

Associations Incorporations Reform  
Act 2012

STATEMENT OF PURPOSES

1. The name of the proposed incorporated association is KILSYTH & MOUNTAIN DISTRICTS BASKETBALL ASSOCIATION Incorporated.
2. The purpose for which the proposed incorporated association is established are:-
  - 2.1 To take over the funds and other assets and the liabilities of the present unincorporated association known as KILSYTH & MOUNTAIN DISTRICTS BASKETBALL ASSOCIATION.
  - 2.2 To promote and control basketball in Kilsyth and surrounding districts;
  - 2.3 To conduct competitions for basketballers registered with the Association;
  - 2.4 To encourage and assist the formation of clubs to take part in competitions conducted by the Association;
  - 2.5 To promote Association representative teams in Victorian Championships and other competitions;
  - 2.6 To ratify affiliation each year with the Victorian Basketball Association;
  - 2.7 To encourage and assist in obtaining the highest possible standard of competition and refereeing by co-operating with other related Organisations;
  - 2.8 To recognise, support and sponsor the activity, or other co-operatives and companies formed by the Association from time to time;
  - 2.9 To act alone or with other representative bodies in the interests of Basketball in accordance with the Purposes and Rules;
  - 2.10 To promote and sanction championships and any other competitions that may be deemed necessary for registered players of the Association and to establish regulations for such competitions;
  - 2.11 To select and manage teams of basketballers to represent the Association;

- 2.12 To promote and sanction clinics, coaching schools, intrastate and interstate and international matches and competitions which will create or heighten public interest in basketball in general and on the Association in particular;
  - 2.13 To appoint a person or persons or corporation to act on its behalf to carry out all or part of the management of the Association;
  - 2.14 To take any actions necessary in regard to Rules laid down by both the Victorian Basketball Association or Australian Basketball Federation;
  - 2.15 To provide, social, dining, entertaining and gaming activities and facilities for its Members;
  - 2.16 To acquire and maintain suitable premises and facilities for the proper functioning of the Association;
3. THE POWERS OF THE ASSOCIATION WILL INCLUDE: -
- 3.1 To indemnify any person for the loss or damage incurred as a result of having on behalf of the unincorporated association become liable to pay any amount by way of damages or otherwise;
  - 3.2 To subscribe to, become a member of and co-operate with any other association, club or organisation, whether incorporated or not whose objects are altogether or in part similar to those of the Association provided that the Association shall not subscribe to or support with its funds any Club, association or organisation which does not prohibit the distribution of its income an property among its members to an extent at least as great as that imposed on the Association under or by virtue of the Rules;
  - 3.3 To buy, sell and deal in all kind of articles, commodities and provisions both liquid and solid, for the members of the Association or persons frequenting the Association's premises;
  - 3.4 To purchase, take on lease or in exchange, hire and otherwise acquire any land, buildings, easements or property, real and personal and any rights or privileges which may be requisite for the purposes of, capable of being conveniently used in connection with, any of the objects of the Association; provided that in case the Association shall take or hold any property which may be subject to any trusts the Association shall sonly deal with the same in such manner as is allowed by law having regard to such trusts;

- 3.5 To enter into any arrangements with any Government or Authority that are incidental or conducive to the attainment of the objects and the exercise of the powers of the Association to obtain from any such concessions which the Association may think it comply with any such arrangements, rights, privileges and concessions;
- 3.6 To appoint, employ, remove or suspend such managers, clerks, secretaries, servants, workmen and other persons as may be necessary or convenient for the purposes of the Association.
- 3.7 To construct, improve, maintain, develop, work, manage, carry out, alter or control any houses, building, grounds, works or conveniences which may seem calculated directly or indirectly to advance the Association's interests, and to contribute to, subsidise or otherwise assist and take part in the construction, improvement, maintenance, development, working, management, carry out, alteration or control thereof;
- 3.8 To invest and deal with the money of the Association not immediately required in such manner as may from time to time be thought fit;
- 3.9 To borrow or raise money either alone or jointly with any other person or legal entity in such manner as may be thought proper and whether upon fluctuating advance account or overdraft or otherwise to represent or secure any moneys and further advances borrowed or be borrowed along or with others as aforesaid by notes secured or unsecured, debentures or debenture stock perpetual or otherwise, or by mortgage, charge, lien or other security upon the whole or any part of the incorporated association's property or assets present or future and to purchase, redeem or pay off any such securities;
- 3.10 To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading and other negotiable or transferable instruments;
- 3.11 To sell, improve, manage, develop, exchange, lease, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the Association;
- 3.12 To take or hold mortgages, liens or charges, to secure payment of the purchase price, or any unpaid balance of the purchase price, of any part of the Association's property of whatsoever kind sold by the Association or any money due to the Association to from purchasers and others;

