

**Constitution of the  
Christchurch Amateur Radio Club Branch 05 NZART  
Incorporated**

**commonly known as the  
Christchurch Amateur Radio Club**

Updated with changes up to 2016 AGM.

## **1. NAME.**

The name of the Society shall be the Christchurch Amateur Radio Club Branch 05 NZART Incorporated, commonly known as the Christchurch Amateur Radio Club. "(Here in after called ""The Club"")"

## **2. OBJECTS.**

The objects of The Club shall be:

- a. To maintain status as a branch of the New Zealand Association of Radio Transmitters Incorporated as recognised by the constitution of that Association.
- b. To further the objects of the New Zealand Association of Radio Transmitters Incorporated (hereinafter called "The Association") an Incorporated Society under the Incorporated Societies Act 1908, and the objects set forth in the Constitution of The Association shall be deemed to be also objects of the Club.
- c. To establish and operate amateur transmitting station(s) under the current Radio Regulations and amendments.
- d. To provide education to all sections of the community in the various branches of electronics and amateur radio, and to encourage technical achievement and responsible operating procedures.  
To further encourage members involvement in their local community by mentoring others in technical matters and responsible citizenship."
- e. To co-operate with Regional Councils, and the Ministry of Civil Defence in the operation of a Civil Defence organisation under the Civil Defence Act & its amendments, and to provide communications where required by the New Zealand Police for Search and Rescue.
- f. To promote and support an Amateur Radio Emergency Communications section.

## **3. MEMBERSHIP.**

- a. Full Membership of The Club shall be open to all persons who hold a current Amateur Operators certificate upon making written or oral application to the Club Committee, provided that no person who is a licensed amateur but who is not a member of the Association shall be admitted as a Full Member of the club.
- b. In addition to Full Members, the Club may admit Associate members. Associate members shall be persons who hold an Amateur operator's certificate, but who are not members of the Association or do not have an Amateur Operators certificate but have a bona fide interest in Radio & Electronics. Associate members shall have all rights of Full Members, except the right to vote or hold office in the Club.
- c. The committee of The Club shall have the right to refuse membership to any person.
- d. Any Full Member of the Club whose subscription is two months in arrears shall not be entitled to vote, hold office, or enjoy any other privileges of membership.
- e. Any Associate Member of The Club whose subscription is two months in arrears shall not be entitled to enjoy any privileges of the club.
- f. Any Full Member or Associate Member may be deleted from the list of members and associates upon becoming un-financial, provided that the committee shall have given the member or associate fourteen (14) days written notice (in the manner specified in Clause 14 hereof) of its intention to do so and the outstanding subscription shall not have been paid within that time.
  - g. Nothing in this clause shall restrict the right of a person attached to The Club by the Association for voting purposes in accordance with clause 7.2(d) of the constitution of the Association to vote with the Club on Association business.

## **4. PATRON, HONORARY MEMBERS AND HONORARY LIFE MEMBERS.**

- a. The Club may at any time in General meeting appoint a person of standing and repute (who need not be a member of The Club or of the Association) to be the Patron of The Club. The office of Patron shall be a post of honour only, and shall carry no executive responsibilities.
- b. Honorary Life Members may be nominated by the Committee and may be elected by a majority vote at an Annual General Meeting.

An Honorary Life Member is a member who over a long period has performed distinguished service to The Club.

- c. The Club may at any time in General meeting upon the written recommendation of the committee appoint Honorary Members (whether or not such person is already a member of the Club or the Association) who shall hold office for a period of one year from the date of their appointment. Honorary Membership may be held by any member in addition to ordinary membership. Honorary Members (unless they are also ordinary members) shall have no right to vote and shall not be eligible to become officers of the Club. An Honorary Member (whether or not also an ordinary member) shall not be required to pay a subscription.

## **5. OFFICERS AND COMMITTEE.**

The Officers of The Club shall consist of the President, Vice President, Secretary and Treasurer.

Ex officio to the committee shall be the club radio station Trustees and AREC officers.

The committee shall consist of the Officers, not less than five ordinary members and the ex-officio positions.

