

# **Constitution of The New Zealand Association of Radio Transmitters Incorporated**

(Constitution amended 05/06/2021)

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## **Part 1 – Name and Objects**

### **1.1 Name**

The name of the society is "The New Zealand Association of Radio Transmitters Incorporated".

### **1.2 Objects**

The objects of the Association are the maintenance and expansion of the Amateur Service in New Zealand by:

- a. encouraging recruits into the Amateur Radio movement,
- b. the provision of guidance and instruction in radio technique and operating,
- c. promoting organising and conducting activities on a national and a local basis to achieve high standards in the skills involved in Amateur Radio,
- d. publishing an Official Journal,
- e. making known the merits of Amateur Radio in the community and nation,
- f. representing the interests of Amateur Radio:
  - i. with the administration responsible for radio services, and
  - ii. with other official authorities both national and international controlling conditions for Amateur Radio activities,
- g. collaborating with the national amateur radio societies of other countries in the interests of world progress in Amateur Radio,
- h. taking any appropriate actions regarding the international regulation of radio, to safeguard Amateur Radio interests,
- i. organising the provision of emergency and other communication

services for the authorities as required,

- j. co-operating with the Amateur Radio licensing authority in New Zealand by undertaking regulatory functions, whether through a subsidiary corporate body or otherwise,
- k. taking any other action which in the opinion of the Executive Council is consistent with these objects.

### **1.3 Interpretation**

- a. Expressions used in this constitution have the meaning given to them in Schedule C.
- b. the schedules to this constitution are part of this constitution.

## **Part 2 – Membership of the Association**

### **2.1 Becoming a Member of the Association**

- a. Any person who has a bona fide interest in Amateur Radio may apply to the Executive Council to become a member of the Association.
- b. A person wishing to become a member of the Association must make application to the Executive Council through the General Secretary on the form prescribed from time to time by the Executive Council, which form must include a declaration that the applicant will, if accepted for membership, abide by the constitution of the Association.
- c. As soon as practicable after receiving an application for membership together with the current subscription (or a pro rata proportion thereof for the balance of the subscription year) the General Secretary must, subject to paragraph 2.2 c below,
  - i. enrol the applicant as a provisional member of the Association in the appropriate class of membership, and
  - ii. attach the provisional member to a Branch as provided for in paragraph 7.2 below;
  - iii. refer the application to the Executive Council for approval.

### **2.2 Admission First as a Provisional Member**

- a. The Executive Council must consider the application for membership at its next meeting, and may either approve or decline the application. If the application is approved, the General Secretary must include the applicant's name in the Register of Members. If the application is declined, the General Secretary must remove the applicant's name from the register of provisional

members and advise the applicant promptly that the application has been declined, but give no reasons.

b. Pending admission as a member, a provisional member is entitled to all the privileges of the class of membership to which that provisional member has been admitted except the right to be nominated for or hold an elective office in the Association.

c. If an applicant for membership has previously been refused membership or has been expelled from the Association, or if the General Secretary believes there is good reason for so doing, the General Secretary must action the application as provided for in paragraph 2.1 c. iii. but without enrolling the applicant as a provisional member, or attaching the member to a Branch as provided for in paragraphs 2.1 c. i. and ii. above.

d. Following an applicant's enrolment as a provisional member, the Executive Council may at any time prior to the approval of the application direct that the applicant's name be removed from the list of provisional members.

### **2.3 Honorary Life Membership**

a. Honorary Life Membership is the highest honour that the Association can bestow upon a member. Any member of the Association may be appointed to be an Honorary Life Member by a general meeting upon the recommendation of the Executive Council.

b. To be eligible to become an Honorary Life Member, the member must have rendered valuable or distinguished service to the Association at national level.

c. Honorary Life Members have all the privileges of the class of Membership to which they would otherwise belong, but pay no subscription.

### **2.4 Transmitting Members of the Association**

a. The primary class of membership is that of Transmitting Member, that is to say, members resident in New Zealand who hold a current Amateur Station Licence. Transmitting Members have full membership rights.

b. The rights of Transmitting Members, together with any other rights conferred by other parts of this constitution, are as follows:

- i. to attend without payment or pre-enrolment general meetings of the Association,

- ii. to vote on Association business with the Branch of the Association to which they are attached for voting purposes in terms of paragraph 7.2 below,
- iii. to introduce for discussion at an annual general meeting of the Association any matter within the objects of the Association,
- iv. to seek the advice and support of the Association or of the Executive Council on any matter within the objects of the Association,
- v. to be nominated for and hold an elective office in the Association,
- vi. to vote in any election, referendum or ballot.

## **2.5 Non-Transmitting Members of the Association**

An applicant for membership who is not qualified to be enrolled as a Transmitting Member may be enrolled as a Non-Transmitting Member, that is to say a member resident in New Zealand who does not hold a current Amateur Station Licence. There shall be two classes of Non-Transmitting member of the Association:

- a. individuals Non-Transmitting Members who have the same rights as Transmitting Members except:
  - i. they have no right to hold or be nominated for any elective office,
  - ii. they have no right to vote on any remit to amend this constitution,
  - iii. except as provided for in paragraph 6.4b, they have no right to vote at a general meeting or in a referendum on any matter affects only the rights or special interests of Transmitting Members.
- b. Family Non-Transmitting Members who have no right to vote on any matter or the right to hold or be nominated for any elective office. (updated 14/03/2011)

## **2.6 Associate Members**

- a. Associate Members are persons who by reason of overseas residence do not qualify as Transmitting or Non-Transmitting Members. Associate Members (whether or not they hold an Amateur Station Licence) have the same membership rights as Non-Transmitting members with the following further exceptions:
  - i. except as provided for in paragraph 6.4 b, they have no vote whatsoever on any matter before a general meeting or in a referendum,

- ii. they have no right to be notified of any general meeting.
- b. The Executive Council may at its discretion and on conditions as to notification of meetings and participation in postal ballots as it thinks fit permit a person to be a Transmitting or Non-Transmitting member notwithstanding overseas residence. A member granted this permission while resident overseas is not eligible to be or be nominated as a member of the Executive Council.

## **2.7 Honorary Members**

- a. The Executive Council may appoint any person to be an Honorary Member of the Association for a period not exceeding two years. Honorary Members have, for the period of their membership, all the privileges of the class of membership to which they would be entitled to belong to if they were ordinary members but pay no subscription. An honorary member is not eligible in that capacity to be or be nominated for the Executive Council

## **2.8 Obligations of Members**

- a. Members of the Association must:
- i. be just and faithful to the Association and to other members,
  - ii. observe the constitution of the Association,
  - iii. promote the Association and Amateur Radio, and not suffer the Association or Amateur Radio to be denigrated in any way,
  - iv. give their support and loyalty to the Officers of the Association,
  - v. be associated with and support a Branch of the Association.

## **2.9 Enrolment in and Transfer within Membership Classes**

Upon admission to membership, the General Secretary must place the member in the appropriate class of membership, and as the circumstances or qualifications of members change, the General Secretary must transfer a member from one class of membership to another.

