

Updated 25th October 2006

## THE POLDHU AMATEUR RADIO CLUB CONSTITUTION

1. The Club shall be known as THE POLDHU AMATEUR RADIO CLUB.

2. The aims of the Club shall be to further the interests of its Members in all aspects of amateur radio and directly associated activities, and to further the interests of Amateur Radio and associated activities in general.

3. MEMBERSHIP.

Membership shall be open, on application in writing, in the absolute discretion of the Management Committee, to all persons interested in the aims of the Club. The Management Committee shall not be required to give explanation for refusal of any membership application.

4. CLUB RULES.

All Members of the Club agree to abide by the Rules of the Club either as set out in this CONSTITUTION or made under the authority of this CONSTITUTION, at all times.

4(a) MISCONDUCT.

Any Member whose conduct, in the opinion of the Management Committee, is detrimental to the proper interests and welfare of the Club or any of its Members shall be liable to suspension or expulsion from the Club. In any such case the Management Committee shall give the Member at least 14 days notice of the intended action and the Member shall have the right to be heard by and make representations to the Management Committee before that Committee shall vote upon such suspension or expulsion and any Member not agreeing with the decision of that Committee may Appeal to the Membership attending the next General Meeting against the Management Committee's ruling.

4(b) The Rules of the Club shall not be amended save at an Annual General Meeting (AGM) or at an Extraordinary General Meeting (EGM) called for this specific purpose. Any proposed changes to the Rules must be set out clearly in the Agenda of the AGM or EGM concerned and Members must receive at least 14 days notice of such meeting and a full text of any proposed Rule amendment, new Rule or Rule to be abolished.

4(c) Details of the Duties of Officers, Procedure for Sale of Equipment and any other items which are set out in the Appendix may be amended by the Management Committee as expedient.

## 5. OFFICERS OF THE CLUB.

Officers of the Club for the ensuing year shall be elected at the Annual General Meeting. These officers together with the President form the Management Committee consisting of:

President Ex-officio

Chairman

Vice-Chairman

Elected Secretary

Members Treasurer

Not more than seven ordinary Committee Members

For election procedure see AGM - section 10(e) &10(f)

5(a) Co-opted committee members.

The Management Committee may co-opt not more than two additional ordinary members who shall have full voting rights. The Management Committee may also co-opt up to three additional ordinary members who shall not have the right to vote.

5(b) PRESIDENT.

The President for the year following the AGM shall be a Member of the Club invited to fill this office by the out-going Management Committee. The President's term of office may be extended for a further year at the invitation of the out-going Management Committee, but such proposed extension must be approved by a simple majority of the Membership attending at the AGM.

5(c) Should the office of president become vacant, it should be allowed to lapse. The chairman shall take over those duties formerly carried out by the president.

5(d) CHAIRMAN.

No Member shall hold the office of Chairman for more than two consecutive years. He/she may be re-elected for a further term of up to two years after a break of not less than one year.

5(e) DEPUTIES.

Should the Vice-Chairman, Secretary or Treasurer through illness or other cause be unable to carry out his/her duties for a protracted period to the detriment of the Club then the Management Committee may appoint a Member as Deputy to act in his/her stead pending the Officer's return to duty. The Deputy shall have all the rights, responsibilities and powers associated with the office to which he/she is temporarily appointed. If such temporary appointment exceeds three calendar months any continuation of that appointment thereafter must be approved by a simple majority of the Membership attending the next Ordinary General Meeting of the Club.

## 6. MEMBERS - SPECIAL CATEGORIES.

### 6(a) Honorary Members.

Honorary annual, or honorary life membership may be conferred by the outgoing Management Committee at the last Management Committee meeting before the AGM on any member for services rendered to the Club, but shall be approved by a simple majority vote of the Membership attending the AGM.

### 6(b) Life Membership.

Honorary Life Membership shall be conferred upon all Members holding the Office of President without further approval of the Membership by majority vote.

### 6(c) Family Members.

The Management Committee may, in their absolute discretion, grant Family Member status to the spouse of any full Member of the Club provided the said spouse supports the aims of the Club as set out in 2 above. All such Members are deemed full Members of the Club and entitled to vote.

### 6(d) Associate Members.

The Management Committee may, in their absolute discretion, grant Associate Member status to any person who is interested in the aims of the Club but, by reason of distance or other cause, is unable to make regular use of the Club's facilities. Associate Members are not entitled to vote.