- a. The President, Vice President, Secretary and Treasurer and ordinary members of the committee shall be elected at the Annual General Meeting of The Club and shall hold office until the conclusion of following Annual General Meeting.
- b. Nominations for elected Officers and Committee members shall be called for at least 28 days before an Annual General Meeting.  
Each candidate shall be proposed and seconded in writing by Members and the completed nomination, signed by the nominee, delivered to the Secretary.
- c. Nominations shall close at 5pm of the fifth day before the Annual General Meeting.
- d. If there are not enough nominations for officers or ordinary committee members, nominations may be called from the floor at the Annual General Meeting.
- e. If the position of any elected officer becomes vacant during the year the committee shall appoint another committee member to fill that vacancy
- f. The Radio Station(s) Trustee(s) shall be appointed at the Annual General Meeting for the ensuing year and must be Full Members.
- g. Not less than two thirds of the Committee shall hold a current Station Licence and any nominee must have been a club member for twelve months prior to nomination.
- h. In lieu of a Secretary and Treasurer, the Club may elect a Secretary/Treasurer to fill both offices in which case the number of committee members allowed under sub-clause (a) shall be increased by one
- i. The committee may at its discretion, co-opt further members to assist it from time to time, but co-opted members shall have no voting rights on committee business and terminate at the next AGM or sooner if the committee so decides.

## **6. PROCEDURE OF THE COMMITTEE.**

- a. The Committee shall meet from time to time on an as required basis and may make, repeal and amend such regulations as it may consider necessary or convenient for the proper administration of The Club. Such regulations, repeals and amendments shall be binding on all members until otherwise determined by the Committee provided that no such regulations shall conflict with this Constitution, the Constitution of the Association or the Incorporated Societies Act 1908.
- b. The President, Vice-President or Secretary shall call Committee meetings on such notice as is deemed fit.
- c. A quorum of the Committee shall be five (5) committee members present in person.
- d. Any motion shall be valid and in full force and effect immediately the result of the vote is declared.
- e. Any member of The Club may be present at a committee meeting, but shall have no right to vote there at and may take part in a discussion only at the invitation of the Chairperson of the meeting.

- f. Save as expressly provided herein, the Committee shall determine its own rules of Procedure for the conduct of committee meetings.
- g. Each Committee member present at any committee meeting may exercise one vote on each motion before such meeting except that in the case of equality voting, the Chairperson may exercise a casting vote in addition to the Chairperson's deliberate vote.

## **7. POWERS OF THE COMMITTEE**

- a. The Committee shall have control of the funds and assets of The Club and shall have all the administrative powers necessary for properly carrying out the objects of the Club in accordance with this Constitution.
- b. Without restricting sub-paragraph (a), the Committee shall have the following additional powers.
  - 1. Generally to purchase, take on lease or exchange, hire or otherwise acquire any real or personal property and any rights and privileges which the Committee may think necessary for the purpose of any of the objects of The Club. In particular the Committee may acquire any land, buildings, easements, machinery, equipment or motor vehicles.
  - 2. To construct, maintain, alter or dismantle any buildings, equipment or works necessary or convenient for the purposes of The Club.
  - 3. To invest any funds of The Club not immediately required upon any investments authorised by the law of New Zealand for the investment of trust monies.
  - 4. To sell, improve, manage, develop, exchange, lease, dispose of or otherwise deal with all or any part of The Club property.
  - 5. To borrow or raise money by overdraft from any Bank or in such manner as may be thought fit and to secure the repayment thereof and in particular by the issue of debentures or by mortgage or lien upon the whole or any part of The Club property or assets both present and future provided always that no such debentures, mortgages, charges or liens shall be made or given without the prior consent of the members in General Meeting but no lender having dealings with The Club shall be concerned to see or enquire whether any such consent has in fact been given.
  - 6. The Banking of The Club shall be with such banking concerns as may be from time to time directed by the Committee.
  - 7. All monies received by or on behalf of The Club shall be paid into an account or accounts within seven (7) days of receipt. Cheques, bills and withdrawal forms and electronic transactions drawn on such accounts shall be signed by two of the committee members nominated for that purpose by the Committee and who shall be Full Members of the club.
  - 8. No monies owing by The Club shall be paid out or any other payments made except with the authority of a resolution of the Committee.
  - 9. To engage, remunerate and dismiss salaried officers and servants whenever this may seem expedient.
- c. Notwithstanding the foregoing the committee shall not dispose of property in excess of the value of FIVE THOUSAND DOLLARS, nor incur expenditure in excess of the sum of FIVE THOUSAND DOLLARS without the prior approval of The Club in General Meeting.