## **2.10 Cessation of Membership**

- a. Any member may resign from membership at any time by notice in writing addressed to the General Secretary at the business address of the Association, but is not entitled to a refund of any subscription paid.

b. A member forfeits membership if the member remains un-financial in a calendar year for a period beyond 31 March as provided for in paragraph 5.1 e. below or if the member is expelled from the Association in accordance with the procedures set out in Schedule B to this constitution.

c. A person ceasing to be a member of the Association is not entitled to a refund of any subscription paid.

### **Part 3 – Management and Control of the Association**

#### **3.1 Control of the Association**

a. The business of the Association is entrusted to an Executive Council consisting of the following:

- i. The President.
- ii. The Vice-President chosen in accordance with the provisions of paragraph 4.2 below.
- iii. For a period of one year after leaving office as President, the Immediate Past-President (except where the incoming President was, immediately prior to taking office, a member of the Executive Council, in which case the office of immediate Past-President is not to be filled). (updated 10/07/2008)
- iv. Three Executive Councillors for the Northern Electoral District which is to consist of members attached to Branches having their headquarters in the former administrative area where the New Zealand licensing authority formerly allocated call-signs beginning with ZL1.
- v. Three Executive Councillors from the Central Electoral District which is to consist of members attached to Branches having their headquarters in the former administrative area in the North Island where the New Zealand licensing authority formerly allocated callsigns beginning ZL2.
- vi. Two Executive Councillors from the Midland Electoral District which is to consist of members attached to Branches having their headquarters in the former administrative areas in the South Island where the New Zealand licensing authority formerly allocated callsigns beginning ZL2 and ZL3.
- vii. One Executive Councillor from the Southern Electoral District which is to consist of members attached to Branches having their headquarters in the former administrative area where the New Zealand licensing authority formerly allocated call signs beginning ZL4.



b. If a member resides in an area other than the former administrative areas where call-signs with a prefix other than ZLI, ZL2, ZL3 and ZL4 were once exclusively allocated or an area otherwise having distinctive callsigns that member must be placed in an Electoral District of the member's choice.

### **3.2 Election to Executive Council and Term of Office**

a. Every two years the Executive Council must direct that an election be held for the office of President and for the Executive Council, and must no later than the 1st day of September in the year prior to holding the election appoint a Returning Officer (who is ineligible to be a candidate in the election). The Returning Officer must conduct the election in accordance with the procedure set out in Schedule A to this constitution.

b. The Executive Council must make provision from the funds of the Association for the conduct of the election for members of the Executive Council and for the expenses of the Returning Officer.

c. Upon election (except as provided for in paragraph 5 d. of Schedule A to this constitution), the Executive Council holds office from the conclusion of the annual general meeting immediately following the election until the next Executive Council takes office.

### **3.3 Powers of the Executive Council**

a. The Executive Council is entrusted with the conduct of the business of the Association and the control of the funds and assets of the Association and has all executive powers necessary to properly carry out the objects of the Association in accordance with this constitution, which are not specifically reserved to a general meeting of the Association. All other specific powers granted to the Executive Council in this constitution are in augmentation of this general power and are not to be read as restricting it in any way.

b. The Executive Council may:

i. purchase, take on lease, exchange, hire or otherwise acquire any real or personal property and may exercise any rights or privileges which the Executive Council may think necessary for the purpose of any of the objects of the Association,

ii. sell, improve, manage, develop, exchange, lease, dispose of or otherwise deal with all or any part of the Association's property,

iii. from time to time, as it considers necessary, authorise expenditure for the furtherance of the objects of the

- Association,
- v. invest any funds of the Association not immediately required upon any investments appropriate under the law of New Zealand for the investment of trust funds.

c. The property of the Association must be employed solely for the furtherance of the objects of the Association and any profits or surplus arising from the use of their property remains the property of the Association.

### **3.4 Meetings of the Executive Council**

a. The Executive Council must meet as often as the business of the Association requires.

b. The Executive Council may meet in person, and in addition to meeting in person, may conduct its affairs by any means of audio or audio and visual communication by which all members participating can simultaneously hear each other throughout the meeting. A meeting convened and held in this manner is duly convened and held.

c. A member of the Executive Council who for good reason is unable to take part in the meeting may vote or record views by correspondence or by a suitable electronic medium. A member of the Executive Council voting or recording views in this way is deemed to be present at the meeting for the purpose of paragraph 3.7 a. below.

d. The President or Acting President (as provided for in paragraph 4.2 b. or 4.2 e.) may call a meeting of the Executive Council at any time, and must do so upon the written request of three members of the Executive Council. Any request must be directed to the President and the President must call the meeting within seven days. The written request must specify the nature of the business to be conducted at the meeting.

### **3.5 Quorum at Executive Council Meetings**

Five members of the Executive Council present in person or by a suitable audio or audio and visual communication medium as provided for in paragraph 3.4 b. above representing at least three different Electoral Districts constitute a quorum for the conduct of Executive Council business.

### **3.6 Sub-Committees of Executive Council**

a. The Executive Council may appoint sub-committees to assist in its work. All sub-committees must contain at least one member of the

Executive Council, and in addition (with the exception of a subcommittee appointed in terms of Schedule B, paragraph j. below) the President is an ex-officio member of all sub-committees.

b. All sub-committees are to report to the Executive Council and must forward a copy of all minutes to the General Secretary and to the President. Where practicable and taking into account the expense involved the Executive Council members must be provided with a copy of all minutes.

### **3.7 Vacancies on the Executive Council**

a. Any member of the Executive Council who is absent from three consecutive meetings of the Executive Council without being granted leave of absence is deemed to have resigned, and the General Secretary must forthwith declare a vacancy in the Executive Council.

b. Leave of absence may be granted by the Executive Council either before or after a proposed absence and in special circumstances after the declaration of a vacancy, in which case the Executive Council member is automatically reinstated. If leave of absence is granted after the declaration of a vacancy, the Executive Council must cause a statement of its reasons for granting leave to be announced to the annual general meeting or in the Official Journal, whichever is first practicable.

c. Where a vacancy is declared under paragraph 3.7 a., the Executive Council member who has vacated office is ineligible for reappointment (unless leave of absence is subsequently granted) before the next Executive Council takes office.

d. A member of the Executive Council is deemed to have vacated office on the happening of any of the following events:

- i. upon death or resignation,
- ii. upon being removed from office by a general meeting as provided for in paragraph 3.9 below,
- iii. upon being absent from three meetings of the Executive Council in terms of paragraph 3.7 a. without leave of absence,
- iv. if the Executive Council member (not being the President or the immediate Past-President) takes up permanent residence in an Electoral District other than that for which the member was elected provided that this provision applies only if the member so takes up residence prior to the 1st day of

January in an election year,

- v. if the Executive Council member leaves New Zealand permanently or for an indefinite period,
  - vi. if the Vice-President becomes President whereupon the Vice-President's place on the Executive Council becomes vacant.
- e. Any vacancy so created is a casual vacancy and the position must be filled by a member eligible for the office, to be appointed by the Executive Council. A member appointed to fill a casual vacancy holds office until the next the Executive Council takes office. Any Executive Council position not filled at an election is deemed a casual vacancy.

