

# Constitution of Surge Radio & Television

## 1. Adoption of the Constitution

This unincorporated association and its property shall be managed and administered in accordance with this Constitution.

## 2. Name

The association's name is "Surge Radio & Television" and hereinafter 'the Group'.

Surge Radio & Television, also known as Surge Media, is the successor society organisation to the Union Groups Surge TV and Surge Radio, and the society Wessex Films.

## 3. Objects

The objectives of the Group, 'the objects', are:

- (1) To create web television, student films and radio programming that serves the students of Southampton.
- (2) To provide teaching opportunities to those interested in media production.

## 4. Membership

- (1) With the exception of Members of the Committee, all prior Memberships to predecessor organisations and Union Groups are no longer recognised.
- (2) Membership is open to natural persons, and is not transferable to anyone else.
- (3) Membership is constituted in the following categories:
  - (a) Full, open to Members of the Students' Union;
  - (b) Associate, open to Associate Members of the Students' Union, and to those students of the University who have exercised their right not to be members of the Students' Union;
  - (c) Alumni, who are to be temporarily considered as Full Members of the Students' Union by Surge until the 1st of July, 2023.
- (4) Only Full Members are entitled to be elected to the Committee, or to propose, discuss and vote at a General Meeting. These are the sole privileges afforded to the Full Members over any other category of Membership.
- (5) The Group may charge a fee for admission to Membership, which may be set by a Meeting of the Committee.
- (6) For as long as the Group is affiliated with SUSU, the Committee must keep a register of members ('the register') on the Student Groups Hub provided by the Students' Union at [www.susu.org](http://www.susu.org).

- (7) The Committee or President can refuse an application for Membership if, acting reasonably and properly, they consider it to be in the best interests of the Group to refuse the application. This refusal must be acknowledged in writing.
- (8) Membership is terminated if:
  - (a) the Member resigns by written notice to the Committee.
  - (b) any sum due from the Member to the Group is not paid in full within seven days of it falling due.
  - (c) a Member ceases to be qualified for their category of Membership.
  - (d) the Member poses active harm to the continued existence of the Society;
  - (e) membership is revoked by a resolution of the Members in General Meeting or a Meeting of the Committee, in accordance with Clause 13, 'Disciplinary Action'.
- (9) While Members of the Students' Union are eligible to join the Group, they may be required to sign additional documents (such as a Terms of Use policy) at the behest of the Committee in order to use any service provided by the Group, or partake in Group activities. That document can be updated at any time per majority committee vote.

## **5. General Meetings**

- (1) The General Meeting constitute the Group's highest decision-making body, subject to the provisions of this Constitution.
- (2) The Group must hold an Annual General Meeting (AGM) in each academic year and not more than fifteen months may elapse between successive AGMs.
- (3) A General Meeting that is not an Annual General Meeting is called an Extraordinary General Meeting (EGM).
- (4) The Committee may call an Extraordinary General Meeting at any time.
- (5) The Committee must call an Extraordinary General Meeting if requested to do so in writing by at least five Full Members of the Group.
  - (a) The Members' written request must state a complete agenda for the EGM.
  - (b) If the Committee do not hold an EGM within five days of their receipt of the Members' written request, the Members may proceed to hold an EGM in accordance with Clause 6, 'Proceedings of General Meetings'.

## 6. Proceedings of General Meetings

- (1) Notice:
  - (a) The minimum period of notice required to hold an Annual General Meeting is seven days. The minimum period of notice required to hold an Extraordinary General Meeting is three days.
  - (b) The notice must specify the date, time and place of the General Meeting, and an agenda for the General Meeting.
  - (c) If the General Meeting is to be an AGM, the notice must say so, and must invite nominations in accordance with Clause 9, 'Appointment of the Committee'.
  - (d) Notice must be given to all Members and to the Committee.
  
- (2) Chairing:
  - (a) General Meetings shall usually be chaired by the person who has been elected as President.
  - (b) If there is no such person or they are not present within fifteen minutes of the time appointed for the General Meeting, the Full Members present must elect one of their number to chair.
  
- (3) Associate Members may speak at General Meetings with the permission of the Committee.
  
- (4) Voting:
  - (a) Every Full Member present at a General Meeting, with the exception of the Chair, shall be entitled to one vote upon every voting matter. In the case of an equality of votes, the Chair shall have a casting vote.
  - (b) Decisions may only be made by at least a simple majority of votes at a quorate General Meeting.
  - (c) All voting shall be by a show of hands or secret ballot, at the discretion of the Chair.
  - (d) There shall be no absentee voting.
  - (e) From September 2022, no voting can take place electronically or over the internet. All votes must be cast in person.
  