## **8. ANNUAL GENERAL MEETINGS AND SPECIAL GENERAL MEETINGS.**

- a. The Annual General Meeting shall be called by the Secretary to be held during the month of December each year. The notice of meeting shall be in the hands of the members fourteen (14) clear days before the appointed date. The agenda for the meeting shall be set out in the notice convening the meeting and shall include so far as is practical notices of any motions to be considered at the meeting and shall be included with the notice of such meeting.
- b. A Special General Meeting may be called by the Committee at any time. Notices of such meetings shall be in the hands of members fourteen (14) clear days before the appointed date and be accompanied by an agenda of such meeting.
- c. A Special General Meeting shall be called by the President, Vice- President or Secretary within thirty-one (31) days of receipt of a written petition signed by not less than twenty (20) financial members calling for the said meeting and setting out in writing the motions for the said meeting to consider. Notices of such meetings shall be in the hands of members fourteen (14) clear days before the appointed date and be accompanied by an agenda of such meeting.
- d. A quorum at any Meeting shall consist of not less than fifteen (15) financial members.
- e. Voting at such meetings shall be by show of hands, voices or by secret ballot whichever is decided by the meeting provided that whenever it is necessary to elect Officers of the Committee of The Club the vote shall be conducted by secret ballot.
- f. Each financial member may exercise one vote on each motion before such meeting except that in the case of equality of voting the Chairperson may exercise a casting vote in addition to a deliberative vote.
- g. Except as is otherwise provided in this Constitution a simple majority of members voting shall decide any question.
- h. Except as provided in Clause 10 hereof any motion shall be valid and of full force and effect immediately the motion be put and voting be recorded.
- i. The Annual General Meeting shall after hearing the recommendation of the Committee fix the subscription for the following year, and different rates of subscription may be set for different categories of members.

## **9. OTHER GENERAL MEETINGS.**

- a. The Committee shall in addition to the Annual General Meeting and any Special General Meetings call monthly general meetings of The Club.
- b. The business to be transacted at monthly general meetings shall be as follows.
  - 1 To receive apologies, to table correspondence and to report on The Club activities conducted during the previous month.
  - 2 To deal with any Club or Association business.
  - 3 To make recommendations to the Committee for the control and management of The Club.
  - 4 To receive an address or lecture upon a topic of interest to the members generally and falling within the objects of The Club.
- c. The Committee may at its discretion dispense with the calling of the monthly meeting or alternatively direct that the conduct of business be dispensed with at any monthly general meeting but shall ensure that before dispensing with business that the proper alternative arrangements are being made for dealing with urgent or regular Association business and that members of The Club are kept informed of Association matters and are able to exercise their voting rights as members of the Association.

**10. ALTERATION OF THE RULES.**

- a. The constitution of The Club may be altered, rescinded or added to by resolution passed at any Annual or Special General Meeting and then only if the motion to amend, rescind or add to the rules is passed with a 60% majority of those present in person and entitled to vote at the meeting and provided further that the Notice of the proposed alteration, rescission or addition shall have been given in general terms in the notice calling the meeting.
- b. No addition to, or alteration of, the pecuniary profit clause or the winding up clause shall be approved unless professional taxation advice as to the consequences of the change or repeal is placed before the meeting considering the motion.
- c. Immediately upon any addition alteration or rescission the text of the alteration shall be submitted to the Council of the Association for approval and shall then be presented to the Registrar of Incorporated Societies for registration.
- d. On any resolution to amend this constitution, voting shall be confined to members who hold Full Membership as defined in clause 3.a.

**11. SECRETARY'S DUTIES.**

- a. The Secretary shall conduct the correspondence of the Club and shall keep the records thereof and in addition shall keep full minutes of all committee meetings, monthly general meetings, Annual General Meetings and Special General meetings.
- b. The Secretary shall also keep a register showing the members for the time being of The Club whether or not they are financial and whether or not they are members of the Association.

**12. TREASURER'S DUTIES.**

All book keeping and accounting shall be done by the Treasurer of The Club. The Treasurer shall keep all necessary accounts and books and shall annually produce duly audited or independently reviewed accounts to the Annual General Meeting.

**13. THE SEAL.**

The Common Seal shall be kept in the custody of the Secretary. It shall not be affixed to documents except with the authority of a resolution of the Committee. The seal shall be affixed by a Committee member in the presence of two other members of the Committee, and all three members shall attest to the affixing thereof.

**14. SERVICE ON MEMBERS.**

- a. Any notices which by this constitution or by any regulations made here-under is required to be served upon a member shall be served by handing the notice to the member personally, or by sending by registered post to the members last known residential or business address.
- b. Any notice of meeting shall be given to members ( where such notice is required to be given ) by posting the same by ordinary prepaid post, to the member's last known residential or business address and the same shall be deemed to have been delivered in the ordinary course of post or to be sent, at a member's request, by electronic means (usually, but not necessarily, fax or email) and thus also to be deemed to have been delivered.
- c. No meeting shall be deemed improperly constituted and no decision reached at any meeting shall be invalid solely on the grounds that due to accident or inadvertence the requisite notice has not been given to any member or members unless the meeting itself determines otherwise.