### **3.8 Conflict of Interest**

**a. A conflict of interest exists for a member of the Executive Council or any member if the Executive Councillor or member's interests or duty in a particular matter conflicts, or might conflict, with his or her duty to the Association.**

**b. When a conflict of interest exists, that Executive Councillor or member must declare the nature of the conflict or the potential conflict. The Executive Councillor or member must not take part in deliberations or proceedings including decision-making in relation to the conflict of interest. The Executive Councillor or member must not be counted in the quorum required for decision-making on the matter for which he or she has the conflict of interest.**

**c. No member of the Association, or anyone associated with a member, is allowed to take part in, or influence any decision made by the Association in respect of payments to, or on behalf of, the member or associated person of any income, benefit, or advantage.**

### **3.9 Removal of Executive Council Member from Office**

a. A member of the Executive Council may be removed from office only by a two-thirds vote of a general meeting of the Association. If the Executive Council receives a requisition for a special general meeting for the purpose of removing an Executive Council member within six months of the day upon which an annual general meeting is due, the Executive Council may decline to call that special general meeting.

b. In voting whether or not to call a special general meeting requisitioned for in terms of this clause, any member of the

Executive Council, whose position would be affected by the proposed motion, is not entitled to vote nor is that member of the Executive Council to be included in a quorum.

c. Before voting whether or not to remove a member of the Executive Council, the general meeting must give the Executive Council member an opportunity to be heard, and otherwise observe the rules of natural justice.

### **3.10 Acts of Executive Council Member Valid**

The acts of a person as a member of the Executive Council are valid, even though:

- a. The person's appointment was defective, or
- b. The person is not qualified for appointment.

## **Part 4 – The Officers of the Association**

### **4.1 The President**

- a. The President is the leader and chief executive officer of the Association, charged with overseeing the implementation of the policy of the Association in accordance with this constitution and in co-operation with the Executive Council.
- b. The President is, by virtue of office, also the President of all subgroups and organised groups within the Association and is the Chairperson of all meetings of the Executive Council and all general meetings, but has the discretion from time to time to invite another officer of the Association to chair all or part of any meeting.
- c. The President must, at each annual general meeting, present a report to the members on the progress of the Association in the immediately preceding twelve months and must while holding office liaise with all members of the Executive Council, all Officers, and as far as is practicable, regularly visit branches and affiliates of the Association.

### **4.2 The Vice-President and Acting President**

- a. The incoming Executive Council must as soon as possible after the result of the election has been declared, and notwithstanding that it has not taken office, elect from among its members a Vice- President who is generally to have the duty of assisting the President on an as required basis. The incoming Executive Council may make this appointment only if it is able to constitute the quorum provided for in paragraph 3.5. for the conduct of Executive Council business. No ratifying vote is necessary following the incoming Executive Council taking office.

b. If the President is temporarily unable to carry out the President's duties, the Vice-President becomes Acting President and while carrying out the President's duties has all the powers vested in the President by this constitution. While Acting President the Vice-President remains an elected member of the Executive Council and there is no vacancy on the Executive Council.

c. If the office of President becomes vacant, the Vice-President becomes President by virtue of this provision without the necessity of any appointment or election. The Executive Council must then elect a further Vice-President in the manner provided for in paragraph a. above.

d. The Vice-President currently in office becomes President automatically if after calling nominations for office no nomination is received for the office of President. The Vice-President must not be included in any ballot for the office of President unless properly nominated in terms of Schedule A, paragraph 1. a. below.

e. If both the President and Vice-President are absent from New Zealand or otherwise unable to carry out the duties of President, the Executive Council must appoint an Acting President from among its own members.

f. The Immediate Past-President, unless also an elected member of the Executive Council, is not eligible to be Vice-President.

### **4.3 Appointment of Treasurer and General Secretary**

The Executive Council, as soon as possible after taking office, must appoint a General Secretary and a Treasurer and determine the terms (including salary or honoraria) upon which they hold office. The General Secretary and the Treasurer so appointed must carry out the duties of their respective offices as outlined in this constitution.

### **4.4 The General Secretary**

- a. The General Secretary must oversee the business and statutory records of the Association (other than financial records) and must: -
- i. act in all things under the direction of the Executive Council,
  - ii. convene all meetings of the Association and of the Executive Council except as otherwise provided herein,
  - ii. keep minutes of all meetings,
  - iv. generally, conduct correspondence upon behalf of the Executive Council,
  - v. maintain a Register of Members showing the name and address and occupation of each member and the date upon

which they became members,

- vi. maintain a register of Branches showing the name of each Branch and the address for mailing purposes as provided for in paragraph 7.3 e below,
- vii. perform any other duties the Executive Council may from time to time direct.

b. The General Secretary is not required, by virtue of holding that office, to be a member of the Association.

#### **4.5 The Treasurer**

a. The Treasurer must oversee the finances of the Association, and must –

- i. receive all moneys due to the Association,
- ii. pay the Association's accounts, but subject to the general control of the Association's finances by the Executive Council,
- ii. supervise its book of account,
- iv. present to the Executive Council and the annual general meeting of the Association a properly reviewed financial statement and balance sheet within thirty days of the end of the financial year.

b. The Treasurer is not required, by virtue of holding that office, to be a member of the Association.

#### **4.6 The Returning Officer and Inspecting Officer**

a. The Returning Officer appointed under paragraph 3.2 a. is an independent officer, and is not under the direction of the President or Executive Council, but is charged with conducting the election for the Executive Council in accordance with this constitution.

b. Any Inspecting Officer appointed under Schedule A, paragraph 5 below of this constitution is an independent officer and is not under the direction of the President or Executive Council in carrying out an inspection or giving a report under that provision.

#### **4.7 Other Officers of the Association and their Deputies and Assistants**

a. The Executive Council may create offices as it deems fit to assist it in the administration of Association affairs, and may appoint persons to administer those offices, whether elected members of the Executive Council or

not and may (subject to paragraph 5.3 b. below) from time to time authorise the payment of salary or honoraria to those Officers.

b. The Executive Council may appoint deputies to the various Officers who are to have the power the Executive Council directs. An officer may delegate the duties and powers of the office to a deputy, either generally or for a specific occasion. In the absence of an Officer, a deputy may exercise the powers of the officer unless the Executive Council when appointing the deputy, otherwise directs.

c. Officers may choose assistants (who are not called deputies) to assist them in their work from time to time. An assistant is not to exercise the powers of the officer unless appointed a deputy by the Executive Council.

#### **4.8 To Whom Officers Report**

a. Elected Officers of the Association, including Officers appointed to an elective position to fill a vacancy, are responsible to and report to a general meeting of the Association.

b. Except as provided in paragraph 4.6 above, non-elected Officers of the Association are responsible to and report to the Executive Council, but must if required by the Executive Council present a report to the annual general meeting of the Association.

