

HOSPITAL RADIO PERTH

CONSTITUTION

ONE **NAME**

The Organisation will be called Hospital Radio Perth

TWO **DEFINITIONS**

In this constitution:

The term “the Organisation” will refer to Hospital Radio Perth

The term “the Committee” will refer to the managing committee of Hospital Radio Perth.

The term “the Trust” will refer to the current management trust of Perth Royal Infirmary.

THREE **OBJECTS**

The objects of the Organisation are to entertain patients by providing a local hospital broadcasting service to Perth Royal Infirmary and other Perth and Kinross hospitals and to:

- a) Provide programmes of interest to hospital patients.
- b) Provide a ward visiting service to hospital patients.
- c) Co-operate with other organisations providing a similar service nationally and / or internationally.

FOUR **MEMBERSHIP**

Membership of the Organisation shall be open to anyone willing to give their services and talents in any way so as to further the objectives of the Organisation.

Membership application must be on an official application form and must be approved by the Committee. Whilst membership will not unreasonably be withheld, the decision of the Committee will be final.

A member may be dismissed as a member if:

- a) Guilty of such conduct, which is, in the opinion of the Committee, in variance of the objects and principles of the Organisation.
- b) Found to be in contravention of such rules of the Organisation as agreed and published, from time to time, by the Committee.
- c) Not taking a regular and active part in the promotion of the aims and objectives of the Organisation.

Members subject to such termination of membership will be notified in writing.

The Organisation will maintain an Associate Membership List – for those persons who are unable to fulfil the criteria of full membership. The Committee may transfer any member to the Associate Membership List of the Organisation at their discretion. Associate Membership does not imply Membership of the Organisation. Associate Members may not vote at Meetings of the Organisation.

FIVE **POWERS**

The Committee shall have the power to:

- a) Invite individual benefactors to become patrons.
- b) Offer honorary membership to any person whom the Committee feels is worthy of such an honour.
- c) Appoint the auditors or independent examiners of the accounts.
- d) Run the Organisation within the terms of the Constitution.

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SIX

MEETINGS

- a) An Annual General Meeting of the Organisation will be held by the last day of May each year.
- b) Any General Meeting of the Organisation, which is not an Annual General meeting, shall be called a Special General Meeting. A Special General Meeting may be called by the Committee at any time on giving the recognised notice (as hereinafter specified) and shall be called by the committee on receiving a written request to do so, signed by not less than one fifth of the members of the Organisation. Any such request from the members of the Organisation will state the reason for the calling of such a meeting.
- c) At least 28 days clear written notice, specifying the date, time and place of every general Meeting of the Organisation and the nature of the business to be transacted there at, will be given to each member of the Organisation. Notice will be deemed to be properly given if it is posted or delivered to the last known address of the member.
- d) At the Annual General Meeting of the Organisation, the following business will be transacted:
 - i. To receive and consider the Annual Accounts, which accounts shall be audited or independently examined as required by law.
 - ii. To receive and consider reports of the Committees on the work of the Organisation over the preceding year.
 - iii. To elect officers of the Organisation, namely a Chairman, a Secretary and a Treasurer who will be members of the Committee.
 - iv. To elect the remainder of the Committee.
 - v. To transact any other business of which notice has been given to the Secretary.

SEVEN

MANAGEMENT COMMITTEE

- a) The Honorary President shall be a senior member of the staff of Perth Royal Infirmary and shall be nominated by the Trust Chief Executive or his/her deputy. He / she will:
 - i. Act as a liaison officer, for and on behalf of the Trust.
 - ii. Advise and assist in all matters relevant to the Trust.
 - iii. Attend Committee Meetings as necessary and contribute to the management of the Organisation.
 - iv. Be timeously furnished with copies of the Organisation's Committee Minutes and be advised of the development of services, policies, practices and procedures being adopted by the Organisation.
- b) The members of the Organisation shall appoint, at the Annual General Meeting of the Organisation, a Committee which shall deal with the day to day running of the Organisation, the financial affairs of the Organisation, the acceptance or otherwise of Membership Application, the giving of instructions and other management functions.
- c) The Committee shall consist of not more than eleven members, including the officers.
- d) The Committee shall have the power to co-opt onto the Committee any additional person whom it thinks fit to serve thereon. Not more than three persons may be co-opted per annum.
- e) The members of the Committee will hold office for the period of one year, with the exception of the Chair, which will be a period of two years, whereupon they will retire. All members retiring from the Committee will be eligible for re-election.
- f) The Committee may form sub-committees as it deems appropriate. Any such sub-committee will have its terms of reference clearly defined by the Committee.
- g) The Committee may make orders and / or rules for the running of the Organisation. Any such order or rule shall have immediate effect. Any order or rule, which is inconsistent with this Constitution, shall be null and void.

