payment of a prescribed fee. Any documents required by the Office of Fair Trading are available for inspection by the public upon payment of a prescribed fee. Additionally, information on this form can be disclosed without your consent where authorised or required by law. Under the *Fair Trading Act 1989* information may also be shared on a confidential basis with other Australian fair trading agencies.

Fees

The applicable fee for this form is available on the Fair Trading website at www.qld.gov.au/fairtrading. No GST is payable on the fee.

Part 1—Application details

Incorporated association details

Incorporated association number CP 2716 AP LIA15713
Name of incorporated association Darling Downs Broadcasting Soc Inc

Application details

* A special resolution is a resolution passed at a general meeting by the votes of 3/4 of the members who are present and entitled to vote on the resolution. Written notice of a proposed special resolution, and of the time and place of the general meeting at which it is proposed to move the resolution, must be given as required under the association's rules, before the general meeting to each member who has a right to vote on the resolution.

Application is made (pursuant to section 48 of the *Associations Incorporation Act 1981*) to register an amendment of the rules of the abovenamed association. At a general meeting of the members of the said association duly convened and held at _____ (place)

on 11/12/2017 (date) a special resolution* was passed

☒ effecting a change to the following rule/s number/s End of financial year

OR

☐ adopting a complete set of own/model rules (copy attached)

Associations Incorporation Act 1981
Registered on
10 APR 2019
Delegate of the Director-General

Signature

Must be completed by secretary.

Signature of President Sandra

Name of secretary (please print) Sara Andrews

Dated 07/08/2018

Phone (daytime) 0437 493 403



Part 2—Details of rule amendments

Notes for associations with the model rules

If an association makes any amendments to the model rules, this generally means the association no longer has model rules but its own rules. However, subject to approval, the following amendments to the model rules are allowed:

- the objects
- membership
- end of financial year date
- updating the model rules to include statutory changes.

Please attach a copy of the amendment or the complete rules with the amendment clearly shown. For minor amendments, please provide details of the special resolution/s (as outlined in Part 1) below:

Change of end of financial year from
June 30 to Mar 31 each year.



Part 3—Statutory declaration for change of rules

I, (name) Sara Andrews
President
do solemnly and sincerely declare that:
1. I am the secretary of (name of incorporated association) Darling Downs Broadcasting Soc Inc
2. The association has complied with all the requirements of the Act and the association's rules in relation to the calling, holding and passing of the special resolution at a general meeting on 11/12/2017 (date).
3. The amendments to the rules passed by the members of the above mentioned association by special resolution on 11/12/2017 (date) comply with the Associations Incorporation Act 1981 and I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Oaths Act 1867.

Declaration

Declared at in Queensland.
(location)

Date / /

To be signed by secretary.

Signature of President S Andrews
secretary

Before me

To be signed by
J.P., Commissioner for
Declarations etc.

Signature of J.P., Commissioner for Declarations, etc

Date / /