- (5) Minutes:
  - (a) Minutes must be taken of all proceedings at a General Meeting, including the decisions made and where appropriate the reasons for the decisions.
  - (b) Minutes of a General Meeting shall be made available to all Members within seven days.
  
- (7) Reports:
  - (a) If the General Meeting is an AGM, the Chair may invite any of the Committee to offer a report of their activities whilst in office.

(b) The Treasurer must present the Group's accounts to the Members at the AGM.

(8) Resolutions:

(a) Any Full Member may propose a resolution to be discussed and voted upon at a General Meeting.

## **7. Officers, Committee and Workgroups**

(1) The Group and its property shall be administered and managed by a Committee comprising the officers appointed in accordance with Clause 9, 'Appointment of the Committee'.

(2) The Group shall have the following primary, executive officers:

(a) **President.** The President shall oversee the organisation and management of the Group and the Committee as a whole; ensure the officers' accountability to Members, the Committee, and the Students' Union; and represent the Group to all external interests.

(b) **Secretary.** The Secretary shall oversee the administration of the Group, take minutes at General Meetings and Meetings of the Committee, and maintain the register.

(c) **Treasurer.** The Treasurer shall oversee the financing of the Group, set the Group's budget, and maintain the accounts of the Group.

(d) **Welfare Officer.** The Welfare Officer shall provide welfare pursuits for the Group's Members, and offer academic advice in conjunction with the course representatives of the Students' Union.

(3) To manage the different areas of student media, there will be at least four defined Workgroups: Radio, Television, Sport & News. Each Workgroup will have its own positions that are also part of the Committee. They are not strictly defined by this Constitution, and are free to change by a majority vote passed at a Committee Meeting.

(3) No one may be appointed a member of the Committee if they have been disqualified from becoming a member of the Committee under the provisions of Clause 13, 'Disciplinary Action'.

(4) The number of the Committee must not be less than three, though is not subject to any maximum. There must always be:

(a) a President;

(b) a Secretary;

(c) a Treasurer.

(5) An officer or ordinary member of the Committee shall cease to hold office if they:

(a) ceases to be a Full Member of the Group.

(b) resigns by notice to the Group, or

- (c) is removed from office by a resolution of the Members in General Meeting or a Meeting of the Committee, in accordance with Clause 13, 'Disciplinary Action'.

## **8. Meetings of the Committee**

- (1) The Committee may regulate their proceedings as they think fit, subject to the provisions of this Clause.
- (2) Any member of the Committee may request the Secretary to call a Meeting of the Committee.
- (3) The Secretary must call a Meeting of the Committee if requested to do so by a member of the Committee.
- (4) Meetings of the Committee shall usually be chaired by the person who has been elected as President.
- (5) The quorum for a Meeting of the Committee shall be three members of the Committee, of which either the President, Secretary or Treasurer must be present.
- (6) No decision may be made by a Meeting of the Committee unless a quorum is present at the time the decision is made.
- (7) Every member of the Committee, with the exception of the Chair, shall be entitled to one deliberative vote upon every voting matter. In the case of an equality of votes, the Chair shall have a casting vote.
- (8) Decisions may only be made by at least a simple majority of votes at a quorate Meeting of the Committee.
- (9) There shall be no absentee voting.
- (10) Minutes must be taken of all proceedings at a Meeting of the Committee, including the decisions made.

## **9. Appointment of the Committee**

- (1) The Full Members of the Group in General Meeting shall appoint the officers and ordinary members of the Committee by election.
  - (a) Elections for the Committee shall be held at an Annual General Meeting. By-elections for vacant offices shall be held at an Extraordinary General Meeting.
  - (b) A ranked preference voting system shall be used for all elections.
  - (c) In all elections, Reopen Nominations, 'RON', shall be a candidate. An election yielding a result of RON, in most circumstances, should be re-run as a by-election.
  - (d) Any attempt to manipulate the good faith of the election process must be immediately reported and investigated by the Committee.