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EIGHT **PROCEEDINGS AT MEETINGS**

- a) The quorum of a General Meeting of the Organisation shall be one third of the members of the Organisation. At any meeting of the Committee the quorum shall be five.
- b) The Chairman of the Organisation (or in his absence the Secretary or Treasurer) shall preside at all General and Committee Meetings. If none of these officers are present or willing to act, the meeting shall elect someone from the members present to act as Chairman at the meeting in question.
- c) Any resolution proposed at any meeting of the Organisation or Committee shall be passed (unless this Constitution states otherwise) by the majority of people attending and entitled to vote at the meeting in question voting in favour of resolution. In the case of an equality of votes, the Chairman will have a second or casting vote.
- d) The Secretary shall keep proper records of all proceedings at all meetings of the Organisation and Committee.

NINE **FINANCE**

- a) The Treasurer shall keep proper books and accounts under the supervision of the Committee.
- b) The Organisation's Financial Year shall be 1st January to 31st December, or as set by the Committee.
- c) The Committee shall have the power to use the funds belonging to the organisation for promoting the objects of the Organisation in such a manner as the Committee in its sole discretion shall determine.
- d) All sums collected for the Organisation shall be handed to the Treasurer, who shall invest the same into a bank or building society account or in some other manner as the Committee shall determine. Cheques shall be signed by the Treasurer and another Committee member as authorised. One of the authorised signatories shall be the treasurer.
- e) The Treasurer shall, on behalf of the Committee, ensure that the Organisation complies with their obligations under the Law Reform (Miscellaneous Provisions) (Scotland) Act 1990 and the Charities Accounts (Scotland) Regulations 1992 (or any statutory re-enactment or modification of these Acts) with regard to:
 - i. the keeping of accounting records for the Organisation;
 - ii. the preparation of annual statements of account for the Organisation;
 - iii. the auditing or independent examination of the statements of account of the Organisation.

TEN **ALTERATIONS TO THE CONSTITUTION**

- a) This Constitution may be altered only at a General Meeting of the Organisation, duly called in accordance herewith.
- b) Any proposal to alter this Constitution must be in writing and delivered to the Secretary not less than twenty-eight days before the date of the General Meeting at which it is to be considered. In addition, any such proposal must be put forward for approval at a General meeting, either by a majority of the Committee or not less than one fifth of the members of the Organisation.
- c) A resolution to alter the Constitution shall not be effective unless notice of the meeting at which it was proposed was given in terms of Clause (c) (Meetings) herein, and it has been passed by three-fourths majority of those present and entitled to vote at such a meeting.
- d) Any proposed alteration to this Constitution must be notified to the Inland Revenue, Claims Branch prior to the meeting at which it is to be considered in order to ascertain whether such an alteration would jeopardise the charitable status of the Organisation. Such proposed alteration must also be notified to the Trust for their approval.

ELEVEN **DISSOLUTION**

If the Committee decide that it is necessary or advisable to dissolve the Organisation, then it shall call a General Meeting of the Organisation, in terms hereof, proposing the Organisation's dissolution. The Trust will be given at least 28 days written notice that such a meeting proposing the Organisation's dissolution is to take place. Representatives of the Trust will be invited to attend.

The Organisation shall be dissolved if a three-fourths majority of members present and entitled to vote at any such meeting pass a resolution to that effect.

If, on the winding up of the Organisation, there remains the satisfaction of all its debts and liabilities, any assets whatsoever, the same shall not be paid to, or distributed among any members of the Organisation, but shall be given or transferred to some other charitable institution having similar objectives to those of this Organisation. Such assets shall not include the studio and office accommodation provided, which shall remain the property of Perth Royal Infirmary.

TWELVE **DUTIES**

The Organisation has ensured that all Office Bearers have a full understanding of their role and the commitment involved. The continued well-being of the Organisation depends upon the Office bearers fulfilling the obligations of their appointments.