### **Part 5 – Finances of the Association**

#### **5.1 Subscription and Member Becoming Un-financial**

a. The Executive Council may levy an annual subscription on members of the Association and may from time to time divide the membership into classes and declare that the different classes of members so divided are to pay only a proportion of the annual subscription.

b. The Executive Council may not more than once each subscription year vary the subscription so levied, but the subscription must not be increased by more than twenty-five per cent without the approval of a majority vote at a general meeting.

c. Unless otherwise provided for in this constitution the division of membership into classes under subparagraph a. above is for the purpose only of assessing the subscription payable and does not in any way otherwise affect the privileges of the class of membership to which any member belongs.

d. The annual subscription falls due on the 1st day of January in each year and any member (other than an honorary member or honorary life member) whose subscription is unpaid on that date is un-financial and is not entitled to the privileges of membership.



e. Any member whose subscription remains unpaid after the 31<sup>st</sup> March in any year must be removed from the Register of Members provided that if;

- i. the whole of the arrears of subscription are paid; and
- ii. the General Secretary is satisfied that the failure to pay is due to inadvertence or other good cause then that person must be re-instated to the Register of Members upon request and is not required to re-apply for membership.

f. The Executive Council may at its discretion direct that payment of all or any part of the subscription of any member be remitted.

## **5.2 Banking, Borrowing and Cheque Signatories**

a. The banking of the Association must be with the banking concerns from time to time nominated by the Executive Council.

b. All moneys received by or on behalf of the Association must be paid promptly into an account or accounts and cheques, bills and withdrawal forms drawn on accounts must be signed by the President, or a member of the Executive Council, and countersigned by the Treasurer, or the General Secretary, or by a second Executive Council member appointed by the Executive Council for this purpose.

c. The Executive Council may, with the prior approval of a general meeting, borrow money for the furtherance of the objects of the Association, and may secure repayment of that money by a security over the whole or any part of the Association's property or assets, both present and future, provided that the Executive Council may, for good reason and without the prior approval of a general meeting, approve borrowing on overdraft from the Association bankers a sum not exceeding one-fifth of the Association's subscription income for the then current year.

## **5.3 Members' Rights to Reimbursement**

a. Any member acting for the Association with the proper authority who incurs expense on the Association's behalf is entitled to reimbursement from the Association's property and is indemnified to the extent of the Association's property and effects against personal liability unless that liability arises through the member's own wilful act or default.

b. The Association must not make any distribution, whether by way of money, property or otherwise, to any member other than a reasonable wage or payment at market rates for goods supplied to or services rendered to the Association.

## **5.4 Review of the Association Books**

a. The Association's books of account are to be reviewed each year by a Chartered Accountant who is a member of the Institute of Chartered Accountants of New Zealand. An abstract of the accounts together with the audit report is to be published annually in the Official Journal.

b. The annual general meeting must each year, after hearing the recommendation of the Executive Council, appoint a reviewer. The recommendation of the Executive Council is not in any way binding on the meeting.

c. The Executive Council must approve the remuneration of the reviewer, but may delegate this power of approval to the Treasurer.

## **Part 6 - Meetings of the Association**

### **6.1 Annual General Meeting**

a. The Association must convene an annual general meeting each year. The annual general meeting must be held during the months May, June or July at a date and time agreed jointly by the hosts and the Executive Council.

b. The General Secretary must give notice of the venue and place for the annual general meeting by publication in the Official Journal at least one clear month prior to the annual general meeting.

c. If a special or unforeseen circumstance arises, the Executive Council may direct that the annual general meeting for any year be held at a different venue from the venue so chosen, and may also direct that the annual general meeting be held on a different date, provided that in no circumstance is the annual general meeting to be postponed for any period exceeding three months.

d. If the Executive Council alters the venue and/or the date of the annual general meeting as provided for above, the General Secretary in addition to giving notice in the Official Journal must –

- i. advise by registered mail any member of the Executive Council who is not present at the meeting which altered the date and/or venue,
- ii. advise each Branch secretary by registered mail,
- iii. take any other steps as Council directs to ensure that all members of the Association are properly notified of the meeting.

e. An annual general meeting cannot be impeached or called into question in any way solely because of a failure to give notice in the manner provided for above, provided that the failure is caused by oversight or inadvertence.

f. The President is ordinarily the Chairperson at annual general meetings as provided for in paragraph 4.1 b. above.

## **6.2 Special General Meetings**

a. The Executive Council may at any time call a special general meeting of the Association, whereupon the General Secretary must convene the meeting, or if the General Secretary fails to convene the meeting, any member of the Executive Council may do so by giving notice of the venue and place by notice in the Official Journal of the Association at least one month prior to the date for which the meeting is scheduled.

b. A special general meeting must be called upon the written requisition of any two hundred members or upon the written request of any seven Branches, and must be held not earlier than one month and not later than three months after receipt of the requisition. The requisition must state in as precise terms as is practical, the nature of the business to be transacted unless the same is placed on the agenda in advance by Council. All business to be transacted must be stated in the notice calling the meeting.

c. Notwithstanding the above, the Executive Council may in exceptional circumstances call a special general meeting giving to members less than one month's notice. If this occurs, instead of giving notice in the manner set out in subparagraph a. of this paragraph, the Executive Council may give directions as to the manner in which notice is to be given to members but must ensure as a minimum that:

- i. all Executive Council members must be notified of the meeting whether by letter or telephone call,
- ii. that all Branch secretaries must be personally notified of the meeting whether by personal communication, letter to their last known official Branch address or by telephone call.

d. A special general meeting cannot be impeached or called into question in any way solely because of a failure to give notice in the manner provided for above, provided that the failure is caused by oversight or inadvertence.

e. A special general meeting called with less than one month's notice has no power to amend this constitution.

f. The President is ordinarily the Chairperson at special general meetings in accordance with paragraph 4.1 b. above.

### **6.3 Attendance at General Meetings and Appointment of Branch Delegates**

- a. General meetings of the Association are constituted as follows:
  - i. the Executive Council, the General Secretary and the Treasurer and any additional Officers the Executive Council require to attend,
  - ii. delegates representing each Branch of the Association,
  - iii. individual members of the Association who wish to be present in person rather than be represented by their Branch delegate or proxy.
- b. Each Branch of the Association must, prior to any general meeting, call a meeting at which all members of the Association attached to that Branch for voting purposes are entitled to attend. The Branch must at that meeting from among the members of the Association attached to it for voting purposes, select not more than two delegates to represent the Branch at the general meeting.
- c. A Branch which is unable to be represented by one of its own members may appoint a proxy who must be a financial member of the Association. A Branch may also appoint the General Secretary to be a proxy, and the General Secretary may appoint some other person (being a financial member of the Association) to represent the Branch at the general meeting.
- d. At the same meeting all remits are to be discussed and voted upon and the delegates, unless given discretion, are charged with casting the Branch vote at the general meeting in proportion to the voting at Branch level or otherwise in accord with the directions of the Branch (whether for, against or abstaining).