### 6(e) Junior Members

The Management Committee may, at its absolute discretion, accept for membership suitable young persons. The conditions governing acceptance of young applicants, their rights and obligations, shall be determined and if expedient revised by the Management Committee from time to time. Junior members may not vote.

### 6(f) New Members.

On acceptance into the Club all new Members must be given a copy of the CONSTITUTION of the Club and sign the Secretary's Register undertaking to abide by the Constitution and any additional Rules written there under. (See 4. above)7.  
MANAGEMENT OF THE CLUB.

Management of the Club shall be vested in the Management Committee.

#### 7(a) Management Committee Meetings.

The Management Committee shall meet at least six times per year. The time and place of Management Committee Meetings may be determined by a Standing Order covering regular meetings. Alternatively, meetings may be called by the Secretary on instructions from the Chairman or, if the Chairman be absent, the Vice-Chairman or three members of the Management Committee.

#### 7(b) Quorum.

At Management Committee meetings a quorum of half the total number of Committee members eligible to vote

(Including up to two co-opted members) is required before any business can be transacted. In the event of the total number of members eligible to vote being an odd number then the number for the purposes of establishing a quorum shall be reduced by one.

#### 7(c) Voting - Meetings of all types.

Only fully paid-up Members are entitled to vote. All decisions shall be by a simple majority vote of those present and entitled to vote. The Chairman may vote. In the case of a voting tie the presiding Chairman shall have a second (casting) vote.

#### 7(d) Attendance.

Any elected Management Committee member who fails to attend three consecutive meetings, and failing, after seven days notice from the Secretary or acting secretary, to satisfy the Management Committee that he/she had reasonable cause for absence shall be deemed to have resigned from the Management Committee. In these circumstances the Management Committee may co-opt another member to fill the vacancy so caused, which co-opted Member shall have full voting rights.

### 8. SUB-COMMITTEES.

The Management Committee may form such Sub-Committees and/or Working Groups as may be appropriate for special assignments. Details of the composition, quorum etc. of such Sub-Committees or Working Groups shall be determined by the Management

Committee at the outset and recorded in writing. All Sub-Committees and/or Working Groups shall report to the Management Committee, when called upon to do so.

8(A) The Management Committee shall be empowered to delegate its authority on particular matters to officers of the Club or such Sub-Committees or Working Groups, as may be appropriate, subject always to the over-riding authority and directions of the Management Committee.

8(B) Composition of Sub-Committees and Working Groups.

Members of Sub-Committees or Working Groups need not be members of the Management Committee.

8(C) The Management Committee may dissolve any Sub-Committee or Working Group or vary its composition in its absolute discretion and without obligation to give reason or explanation.

9. AUDITOR.

The Members present at the AGM shall appoint an Auditor or Auditors for the following year.

10. ANNUAL GENERAL MEETING. (AGM)

10(a) The Annual General Meeting shall be held each year on the second Tuesday in October. In exceptional circumstances the Management Committee is authorised to change this date but the AGM shall take place during the month of October.

10(b) Notice of AGM.

Notice of the AGM shall be given to each Member in writing at least fourteen days before the meeting is due to take place, to include if appropriate any item to which 4(b) above refers.

10(c) The quorum for an AGM shall be twelve Members eligible to vote.

10(d) AGM - Agenda.

At the AGM the following business shall be transacted

(The following items are dealt with by the outgoing Management Committee)

Apologies for absence notified to the Secretary.

Minutes of the previous AGM.

The Chairman shall submit a report on the work of the Management Committee during the past year.

The Secretary shall submit a report on the membership of the Club, new members, resignations etc., and any matters, which are being handed over to the Secretary for the coming year.

The Treasurer shall submit a report on the financial status of the Club and have available the audited accounts for inspection by Members.

Any other business. (Items for discussion under this heading at the AGM must be notified to the Secretary in writing at least twenty-one days before the date of the AGM.)

(This concludes the work of the outgoing Management Committee)

The Chair should now be taken by the President, (or other Club Member who is not standing for office), who will officiate during the election of the new Management Committee.

10(e) Election of the New Management Committee.

Only fully paid-up Members are eligible for nomination to the (new) Management Committee.

Nominations in writing for membership of the new Management Committee must be in the hands of the Secretary, Chairman or Vice-Chairman at least seven days before the AGM.

Nominations shall be signed by two or more Members of the Club and countersigned by the Nominee to indicate his/her willingness to accept office. Alternatively, nominations may be made "from the floor" during the meeting, in which case the Nominee must indicate verbally his/her willingness to accept office before a vote can be taken.