**15. REMOVAL OF OFFICERS AND COMMITTEE.**

- a. Any Officer or member of the Committee may resign from office or from the Committee by giving notice in writing to the Secretary.
- b. An Officer or member of the Committee can be removed from office by a 60% majority vote on a resolution at a Special General Meeting provided that the notice of intention to move the Resolution has been given in the notice calling the meeting. The officer or the Committee member shall be served with notice of the Resolution in accordance with clause 14 (a) of this Constitution and shall have fourteen (14) clear days notice of this meeting.
- c. The officer or the committee member shall be given the opportunity to address the meeting or may read to the meeting a written statement of reasonable length before the vote is taken.
- d. Any vacancy in the officers or Committee between the Annual General Meetings shall be filled by the Committee provided that the Committee call a Special General Meeting to fill the vacancy or may (without any notice) refer the matter to the next monthly meeting of the Club whereupon The Club will fill the vacancy.

**16. EXPULSION OF MEMBERS.**

- a. If in the opinion of the majority of the members attending the Annual General Meeting or a Special General Meeting it shall be considered that any member or associate of The Club is or has been acting in a manner contrary to this constitution or otherwise likely to bring Amateur Radio into disrepute then the Annual General Meeting or Special General Meeting may direct the Committee to enquire into the conduct of the member or associate.
- b. The Committee may thereupon conduct an enquiry, and shall as nearly as may be follow the same procedures as council of the Association is directed to follow in paragraph 6 of the Association Constitution. The Committee may admonish the member, or may expel the member from The Club.
- c. Alternatively, the Committee may refer the matter to the council of the Association for such action as council deems fit, and upon such referral Council shall (in addition to any rights and powers it has under the Association Constitution) have the same powers as the Committee has under subparagraph (b) above. Upon such referral, the Committee shall take no further action in respect of any complaint concerning the same matters.

**17. RESIGNATION.**

A member of The Club may resign from membership by giving due notice to the Secretary in writing but shall remain liable for all subscriptions remaining due at the time the resignation takes effect.

**18. ACCOUNT AND AUDIT.**

The financial year of The Club shall end at the end of the month of June each year.

Within six (6) calendar months after the close of each financial year (i.e. December 31<sup>st</sup>) the accounts of The Club shall be balanced, and if possible, presented to the AGM.

The committee shall decide whether the club accounts are audited or reviewed, excepting that members may decide at a General Meeting to audit rather than review the accounts.

**19. AUDITOR .**

An Auditor or Engagement Reviewer for The Club shall be appointed at each Annual General Meeting. Membership of The Club shall not disqualify any person from acting as Auditor or Engagement Reviewer.

**20. REGISTERED OFFICE.**

The Registered Office of The Club shall be at such address as the Committee determines from time to time.

**21. SOLICITOR.**

A Solicitor for The Club may be appointed by the Committee of The Club.

**22. AMATEUR RADIO EMERGENCY COMMUNICATIONS.**

- a. The Club may establish an Amateur Radio Emergency Communications section in accordance with the provisions of Clause 37 of the Associations Constitution.
- b. The accounts of any section so established shall be included with and shall be audited or Engagement Reviewed with The Club accounts.
- c. The Club may (subject to any regulations made by the Association) make regulations relating to the operation of its section of AREC and defining the relationship between AREC and The Club.

**23. CASES NOT PROVIDED FOR.**

- a. In the event of any question arising out of the interpretation of this constitution or in the event of a case arising for which no provision is made in this constitution, that question of interpretation or matter for which no provision is made shall be settled by the Committee of The Club.
- b. Any member of The Club who is dissatisfied with any determination of the Committee under this clause may within such time as council shall allow appeal to the Council of the Association after giving the Secretary seven (7) clear days notice of his intention to do so. The decision of Council on any appeal shall, saving the rights of any Court of competent jurisdiction, be final and binding on The Club and the members there of.

**24. DISSOLUTION.**

The Club may be wound up by the Resolution of a Special General Meeting called together for that purpose of which prior notice has been given at a General Meeting held not earlier than thirty (30) days prior to the date of the Special General Meeting. At such Special General Meeting specially convened for the purpose of considering the dissolution of The Club and the disposal of assets thereof, a resolution requiring The Club to be wound up must be passed by a simple majority. At this Special General Meeting the Committee shall be empowered to prescribe the method and disposition of the funds and property of The Club provided that the assets of The Club shall not on winding up be paid or distributed amongst the members of The Club but shall be given to or transferred to such other charitable institution or institutions in CHRISTCHURCH or elsewhere with objects similar to those of The Club as the meeting determines.

December 2016