- (2) The count for elections shall be conducted in public by the Chair of the General Meeting, who must do so accurately. Should the Members in General Meeting be dissatisfied with the accuracy of the count, they may resolve as a Point of Order to have the election re-counted or, if they remain dissatisfied, re-run as a by-election.
- (3)
  - (a) A member of the Committee shall assume office with effect from the conclusion of the General Meeting of their appointment.
  - (b) A member of the Committee shall retire with effect from the conclusion of the AGM next after their appointment, but shall be eligible for re-election at that AGM.
- (4) The Committee must update their committee information on the Student Groups Hub provided by the Students' Union at [www.susu.org](http://www.susu.org) (or failing that inform the Students' Union's Student Groups Officer) within seven days.
- (5) A retiring member of the Committee must transfer all relevant information and documentation to their newly-elected counterpart, or to the President, within fourteen days.

## **10. Financial Management**

- (1) The Committee are jointly liable for the proper management of the Group's finances.
- (2) The income and property of the Group should be applied towards the promotion of the objects.
- (3) The members of the Committee are entitled to be reimbursed from the property of the Group, or may pay out of such property, for reasonable expenses properly incurred when acting on behalf of the Group.
- (4) The accounts of the Group, as maintained by the Treasurer, must be made available to the Students' Union upon request.

## **11. Irregularities and Saving Provisions**

- (1) Subject to sub-clause (2) of this Clause, all acts done by a Meeting of the Committee shall be valid notwithstanding the participation in any vote of a member of the Committee:
  - (a) who was disqualified from holding office;
  - (b) who had previously retired or who had been obliged by this Constitution to vacate office;
  - (c) who was not entitled to vote on the matter, whether by reason of a conflict of interests or otherwise.
- (2) Sub-clause (1) of this Clause does not permit a member of the Committee to keep any benefit that may be conferred upon them by a resolution of the Committee if the resolution would otherwise have been void, or if the

Committee has not complied with Clause 12, 'Conflicts of Interests and Conflicts of Loyalties'.

- (3) The Members in General Meeting may only invalidate, as a Point of Order, a resolution or act of:
- (a) the Committee;
  - (b) the Members in General Meeting;
- if it may be demonstrated that a procedural defect in the same has materially prejudiced a Member of the Group.

## **12. Conflicts of Interests and Conflicts of Loyalties**

- (1) A member of the Committee must:
- (a) declare the nature and extent of any interest, direct or indirect, which they has in any decisions of a Meeting of the Committee or in any transaction or arrangement entered into by the Group which has not been previously declared;
  - (b) not partake in any discussions of the Committee in which it is possible that a conflict will arise between their duty to act solely in the interests of the Group and any personal interest, including but not limited to any personal financial interest.
- (2) Any member of the Committee absenting themselves from any discussions in accordance with this Clause must not vote or be counted as part of the quorum in any decision of the Committee on the matter.

## **13. Disciplinary Action**

- (1) Disciplinary action may be taken against any Member of the Group as a consequence of conduct:
- (a) detrimental to the reputation of the Group or the Students' Union.
  - (b) opposed to the objects of the Group (see clause 2) or the Students' Union.
  - (c) in contravention of any provision of this Constitution.
  - (d) that violates other signed agreements recognised by this Constitution (see clause 2.9).
  - (e) external to the Group that has resulted in criminal prosecution or intervention by the Students' Union, or police.
- (2) Disciplinary action that may be taken against any Member may be, but is not limited to:
- (a) issue of a formal written warning.
  - (b) partial or total ban from certain Group activities.
  - (c) disqualification from becoming a member of the Committee.

- (d) removal of a member of the Committee from office.
  - (e) temporary or permanent revocation of Membership.
  - (f) referral of the complaint to the Students' Union's Disciplinary Committee.
- (3) It is the right of the subject of the complaint to choose to have the disciplinary matter heard by a Meeting of the Committee. They shall have the power to take disciplinary action, including but not limited to those measures set out in paragraphs (a) – (f) inclusive in sub-clause (2) of this Clause.
- (4) Any disciplinary hearing must be conducted in an impartial, balanced, and fair manner, considering all representations on the matter.
- (5) All disciplinary action must be subject to prior discussion with the Students' Union's Vice President Activities.
- (6) Members subject to disciplinary action have the right of appeal to the Students' Union's Student Groups Committee.
- (7) A full report of all disciplinary action taken by the Group in the previous year must be presented at the AGM.

#### **14. Affiliation to External Organisations**

- (1) The Group may only become an affiliate of an external organisation if:
- (a) the Members derive a direct benefit from the affiliation;
  - (b) no Policy of the Students' Union is breached by the affiliation;
  - (c) a resolution to affiliate is passed by the Members in General Meeting.
- (2) The Group's affiliation to an external organisation shall immediately lapse:
- (a) at the conclusion of each Annual General Meeting after affiliation, unless the Members in General Meeting resolve to re-affiliate at each AGM in accordance with sub-clause (1) of this Clause.
  - (b) if a resolution to disaffiliate is passed by the Members in General Meeting.
- (3) All external affiliations and disaffiliations must be reported to the Students' Union's Student Groups Committee within seven days.
- (4) For the avoidance of doubt, the Students' Union is not an external organisation for the purposes of this Clause.