10(f) New Management Committee / Officers.

The Officers of the (new) Management Committee (Chairman, Vice-Chairman, Secretary and Treasurer) shall be elected individually "from the floor" by those present at the AGM, by a simple majority vote.

Once the election of the new Management Committee has been completed the incoming Chairman (or in his/her absence the incoming Vice-Chairman) shall officiate.

The Auditor's for the coming year shall then be appointed which shall be the final business of the Annual General Meeting.

11. EXTRAORDINARY GENERAL MEETING. (EGM)

An EGM may be called at any time to deal with exceptional circumstances or business.

11(a) An EGM may be called by the Management Committee or by any seven Members of the Club who must submit their requisition in writing to the Secretary who shall immediately inform all Committee Members. On receipt of such a requisition the Management Committee shall, within 7 days, select a convenient date which shall be no more than 28 days from the date of receipt of such requisition in proper form by the Secretary and instruct the Secretary (or other person allotted this task) to issue the necessary notices and the Agenda to Members.

If an EGM is called by the Committee, the same time scale shall apply; that is to say the EGM must take place within 28 days of the receipt by the Secretary of the proper requisition for such a meeting. The Secretary must ensure that the Members receive at least 14 days notice of any EGM, by first class mail. Neither the Committee nor the Secretary can be held responsible for misdirected, late or non-delivered mail, which shall be deemed to be three days after dispatch date. The Secretary (or other person responsible for mailing) shall ensure that proof of dispatch is obtained.

11(b) EGM - Quorum.

The quorum for an EGM shall be twelve members eligible to vote.

## 12. GENERAL MEETINGS. (Otherwise known as Ordinary General Meetings)

The Club will hold general monthly meetings on the second Tuesday in each month, unless varied by the Management Committee. The Chair at these meetings will be taken by the Chairman, if present, or the Vice Chairman. If both these officers are absent then the Secretary or Treasurer shall preside. Members are asked to submit any items for inclusion in the Agenda to the Secretary verbally or in writing at least seven days prior to the Meeting.

12(a) the quorum for a General Meeting shall be twelve Members eligible to vote.

## 13. SUBSCRIPTIONS.

The annual subscription level's for the coming year shall be set by the Management Committee at their August meeting but subject to the approval of the Membership at the August General Meeting by simple majority vote. Subscriptions become due on the first day of the new Club year, that is to say, the first day of September.

13(a) Any Member who has not paid his/her subscription in full shall not be eligible to vote at any meeting or stand for Office until such subscription has been paid.

13(b) Any Member who has not paid his subscription by the following 31st December shall be deemed to have resigned from the Club and must make a formal application to renew membership as a new member.

13(c) The Management Committee may at their discretion waive or modify the subscription due from a particular member in case of hardship or other special circumstances.

13(d) Subscriptions once paid either in full or in part are not refundable in whole or in part under any circumstances whether foreseeable or unforeseeable.

13(e) New Members - Sliding Scale of Subscriptions.

The Management Committee may at its absolute discretion implement a sliding scale of subscriptions to be paid by persons joining the Club at dates other than at the beginning of the Club's financial year. If implemented, the sliding scale and the conditions under which it applies for the following year shall be set by the Management Committee at its August meeting and ratified by the August General Meeting.

#### 14. FINANCE.

All monies received by or on behalf of the Club shall be the official but not personal, responsibility of the Treasurer who must deposit them without delay in the Club's bank account after completing the necessary bookkeeping entries in the Club's ledger. Withdrawals from the Club's bank or other accounts shall be made only upon the signature of the Chairman or Treasurer and one other nominated officer of the Club.

14(a) Management Committee - limitation of authority to spend. The Management Committee is empowered to authorise, by a majority vote of those present at a Management Committee meeting, expenditure of up to twenty five times the current annual subscription per single item. Any item of expenditure in excess of twenty five times the annual subscription must be approved by a majority vote of those present at an ordinary General Meeting.

#### 15. VISITORS.

Members may invite guests to the Club, but no visitor shall attend more than three meetings per year.

Visitors may NOT attend the AGM or any EGM.

#### 16. CLUB PROPERTY.

A Property Register of all Club property shall be maintained, in detail, by the Secretary or other person authorised by the Management Committee and shall include serial numbers of all equipment where applicable. The Property Register shall also record, in a separate section, details of any items on loan to or by the Club together with the name and address of the lender or borrower, date of loan and any conditions attached.



