



"The sound remedy"

WINCHESTER HOSPITALS RADIO

**Registered as a Charity
in England and Wales, no. 290553**

Constitution

Adopted on 19th August 1984

**As amended on:
10th April 1992
30th September 2001
29th January 2003
and
30th November 2009**

Amended by Scheme on 12 August 2010

1. TITLE

The Association shall be known as the Winchester Hospitals Radio (hereinafter referred to as Winchester Radio) with headquarters at the Royal Hampshire County Hospital, Winchester.

2. OBJECT

The object for which Winchester Hospitals Radio is established shall be to relieve sickness, infirmity and old age by providing a local broadcasting service for Hospitals, Old People's Homes and similar Institutions in the catchment area of the Winchester & Eastleigh Healthcare NHS Trust or its successors.

In furtherance of the foregoing object but no further, the trustees have the power to raise funds. In doing so, they must not undertake any substantial permanent trading activity and must comply with any relevant statutory regulations.

3. MEMBERSHIP**(a) Honorary Life Membership**

This may be awarded by a General Meeting of Winchester Radio to any Full Member who, in the opinion of the majority of members present, has given exceptional service to the Association.

(b) Full Membership

(Subject to clause 3(d) and 4 hereinafter) shall be open to either ladies or gentlemen over 16 years of age. Full Members shall be invited, before 31st December in each year, to confirm that they wish to remain members of Winchester Radio for the following calendar year. Any member failing to confirm his or her wish, and/or failing to provide up-to-date contact details (as determined by the Executive Committee), by 1st February shall render his or her membership liable to termination by the Executive Committee.

(c) Friends of Winchester Radio

The status of "Friends of Winchester Radio" shall be available, without election, to anyone over the age of 16 years, who does not intend to play a regular and active part in its work. (All such "Friends" shall be regarded as supporters of Winchester Hospitals Radio, and shall not be deemed to represent Winchester Hospitals Radio, or otherwise regarded as Full Members).

(d) Provisional Member

Anyone wishing to join Winchester Radio must first apply by completing an application form which would render that person to a probationary period as a Provisional Member. Within a period of not less than one month and not more than six months, a Provisional Member must be considered for Full Membership by the Executive Committee (see Clause 4). In exceptional circumstances the Chairman may extend the period of Provisional Membership.

4. ELECTION TO WINCHESTER RADIO

The applications of properly sponsored individuals shall be considered and approved by the Executive Committee before the applicant becomes a Full Member (see 3(d) for "Provisional Membership").

5. MANAGEMENT

The business of Winchester Radio shall be vested in an Executive Committee with power to delegate its functions (other than those relating to the management and custody of its assets) to Sub-Committees where necessary or desirable; such delegations to be by a majority vote. All acts and proceedings of such Sub-Committees shall be reported in due course to the Executive Committee.

6. RULES

The Executive Committee shall be entitled to make such rules (not inconsistent with this Constitution) as they deem necessary or expedient or convenient for the proper conduct and management of Winchester Radio. These Rules shall be binding on all members of Winchester Radio.

7. ANNUAL GENERAL MEETING

Once each year, in the month of March, the Executive Committee shall convene an Annual General Meeting of Winchester Radio, of which TWENTY-EIGHT DAYS notice shall be given in writing to all Members and Holding Trustees, to which all Members and Holding Trustees shall be entitled to attend for the purpose of receiving Reports and independently examined Statements of Account. At the Annual General Meeting shall be elected a Committee to act as the Executive Body of Winchester Radio, from the nominations duly proposed, seconded and received by the Chairman, not less than seven (7) days prior to the meeting. With the exception of the Chairman, each appointment shall be for a period of two years, with half of the posts being elected each year. The Chairman shall be elected for a period of one year.

8. EXECUTIVE COMMITTEE

The Executive Committee shall be responsible for the conduct of Winchester Radio and shall consist of a Chairman, Vice Chairman, Treasurer, Chief Engineer, Station Manager, Programme Controller and Fundraising Manager. One representative of the Health Authorities in the catchment area of Winchester Radio shall also have the right to attend meetings the Executive Committee.

The Executive Committee shall elect, from amongst their number, a Secretary who shall be responsible for recording the minutes of each meeting.

Each duly elected member shall be deemed to have one vote at the meetings of the Executive Committee; in the case of equality the Chairman shall have a second, casting vote.

The Executive Committee shall have the power to appoint any member of Winchester Radio to fill a vacancy on the committee caused, for example, by the resignation of one of their number, or by the election of one of their number to another role on the committee. Any such appointment shall be only until the next General Meeting, when an election shall be held to fill the vacancy for the remainder of the original appointment.

The Executive Committee shall also have the power to co-opt such additional members as it may require, without full voting power, and to appoint from among members persons to assist the Officers of Winchester Radio in the performance of their duties or to carry out specified duties on behalf of Winchester Radio.

The Executive Committee shall have power, after proper investigation (a) to reject any application for membership of Winchester Radio, and (b) after proper enquiry to expel any member acting to the detriment of Winchester Radio after giving such member written notice of the intention to expel him or her from Winchester Radio, which notice shall state that the member has a right to appear before the Executive Committee and to be heard in his or her own defence after giving not less than 28 days notice in writing to the Chairman of his or her intention to do so . The decision of the Executive Committee

as to the rejection of the applications for membership or the expulsion of members shall be final, save that no expulsion shall be valid unless it complies in all respects with the provisions of this Clause.

The Executive Committee shall meet as frequently as necessary, but not less than six times each year, and four shall constitute a quorum at such meetings. By prior arrangement, attendees may use audio or audio-visual conferencing facilities to join a meeting if they are unable to physically attend the meeting venue.