### **6.4 Voting at General Meetings**

- a. Voting on any remit or other motion at a general meeting must be conducted in any one of the following ways at the discretion of the Chairperson –
  - i. by voice,
  - ii. by show of hands,
  - iii. by actual count of votes.
- b. Notwithstanding subparagraph 6.3 d. and subparagraph a. above, the Chairperson at a general meeting has a discretion (where appropriate) to accept votes by acclamation, and to allow a less restrictive voting eligibility on matters that concern only the persons at the meeting, and on matters of routine or minor importance.

- c. The declaration of a result by the Chairperson is final and must be accepted by all members as conclusive of the result of the vote and the fact that it has been passed with any necessary majority, provided that if the result is declared on the basis of a vote by voice or by show of hands, any delegate or member may before the meeting proceeds to the next business require the vote to be retaken by a poll of votes.
- d. Unless otherwise specifically required by law or by this constitution a majority of those represented and entitled to vote at any general meeting determines any question.
- e. Branch delegates or proxies when voting on any matter before the general meeting are entitled to exercise one vote for every financial member of the Association attached to that Branch for voting purposes by the General Secretary, provided that if any member of the Branch being present in person indicates to the chairperson prior to the first vote conducted at the meeting, that the member wishes to vote in person, that member may do so, and the Branch vote is to be reduced accordingly.
- f. The General Secretary must certify to the general meeting the number of votes a Branch is entitled to exercise and the certificate of the General Secretary to the meeting (whether or not in writing) is conclusive.
- g. The vote of a Branch delegate at a general meeting is conclusive and may not be impeached or challenged by the meeting or any person at the meeting upon the grounds that the delegate is acting outside the instructions given by the delegate's Branch.

#### **6.5 Quorum at General Meetings**

- a. A quorum at any general meeting consists of representation either in person or by delegates or proxy of at least two-thirds of the transmitting members of the Association.
- b. If within two hours of the time appointed for the holding of any general meeting a quorum is not present no meeting is to be held. However, in the case of an annual general meeting the members present or represented constitute a quorum for an adjournment to a further time and date.

#### **6.6 Remits and Setting of Association Policy**

- a. The policy adopted by the Association in ascertaining its objects may be determined by a remit passed at a general meeting of the Association.
- b. Any –
  - i. Branch, or

- ii. five financial members, or
  - iii. the Executive Council by majority vote may bring forward to the annual general meeting a written notice of motion upon any matter relating to Association policy, which written notice of motion is called a remit. A remit for inclusion in the agenda at the annual general meeting must be submitted to the General Secretary not later than the 31st day of December in the year prior to the annual general meeting, but the Executive Council may at its discretion agree to receive a remit at a later date.
- c. The General Secretary must notify the Executive Council of all remits received, and the Executive Council may, where appropriate, adopt remits (other than remits amending the constitution) forthwith without waiting for the annual general meeting.
- d. A remit may, however, be amended at the annual general meeting if that amendment does not change the substance of the remit provided that any regulations relating to the manner in which an amendment is to be presented have been complied with.
- e. A remit must be notified in the Official Journal and must be placed on the order paper for the annual general meeting. The remit must be debated forthwith without being seconded. The chairperson must allow the remit to be fully debated taking into account the time available and must not accept any formal motion which would unreasonably shorten the debate. The Chairperson of the meeting may, nonetheless, place a time limit upon discussion and retains a discretion to put the vote when in the Chairperson's view it has been amply debated.
- f. After the voting on remits the Executive Council must as soon as practicable consider each remit which has been passed by the annual general meeting, and must consider how best it is to be put into effect and must consider further whether any Association statement of current policy requires amendment as a result of the remit. Where appropriate, Executive Council members or Officers are to be appointed to follow up the remit. The General Secretary or some other person appointed by the Executive Council must notify the Branch or members who have proposed the remit, of the action taken by the Executive Council and must keep them informed of follow up action.

## **Part 7 – Branches of the Association and Groups Affiliated to the Association**

### **7.1 Establishment of Branches**

- a. The Executive Council may approve the formation of a Branch of the Association at any place within New Zealand upon receipt of an application in writing signed by any five or more Transmitting or NonTransmitting members,

who are financial with the Association, requesting that they be recognised as a Branch.

b. In deciding whether or not to approve the application the Executive Council must take into account –

- i. whether the area or special needs of the applicants are already served by existing Branches,
- ii. whether the granting of the application would significantly weaken any existing Branch or Branches to the point that their ability to continue functioning as a Branch becomes doubtful,
- iii. any other factors the Executive Council in its discretion considers relevant.

c. The Executive Council may, at its discretion, delete a Branch from the register of Branches or alternatively, direct that it be placed in recess if its membership drops below five members or it appears to have ceased to function as a Branch. A Branch so placed in recess may be reactivated upon application made in the same manner as for the formation of a new Branch.

d. The Executive may delete a branch from the register of Branches if that Branch makes or has made one or more changes to its constitution either without prior approval of the Executive Council or which means it is inconsistent with this constitution. (updated 19/07/2011)

## **7.2 Attachment of Members to Branches and Assignment to Electoral Districts**

a. The General Secretary must, upon enrolling a person as a member, attach the member to a Branch of the Association of the member's own choice within the Electoral District in which the member resides, and no member is to be so attached to more than one Branch.

b. In special circumstances a member may request the General Secretary to be attached to a Branch other than a Branch within the Electoral District in which the member resides whereupon the General Secretary may, if appropriate, attach the member to a Branch outside the Electoral District in which the member resides.

c. Upon a member changing address, the General Secretary must if appropriate, transfer the member's attachment to another Branch and to another Electoral District.

d. Attachment to a Branch by the General Secretary does not in itself confer membership of that Branch upon the member so attached but entitles the member to vote with that Branch whenever remits are discussed or polls of Association members are conducted at Branch level.

e. After a branch is put into recess (as per 7.1c or d), the General Secretary must transfer the remaining members attached to the nearest active branch. Using the following procedure.

- i. When a Branch is put into recess, a notice to that effect will be published in Break In, and the remaining members shall be instructed to advise the General Secretary of their preferred branch within 30 days.
- ii. Thirty days after publication (as above) the General Secretary shall Transfer the attachment of the remaining members to the nearest active branch

### **7.3 Conduct of Branch Affairs**

a. Every Branch must have a constitution or a set of rules the terms of which are subject to the approval of the Executive Council and which must not be inconsistent with this constitution.

b. A Branch may remain unincorporated, but where practicable, a Branch may incorporate either under the Incorporated Societies Act 1908, or the Incorporated Societies Amendment Act 1920, provided always that a Branch is an independent entity, and the Association accepts no liability for the actions of a Branch whether incorporated or not.

c. A Branch may, by its constitution, provide separately for the admission of its own members and the levying of a subscription additional to the Association subscription, but must not admit to membership any persons who hold a New Zealand Amateur Station Licence unless those persons are also members of the Association.

d. A Branch may publish a newsletter, but must take care not to compete with the Official Journal.

e. Every Branch must register an official Branch address with the General Secretary, and all notices and circulars (unless otherwise expressly provided in this constitution) are sufficiently addressed if they are posted by ordinary pre-paid mail to that address. Branches must keep the address as permanent as practicable.

f. A Branch may, in addition to a physical address, nominate an electronic address, and notices will be sufficiently given if sent to that electronic address,



provided that the sender must resend the material to the physical address if it appears to the sender that the electronic address is no longer functioning.