16(a) No item of Club property may be removed from the Club without the approval of the Management Committee and a receipt detailing the item's) signed and lodged with the Secretary or other person who has been duly authorised by the Management Committee. (See above)

16(b) All Members of the Club who have in their charge, any books, records, documents of any sort or equipment which is the property of the Club, shall at the direction of the Management Committee surrender any such item's to the Management Committee or produce the item's for examination within seven days of such direction.

16(c) Repairs and Renewals of the Club's assets shall be included as a routine item of business at all Management Committee meetings and General Meetings.

16(d) Disposal of equipment by sale.

The Management Committee may arrange for the disposal of any items of equipment, which are surplus to the requirements of the Club. Any item to be sold shall be offered to Club Members before it is offered on the open market. The sale of items shall follow the procedure set out in the Appendix of this Constitution.

#### 17. DONATIONS.

Donations to the Club may be accepted by the Management Committee and shall be applied to such Club purposes as may be agreed between the donor and the Management Committee, if any.

#### 18. WINDING UP.

Within fifty six days of the passing of the Resolution for the Winding Up of the Club any accumulated funds, including all funds realised from the sale of the Club's assets, (after the discharge of all outstanding debts and liabilities) shall be distributed to charities nominated by the Management Committee or other elected body in charge of the dissolution of the Club. Any item on loan by or to the Club shall be returned to the Club or owner as recorded in the Property Register, within seven days of the passing of such Resolution.

All the Club's records, Minute Books, Bank Statements, Audited Accounts, annual Chairman's reports, Secretary's reports, Treasurer's reports and all other documents and records of the Club of whatsoever nature shall be retained by the Secretary for at least three years following the winding up of the Club and be preserved intact in all respects. Upon the third anniversary of the date of passing the Winding Up Resolution the Secretary shall cause all the same to be effectively destroyed.

Updated 7th February 2016

## APPENDIX I

This Appendix is an integral part of and shall have the same force and effect as the Constitution of which it forms a part.

### A1. DUTIES OF OFFICERS.

Secretary - The Secretary shall keep, or cause to be kept, proper records of Club business and assets, carry out the directions of the Management Committee and handle the Club's correspondence as required. The Secretary is also responsible for calling all meetings under the direction of the Management Committee and the preparation of an agenda in accordance with the rules and Constitution of the Club and shall act diligently and promptly in respect of all such matters and responsibilities.

Treasurer - The Treasurer shall have charge of the funds of the Club. All monies received on behalf of the Club shall be handed to the Treasurer who will, under the authority of the Management Committee, pay all demands for which the Club is liable. This officer shall keep, or cause to be kept, proper accounts and report on them from time to time to the Management Committee and Membership. The accounting year shall run from the first day of September to the last day of the following August.

A2. SALE OF CLUB PROPERTY - the procedure for the disposal of Club property by sale is as follows: -

(a) The Management Committee shall approve the intended disposal of any item concerned.

(b) A member of the Management Committee shall be nominated to supervise any sale and hand over the proceeds to the Treasurer.

(c) A "fair price" for each item must be agreed by the Management Committee, this price to be based on currently advertised prices of similar items or by seeking quotations from at least two traders in the appropriate field to the intent that a realistic estimate of the price likely to be obtained on the open market is known before the sale is approved.

(d) For the purposes of the SALE of CLUB PROPERTY the term "Equipment" shall be deemed to mean any receivers, transceivers, antenna tuners or linear amplifiers that are deemed to be in a good saleable condition by the management committee and shall be offered to club members before they are offered on the open market. All other property shall be disposed of at the management committees absolute discretion, either by following the procedure for the Sale of Club Property, by auction, rally sales or by

destruction/recycling as the management committee finds appropriate and without obligation to give reason or explanation.

(e) Offers.

Offers must be enclosed in sealed envelopes and handed to the Management Committee Member in charge of the sale. Envelopes shall remain unopened until after the published closing date. The person in charge of the sale will submit the list of offers to the Management Committee as soon as possible after the closing date. Sale to the Member making the highest offer is the normal rule but in the event of a tie the Management Committee may call for the sale to be re-opened or take other measures to resolve the impasse other than open auction. Should the highest bid received from a Member fall below the agreed "fair price" then the Management Committee shall decide whether to accept the Member's bid or offer the item for sale on the open market. The Management Committee reserve the right to refuse any bid in their absolute discretion and without giving any explanation of such refusal. A list of all bids whether successful or not will be published on the club notice board for at least 14 days commencing as soon as possible after the closing date.