Decisions of the Executive Committee shall be ratified by a simple majority of the voting members present and recorded in the Minutes of each meeting.

At the discretion of the Chairman of the meeting, any members of Winchester Radio shall have the right to attend, as an observer, all or part of any meeting of the Executive Committee or its Sub-Committees or other Sub-Committees of Winchester Radio.

9. SPECIAL GENERAL MEETING

A Special General Meeting may be called by a majority vote of the Executive Committee, or by one quarter of the membership or by 25 persons, whichever is the smaller number, and all of whom must be full members, sending a written request to the Chairman, whose duty it then will be to convene a Special General Meeting within no less than 42 days, giving at least 28 days written notice to all Full Members and Holding Trustees.

10. FINANCE

- (a) All monies received by or on behalf of Winchester Radio shall be applied to further the charitable objects of Winchester Radio and for no other purpose.
- (b) The funds of Winchester Radio shall be deposited or invested in a manner directed by the Executive Committee. Authorised withdrawals and payments shall be approved in writing by any two from the Chairman, Vice-Chairman, Treasurer and Station Manager.
- (c) The Treasurer shall keep proper accounts of the finances of Winchester Radio.
- (d) The accounts shall be independently examined at least once a year by a qualified auditor.
- (e) An independently examined statement of accounts for the last financial year shall be submitted by the Treasurer to the Annual General Meeting.
- (f) The Financial Year shall end on 31st December in every year.

11. DUTIES OF OFFICERS

Each elected officer shall be responsible to the Executive Committee, and shall perform their duties in accordance with policies decided by the Executive Committee.

Chairman

- Shall represent Winchester Radio at external meetings and functions.
- Shall be responsible for the strategic direction of Winchester Radio.
- Shall take the chair at meetings of the Executive Committee, the Annual General Meetings and any Special General Meetings which may be called under Clause 9 of this Constitution, but shall have the power to appoint a deputy from amongst the Membership of that meeting.
- Shall be responsible for the preparation of the Annual Report and shall file such documentation as is required with the Charity Commission.

Vice Chairman

- Shall represent Winchester Radio at external meetings and functions.
- Shall be responsible for the strategic direction of Winchester Radio.
- Shall deputise for the Chairman in his absence at meetings of Winchester Radio.
- Shall perform other duties as determined by the Executive Committee.

Treasurer

- Shall lodge with the Bankers of Winchester Radio all monies in his custody belonging to Winchester Radio.
- Shall maintain proper accounts for independent examination.
- Shall submit financial statements as and when required by the Executive Committee.

Fundraising Manager

- Shall be responsible for the organisation of the raising of funds (within the limits specified in Clause 2 hereof) to support the charitable objects of Winchester Radio as required by the Executive Committee.

Chief Engineer

- Shall be responsible for the design, purchase, installation and maintenance of the equipment belonging to Winchester Radio, as required by the Executive Committee, and for advising the Executive Committee on all matters appertaining thereto.
- Shall ensure that all of the Association's equipment meets current health and safety requirements.
- Shall be responsible for the technical aspects of the Association's website and e-mail system.

Programme Controller

- Shall be responsible for programme content and presentation, including outside broadcasts, as directed by the Executive Committee.
- Shall ensure that all presenters follow studio and broadcasting discipline.
- Shall ensure regular visiting to all designated wards and hospitals to provide liaison with patients and collection of requests.
- Shall arrange the production and distribution to patients of programme guides.
- Shall maintain the Association's Music Library and audio archive.

Station Manager

- Shall be responsible for station discipline.
- Shall maintain the membership database and co-ordinate the induction of new members.
- Shall arrange such training as is required by members of the Association.
- Shall ensure that the Association is properly insured.
- Shall be responsible for all communications with the news media and the general public, including the editorial aspects of the Association's website.
- Shall ensure that a members' newsletter is published regularly and made available to all members.
- Shall be responsible for the Health and Safety of members whilst involved in the work of the Association, and that of members of the public affected by such work.

12. HOLDING TRUSTEES

The title to all freehold and leasehold property acquired by or for the purposes of Winchester Radio shall be vested in not less than three, nor more than five Holding Trustees, who shall be appointed by the Executive Committee. If and when a Holding Trustee dies or becomes incapable of acting or gives notice to the Executive Committee of his desire to retire from his position then the Executive Committee may appoint an alternative Holding Trustee, and the retiring Holding Trustee and the continuing Holding Trustees shall execute all such Deeds as are required to transfer such freehold and leasehold property into the names of the new Holding Trustees.

13. DISSOLUTION

If the Executive Committee by a simple majority decides at any time that, for good reasons, it is necessary or advisable to dissolve Winchester Radio it shall call a Meeting of all Full Members of Winchester Radio, of which meeting there shall be 21 days notice, stating the terms of the Resolution to be proposed there at. If such proposal be resolved by a 75% majority of those members present, and voting at the meeting, the Executive Committee shall have power to dispose of any assets held by, or in the name of, Winchester Radio. Any assets remaining after satisfaction of any proper debts and liabilities, shall be transferred to some charitable organisation or organisations whose objects are similar to those of Winchester Radio.

14. ALTERATIONS TO THE CONSTITUTION

Any proposal to alter this Constitution must be delivered in writing to the Chairman of Winchester Radio not less than 28 days before the date of the Meeting at which it first is to be considered and copies of such proposals shall be distributed to all members eligible to attend not less than fourteen days before the date of the meeting. An alteration will require a majority vote of two thirds of those present and voting. Voting shall be by show of hands unless a ballot is required by a simple majority PROVIDED that no alteration shall be made which would (a) cause Winchester Radio to cease to be a charity at law, or (b) alter Clauses 2, 13, or this present Clause.

15. GENDERS

All references to any one Gender should be considered as referring to both.