#### **7.4 Affiliation**

- a. The Executive Council may grant to any society or club having similar objects to the Association, the status of being an affiliate of the Association. An affiliated club has the following rights:
  - i. to describe itself as being affiliated to the Association,
  - ii. to seek the advice and support of the Association or of the Executive Council on any matter within the objects of the Association.
  
- b. In granting affiliation, the Executive Council may by regulation or resolution make the affiliation subject to any other conditions or restrictions that it thinks fit.

### **Part 8 – Matters Relating to the Governance of the Association**

#### **8.1 Amendments to the Constitution and Majority Required**

- a. This constitution may (subject to paragraph 6.2 d. above) be repealed in whole or in part added to or amended at any general meeting by motion moved and voted upon in the same manner in which a remit is moved and voted upon.
  
- b. Any repeal, addition to or amendment of this constitution requires a sixty per cent majority vote of the general meeting.
  
- c. A remit proposing altering the constitution intended to be considered at the annual general meeting must be submitted to the Executive Council prior to the 1st day of January in the year in which the annual general meeting, at which it is to be considered, is held, but Council may at its discretion agree to receive the remit at a later date.
  
- d. A remit amending the constitution is invalid and must not be put to vote unless it states the actual text of the proposed addition or amendment, and in the case of a repeal, amendment or substitution, specifies the actual words to be repealed, amended or substituted.
  
- e. A remit amending the constitution may, however, be amended at the general meeting provided that the amendment does not change the substance of the remit and provided further, that any regulations relating to the manner in which an amendment is to be presented have been complied with.
  
- f. The Executive Council must obtain any legal or other advice it deems prudent, and must make that advice available to the general meeting when the remit is considered.

## **8.2 Exercise of Discretion by Officers**

- a. Where by this constitution or by any regulations made under this constitution any Officer is empowered to make any decision or exercise any discretion, any decision so made or any discretion so exercised, may be reviewed by the Executive Council and the Executive Council may substitute its own discretion or decision for that of the Officer.
- b. Where by this constitution or by any regulations made under this constitution the Executive Council is required or entitled to exercise a discretion or make any decision on a matter of administration, the exercise of that discretion and the making of that decision may be delegated by the Executive Council to any Officer of the Association but reserving always the right of review by the Executive Council.

## **8.3 Interpretation and Cases Not Provided For**

- a. The Executive Council is the authority for the interpretation of this constitution, subject always to the decision of any court of competent jurisdiction.
- b. If any matter arises for which no provision has been made in this constitution, or if there is an ambiguity or a conflict between two different parts of this constitution, the Executive Council may by resolution give directions as to the manner in which the matter in question or the conflict is resolved. Any resolution so passed is, upon notification to those affected, binding in all respects as though it were a regulation.

## **8.4 Availability of Information**

- a. In conducting the business of the Association, the Executive Council and all Officers must observe as a principle that all information (whether written or otherwise) relating to Association affairs is to be available to members unless there is a good reason for withholding it.
- b. The following, and only the following constitute good reason for withholding information:
  - i. that the release of the information might subject the Association or any member or any other person acting in good faith to civil liability,
  - ii. to keep confidential information or enquiries relating to membership of the Association (including honorary or honorary life membership) or otherwise to protect the privacy of individual members,
  - iii. that the release of the information might prejudice negotiations or discussions with government or other authorities affecting the Amateur Service,

- iv. where the making available of the information would be commercially to the detriment of the Association,
  - v. where the making available of the information would inhibit the free and frank expression of opinions between members in the course of giving service to the Association,
  - vi. where the withholding of the information is necessary to protect legal professional privilege,
  - vii. where the Executive Council for special reasons resolves that a particular matter be kept confidential.
- c. The Executive Council may authorise the General Secretary to levy a reasonable charge where a cost is incurred in complying with a member's request for information.

### **8.5 Control and Use of the Common Seal**

The Association must have a common seal which must be kept in the custody of the General Secretary for the time being and may be affixed to any document only by resolution of the Executive Council, and each impression of the seal is valid only if attested in writing by any one of the President, Vice-President or the General Secretary, and in addition, by two members of the Executive Council.

### **8.6 Regulations**

- a. The Executive Council may make regulations on matters arising out of this constitution and regulations so made, provided they are not inconsistent with this constitution or the Incorporated Societies Act 1908, are binding upon all members.
- b. The Executive Council may add to, alter, or repeal all regulations so made, provided that unless the nature of the regulation otherwise requires, no regulation is binding until fourteen days after promulgation to members by publication in the Official Journal.

### **8.7 Registered Office**

The Executive Council must nominate an address as the registered office of the Association as required by Section 18 of the Incorporated Societies Act 1908.

## **Part 9 – Amateur Radio Emergency Communications**

### **9.1 Amateur Radio Emergency Communications**

- a. The Executive Council shall establish by regulation a Charitable Trust to be known as the NZART AREC Emergency Funds Charitable Trust which, is

entrusted to hold monies and grants from New Zealand Search and Rescue Council (NZSAR) (and possibly also monies and grants received from other entities) and take responsibility to NZSAR, NZART, and other entities that may make a grant for the application of the funds in accordance with any conditions NZSAR and other entities attach to the grant while achieving paragraph 1.2 i. of the objects of the Association.

- b. Any Trust so established shall be incorporated as a Charitable Trust Board in accordance with the Charitable Trusts Act 1957.
- c. The Trust's primary function will be to receive funds for delivery of emergency services specified in the Service Level Agreement (SLA) between NZART and the Ministry of Transport.
- d. The Executive Council may establish by regulation a sub-group to be known as the Amateur Radio Emergency Communications (AREC) which, under the direction of the Executive Council, is entrusted with achieving paragraph 1.2 i. of the objects of the Association.
- e. Any sub-group so established must be divided into Regions, Districts and Groups (Sections) as required under the control of an AREC Chief Executive Officer to be appointed by the Executive Council.
- f. Each Group (Section) must be attached to a Branch as its home Branch but may cover multiple branches and the regulations are to provide generally for the mode of attachment and necessary policy and guidance to ensure national consistency with delivering AREC services that are safe, competent and sustainable.
- g. The regulations may also provide for matters which are to be left to the constitution of an individual Branch, provided that nothing is to be included in the regulations or any Branch constitution which could impair the operational efficiency of AREC.

**(Clause g amended from original clause d to include the word AREC)**

## **Part 10 – Miscellaneous**

### **10.1 Official Journal**

- a. The Executive Council may publish or cause to be published an Official Journal under a name approved by the Executive Council. The frequency of publication and other conditions of publication are as from time to time determined by resolution of the Executive Council.
- b. The Executive Council must appoint an editor to the Official Journal, who must observe the editorial policy laid down by the Executive Council and is responsible to the Executive Council.

c. Every member is entitled to receive a copy of the Official Journal provided that where more than one member resides in a household, the Executive Council may either generally, or in a particular case, allow a reduced subscription for the second and subsequent members resident in the household and direct that only one copy of the Official Journal be forwarded to the household so long as the reduced subscription continues to be paid.