#### **15. Amendment to the Constitution**

- (1) The Group may amend any provision contained in this Constitution provided that:
- (a) amendments do not:



- (i) alter the objects in such a way that undermines or works against the best interests of Members;
    - (ii) retrospectively invalidate any prior act of the Members in General Meeting or a Meeting of the Committee;
  - (b) a resolution to amend a provision of this Constitution is passed by a majority of the Full Members present at a General Meeting;
  - (c) a copy of the resolution amending this Constitution is sent to the Students' Union within seven days of it being passed;
  - (d) the resolution is ratified by the Students' Union's Student Groups Committee.
- (2) The interpretation of this Constitution shall be with the Committee, except that during a General Meeting or a Meeting of the Committee the Chair shall have this responsibility. The Members in General Meeting may resolve to revise any interpretation made by the Committee or a Chair as a Point of Order.
- (3) The provisions of this Constitution shall be subordinate to those of the Articles, Rules, By-Laws and Policies of the Students' Union.
- (4) The Committee and the Students' Union shall retain a copy of this Constitution, which the Committee must make available to Members upon request.

## **16. Dissolution**

- (1) If the Members resolve to dissolve the Group, the Committee will remain in office and be responsible for winding up the affairs of the Group in accordance with this Clause.
- (2) A resolution to dissolve the Group must be passed by at least a two-thirds majority of the Full Members present at a General Meeting;
- (3) The Committee must collect in all the assets of the Group and must pay or make provision for all the liabilities of the Group.
- (4) The Committee must apply any remaining property or money:
  - (a) directly for the objects;
  - (b) by transfer to any Group or Societies for purposes the same as or similar to the Group;
  - (c) in such other manner as the Students' Union's Student Groups Committee may approve in writing in advance.
- (5) The Members may pass a resolution before or at the same time as the resolution to dissolve the Group specifying the manner in which the Committee are to apply the remaining property or assets of the Group. The Committee must comply with such a resolution if it is consistent with the provisions of this Clause.

- (6) In no circumstances shall the net assets of the Group be paid to or distributed among the Members of the Group.
- (7) The Committee must ensure the register and all other data held by the Group are securely destroyed upon the dissolution of the Group.
- (8) The Committee must notify the Students' Union within seven days that the Group has been dissolved. If the Committee are obliged to send the Group's accounts to the Students' Union for the accounting period which ended before its dissolution, they must send the Students' Union the Group's final accounts.

## 17. Interpretation

In this Constitution:

- (1) 'The University' means 'the University of Southampton'.
  - (a) 'University term' and 'academic year' have the definitions set out in the University Calendar and Almanac.
- (2) 'Financial benefit' means a benefit, direct or indirect, which is either money or has a monetary value.
- (3) 'The Students' Union' means 'The University of Southampton Students' Union', trading as 'Union Southampton'.
  - (a) 'Articles', or 'Articles of the Students' Union' mean the Students' Union's Articles of Association. 'Rules' and 'Policies' have the definitions set out in the Articles. 'By-Laws' has the definition set out in the Rules.

## 18. Copyright and Freedom of Expression

- (1) In line with the Copyright, Designs and Patents Act 1988, Section 11(1), the creator of any work is the first owner of any copyright.

Without a prior agreement, the copyright of all productions made by SURGE belongs to the individual people who created it, regardless of facilities provided.

- (2) Exceptions to this may apply for:
  - (a) Projects pertaining to SUSU events or processes
  - (b) Commercial work with a direct agreement, in line with Section 11(2) of the Copyright, Designs and Patents Act 1988.
  - (c) Communal projects part of Surge Radio & TV. These include Surge Radio's *The Big Debate*, *Surge Breakfast Show*, and *SRA Chart Show*, and SURGEtv's *Our Societies*.
- (3) Editorial independence from the University or Students' Union is guaranteed, and all parties respect Surge's freedom to express views or opinions that may not be shared.



## 20. Declaration

The Members of the Group in General Meeting Adopted this Constitution:

4TH OCTOBER 2022

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BYRON LEWIS

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REBECCA DAVIES

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The Students' Union Approved this Constitution:

Date

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Vice President Activities

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