### **10.2 Referendum**

a. At the request in writing of any two hundred financial members who must not be members of the same district, the Executive Council may submit any matters detailed therein to the members who would be entitled to vote thereon as if the matters were before a general meeting and is to conduct a poll thereon to take the general opinion of members. The results of the poll are not binding upon the Executive Council unless the proposal submitted is approved by more than one half of the members.

b. The Executive Council may of its own volition conduct a referendum.

### **10.3 Notification and Service Upon Members**

a. Any notice which by this constitution or by regulations made under this constitution is required to be served upon a member must be served either personally or by posting to the member's last known place of address or occupation by prepaid registered post and the notice is deemed to have been served in the ordinary course of post.

b. Where by this constitution notice is to be given to a member it must be given by posting it by prepaid mail addressed to the member's last address recorded in the Register of Members.

c. Notwithstanding subparagraphs a. and b. above, a notice may also be served upon or given to a member by any means of electronic communication known to be used by the member, provided that where a notice is served upon or given to a member by electronic means, the giver of the notice must take reasonable steps, whether by telephone call, answerback, or other acknowledgement, to ensure that the member has received the notice.

### **10.4 Disposal of Assets on Liquidation of the Association**

**If a decision is made to wind up or dissolve the Association and any assets remains after the settlement of the Association's debts and liabilities, those assets must be used to further a charitable purpose or purposes as defined in section 5 (1) of the Charities Act 2005 or the Charities Act and amendments at the time**

## **Schedule A**

## **Election Procedures**

### **1. Returning Officer to Call for Nominations**

a. The Returning Officer must forthwith upon appointment under paragraph 3.2 a. of this constitution give notice of the forthcoming election by publication in the Official Journal and call for nominations for the office of President and for the Executive Council.

The notice of election must provide that nominations are to reach the Returning Officer no later than 31 December, in the year prior to which the election is to be held. Nominations can be received electronically, for example by e-mail.

The Returning Officer must treat mail received by postal delivery or by clearance from a Post Office box on the first business day of the New Year as having been received in time.

b. Every nomination to an elective position in the Association must be in writing and must be signed by the person nominating and by a seconder and must be countersigned by the member nominated. The nomination must also contain a certificate signed by all three persons that the candidate is an Active Amateur, provided that if a nomination is received without a certificate, the Returning Officer must obtain a certificate or otherwise be satisfied that the candidate is an Active Amateur before including the candidate in the ballot.

c. A member may be nominated for both the office of President and Executive Councillor for a district and a member so nominated must be included on the ballot paper both for President and for the Executive Council. If the member is elected to both offices, the office of President is deemed to be preferred and the next successful candidate in the election for the Executive Council is deemed elected. If there has been no ballot for the election of the Executive Council then the President elect's vacant position on Council must be filled as a casual vacancy.

d. In the election for the Executive Council only members attached to Branches (in the manner provided for in paragraph 2.1 c. ii. above) within the Electoral District for which the election is being held are entitled to nominate or be nominated for office or vote in any election.

e. If Council fails to appoint a Returning Officer for any election year, the General Secretary must act as Returning Officer and conduct the election without further appointment or direction than this provision.

### **2. Conduct of Ballot**

a. The Returning Officer must in each election year arrange for the preparation of ballot papers and ballot envelopes which together with biographical details of candidates must be posted during the month of February to every financial member entitled to vote at the address shown in the Register of Members.

- b. In the ballot for President the member is to strike out the name or names of the candidate or candidates not voted for leaving on the ballot paper unstruck out, the name of the candidate for whom the member does wish to vote.
- c. In the ballot for members of the Executive Council the member must strike out the names of the candidate or candidates not voted for leaving on the ballot paper, unstruck out, the name or names of the candidates or candidate for whom the member does wish to vote. A member may vote for fewer candidates than there are to be elected, but must not vote for more than that number, or all the member's votes will be invalid.
- d. It is the duty of the member to place the completed ballot paper in the ballot envelope addressed to the Returning Officer but otherwise unmarked. This envelope in turn must be placed in a further envelope also addressed to the Returning Officer but bearing the member's name address and call sign (if any).
- e. Upon being satisfied that the person named in the envelope is entitled to vote, the Returning Officer must remove the interior envelope and place it in the ballot ensuring always that the envelope is unmarked and that the voter cannot be identified.
- f. The ballot is to close on the 20th March, and all ballot papers must be posted or otherwise delivered to reach the Returning Officer by that date. The Returning Officer is to treat mail received either by postal delivery or by clearance from a Post Office box on the following day as being received in time, but the Returning Officer is not required to make more than one postal box clearance on the day following the closing of the ballot.
- g. If a candidate dies or withdraws from the ballot after ballot papers have been issued to members, then the ballot for that position must not proceed, and a new election is to be held in accordance with directions as to the timing of closing of nominations and closing of the ballot issued by the Executive Council.
- h. If a candidate dies or withdraws from the ballot before ballot papers have been issued to members, the ballot must proceed with reprinted ballot papers deleting the name of the deceased candidate, unless the number of candidates remaining after withdrawal or death of a candidate is equal to or less than the number required to be elected, in which case the remaining candidates are to be declared elected unopposed.
- i. The Returning Officer must appoint two scrutineers (not being candidates in the election) who together with the Returning Officer are to count the votes cast. If any question arises as to a member's entitlement to vote or as to the propriety of any vote the same is to be determined by the Returning Officer. The Returning Officer's decision does not bind any subsequent Inspecting Officer.

### **3. Declaration of Result**

- a. After the completion of counting the Returning Officer must make a written return of the result of the election, showing the number of votes cast for each candidate and must forward a copy of the return to the President, the General Secretary and to each candidate and must arrange publication of the result in the Official Journal.
- b. If more than one candidate receives the same number of votes, the Returning Officer must decide by lot in the presence of two scrutineers which of the candidates is to be returned.

### **4. Positions Not Filled at an Election**

- a. If there are insufficient nominations for an elected position in the Association, the Returning Officer must declare the persons nominated to be elected to those positions unopposed.
- b. The incoming Executive Council, following the declaration of the result of the election and provided it has the quorum required by paragraph 3.5 above for the conduct of Executive Council business, and notwithstanding that it has not taken office, must make appointments to fill any positions for which there were insufficient nominations, in accordance with the procedure set out in paragraph 3.7 above in all respects, as though the unfilled positions were casual vacancies.
- c. Where following an election a candidate dies or indicates to the President in writing that he or she does not intend to take office, the incoming Executive Council must fill the vacancy so created as a casual vacancy.
- d. No vote ratifying any appointments made under paragraph 4 b. of this paragraph is necessary following the incoming Executive Council taking office.

### **5. Enquiry Following Election**

- a. Within fourteen days of the declaration of a result any candidate, the Executive Council or a Branch, may ask the Executive Council to conduct an enquiry into the election, stating precisely the reasons for seeking any enquiry, whereupon the Executive Council, or in cases of urgency, the President acting alone may appoint an Inspecting Officer to report to the Executive Council on the conduct of the election.
- b. The Inspecting Officer must be a person who was not a candidate in the election and preferably, who has previously held a national elective office in the Association. It is the duty of the Inspecting Officer to consider any complaints made and report forthwith in writing to the Executive Council.
- c. Upon receiving the report of the Inspecting Officer the Executive Council may –



- i. annul the result of the election or any section thereof and call new elections giving all necessary directions as to closing time for nominations, etc., or
  - ii. alter the declaration of the result if satisfied that a clear error has been made, or
  - iii. declare that notwithstanding any irregularities the result of the election has not been affected, and confirm the declaration of the result.
- d. If new elections are called, they must be held promptly, and the outgoing President and the Executive Council are to remain in office until the Returning Officer has declared the result thereof.
- e. Any members of the Executive Council whose positions on the Executive Council would or might be affected by the report of the Inspecting Officer, are not to be counted in a quorum or be entitled to vote on any motion relating to the adoption of the Inspecting Officer's report, provided that, if the application of this rule would leave the meeting of the Executive Council without the quorum prescribed in paragraph 3.5 for Executive Council business, then all Executive Council members may vote notwithstanding that their personal positions are so affected.

## **Schedule B**

### **Procedure for Censure of Members or Expulsion from the Association**

- a. If a complaint is made to the Executive Council in writing that any member of the Association has acted or is acting in a manner contrary to the constitution of the Association or otherwise in a manner likely to bring Amateur Radio into disrepute, then the Executive Council may if it considers there are good grounds for so doing, conduct an enquiry into the conduct of the member.
- b. Any enquiry is to be conducted by the Executive Council at a meeting summoned for that purpose and is to be conducted in accordance with a procedure to be determined by the Executive Council.
- c. Before the enquiry is held the member who is the subject of the complaint must be served with notice of the proceedings and must be given at least one month's notice of the time and place of the hearing. The notice of time and place must have annexed a copy of the original complaint and must state specifically that the matter is being actioned in terms of this part of the constitution.

- d. Any member whose actions are the subject of enquiry may appear at the enquiry and may make submissions to the meeting. The member may be represented by counsel or by another person on the member's behalf. The member may call witnesses to give oral evidence and may submit written representations of reasonable length to the Executive Council.
- e. If the member, having been properly notified, fails to appear at the appointed time and place or to make representations or to be represented by counsel or by some other person, the Executive Council may proceed to hear and determine the matter in the member's absence.
- f. The Association is not liable for the expenses of the member in respect of travelling, accommodation, engagement of counsel, calling any witness or in any other way in connection with the enquiry but the Executive Council may at its discretion and without admission of liability by so doing make a grant to the member to cover the whole or any part of the expenses incurred.
- g. The Executive Council may at the expense of the Association engage counsel and call witnesses relating to the matter in question.
- h. If in the opinion of the majority of the Executive Council the member whose conduct is the subject of the enquiry has acted or is acting in a manner contrary to the constitution of the Association or otherwise in a manner likely to bring Amateur Radio or the Association into disrepute the Executive Council may admonish the member, or expel the member from the Association.
- i. In all cases where the Executive Council imposes one of the penalties prescribed above, the fact that the penalty has been imposed together with a brief statement of the circumstances, are to be notified to all members either by inclusion in the business of a general meeting, or in another manner to be determined by the Executive Council, and in addition the Executive Council must disclose to all members the name of the member upon whom the penalty was imposed unless the Executive Council considers there are special reasons why this information should not be so disclosed.
- j. The Executive Council may, at its discretion, delegate the hearing of any complaint to a sub-committee of the Executive Council or, alternatively, in special circumstances, of which the Executive Council is the judge, to a Commissioner who need not be a member of the Association. It is the duty of any sub-committee of the Executive Council or of any Commissioner to hear the complaint in the manner described above, and to report to the Executive Council and make recommendations as to whether the complaint has been proved and as to the appropriate penalty to impose, but in all cases the final decision as to whether the complaint has been proved and as to the penalty to be imposed must be taken by the Executive Council.

k. If a complaint is received against a member of the Executive Council, that member must not remain present at any meeting of the Executive Council while discussion relating to the complaint takes place, and must not vote or be included in counting a quorum for any matter in connection with the complaint.

## **Schedule C**

### **Definition of Terms Used in Constitution**

a. In this constitution, if not inconsistent with the context –  
"Association" means The New Zealand Association of Radio Transmitters Incorporated, "Active Amateur" where used in relation to a nomination for the Executive Council means a transmitting member who holds an Amateur Station Licence and who has been actively engaged in transmitting on amateur frequencies during the six month period prior to the date upon which the nomination is submitted, "Amateur Station Licence" means a licence or other authority to operate an amateur station in New Zealand, other than a licence or authority issued specifically on a temporary basis.

"Amateur Radio" means all things associated with the Amateur Service.  
"Amateur Service" means the amateur service as defined in the International Radio Regulations, that is to say a Radiocommunication service for the purpose of self-training, intercommunication and technical investigations carried out by amateurs, that is, by duly authorised persons interested in radio technique solely with a personal aim and without pecuniary interest, and includes the amateur-satellite service, that is a Radiocommunication service using space stations on earth satellites for the same purposes as those of the amateur service.

"Branch" means a Branch of the Association formed in accordance with this constitution and which has not been deleted from the register of Branches or placed in recess by the Executive Council, "Electoral District" means one of the districts for the election of the Executive Council provided for by this constitution, "Executive Council" or "Council" means those Officers of the Association who hold office by virtue of a ballot of all members entitled by this constitution to vote and includes:

- i. the Immediate Past-President when entitled to be an Executive Council member under paragraph 3.1 a. iii.,
- ii. those persons returned to elective positions unopposed or appointed to fill a casual vacancy,
- iii. persons appointed to fulfil under paragraph 4 of Schedule A an elective position for which there were insufficient nominations.

"Incoming Executive Council" means the persons the Returning Officer has declared to be elected as members of the Executive Council during the period

between the declaration of the result and those persons taking office in accordance with paragraph 3.2 c. above.

"New Zealand" means the islands of New Zealand, but does not include the Cook Islands, Niue, the Tokelaus, the Ross Dependency or any self-governing Territory for which the government of New Zealand is responsible.

"Officers" means members of the Executive Council and the persons named as Officers under the provisions of Part 4 of this constitution.

"Official Journal" means the publication designated by the Executive Council as the Official Journal of the Association in terms of paragraph 10.1 hereof, "Register of Members" is the register the Association is required to keep to comply with section 22 of the Incorporated Societies Act 1908.

"Un-financial" in relation to a member means a member whose subscription is unpaid after the date on which it falls due,

b. The provisions of the Interpretation Act 1999 and the recognised rules for the interpretation of written documents generally are to be applied in the interpretation of this constitution.

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