- 3.13 To take such steps by personal or written appeals, public meetings or otherwise, as may from time to time deemed expedient for the purpose of procuring contributions to the funds of the Associations, in the shape of donations, annual subscriptions or otherwise;
- 3.14 To print and publish any newspapers, periodicals, books or leaflets that the Association may think desirable for the promotion of its objects;
- 3.15 To amalgamate with any one or more incorporated associations having objects altogether or in part similar to those of the Association and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as that imposed on the Association under or by virtue of the Rules;
- 3.16 To purchase or otherwise acquire and undertake all or any part of the property, assets, liabilities and engagements of any one or more of the incorporated associations with which the Association is authorised to amalgamate;
- 3.17 To transfer all or any part of the property, assets. Liabilities and engagements of the Association to any one or more of the incorporated associations with which the Association is authorised to amalgamate;
- 3.18 To impose and collect levies, subscription fees and other charges from bodies, clubs, institutions, associations and individuals or raise money for the carrying out of the Purposes or Rules or for matters connected therewith;
- 3.19 To apply for, obtain, renew or surrender registration of any Trademark which is registerable under the *Trade Marks Act 1995*;
- 3.20 To promote friendship and sociability amongst its members and to that end to apply for, hold and renew any licence, permit or authority under the Liquor Control Act Reform Act 1998 or any amendment or re-enactment thereof;
- 3.21 To apply for, obtain, hold and renew any Venue Operator's Licence, permit or other authority under the *Gambling Control Act 2003* or any amendments or re-enactment thereof;
- 3.22 To take or otherwise acquire and hold shares debentures or other securities of any company or body corporate.

# KILSYTH & MOUNTAIN DISTRICTS BASKETBALL ASSOCIATION

## RULES

### 1. NAME

The Association shall be known as the Kilsyth & Mountain Districts Basketball Association ("*the Association*") Inc.

### 2. OBJECTIVES

The objectives of the Association shall be the Purposes set out in the Association's Statement of Purposes.

### 3. MEMBERSHIP

The membership categories of the Association shall be: -

- (i) Ordinary Members;
- (ii) Life Members;
- (iii) Honorary Members;
- (iv) Junior Members;
- (v) Social Members;
- (vi) Corporate Members; and
- (vii) Parent or Guardian Members

### 4. ORDINARY MEMBERS

- (i) An ordinary Member is a person over the age of 18 years who has been elected by the Executive as such for the purposes of using the sporting facilities of the Association and who has paid an entrance fee (if any) plus an annual subscription determined by the Executive payable yearly in advance during the month in each year determined by the Executive;
- (ii) An Ordinary Member shall be entitled to enter the licenced area of the Association;
- (iii) An Ordinary Member shall be entitled to enter any gaming machine area of the Club within the meaning of the *Gambling Control Act 2003*;
- (iv) An Ordinary Member (who is financial) shall be entitled to attend or vote at any General Meeting of the Association and to nominate or second any person for the Executive.

5. LIFE MEMBERS

- (i) Life Members may, if recommended by the Executive of the Association, be elected at a General Meeting of the Association by a three-fourths majority of those present and eligible to vote provided that written notice of nomination for such election shall have been given to the Secretary at least 14 days before the meeting is held;
- (ii) Life membership may be cancelled by a three-fourths majority at a General Meeting;
- (iii) Life Members shall be admitted free of charge to all competitions and functions arranged by the Association and may attend all General Meetings with the right to vote;
- (iv) The Executive shall establish a suitable form of recognition in honour of each Life Member.
- (v) A Life Member shall be entitled to enter the same areas of the Club that an Ordinary Member is entitled to enter.

6. HONORARY MEMBERS

Persons possessing the following qualifications are eligible for election as an Honorary Member: -

- (i) Members and officials of any team or Club which is competing against a Participating Club or team of the Association on a particular day shall be eligible for election as an Honorary Member of the Association for the day;
- (ii) Officials of the regional, state or national body with which the Association is affiliated shall be eligible for election as an Honorary Member of the Association for the day;
- (iii) Persons nominated by a Corporate Member to the Election Committee and elected as Honorary Members.
- (iv) The number of Honorary Members shall be determined at the discretion of the Executive;
- (v) A person awaiting election for membership may be elected an Honorary Member;

- (vi) Any two members of the Executive shall constitute an election Committee for the purposes of this Rule. The name and address of each Honorary Member and of the Election Committee by whom they are elected shall be entered at the time of their election in a book to be kept for that purpose;
- (vii) An Honorary Member shall be entitled to attend but shall not be entitled to vote at any General Meeting of the Association nor shall be entitled to nominate or second any person for the Executive;
- (viii) An Honorary Member shall be entitled to enter the licensed are of the Association during the period of his Honorary Membership;
- (ix) An Honorary Member shall be entitled to enter any gaming machine area of the Club within the meaning of the *Gambling Control Act 2003* during the period of his Honorary Membership;
- (x) A person shall not:
  - (a) be admitted as an Honorary Member, or
  - (b) be exempted from the obligation to pay the ordinary subscription of Membership of the Association unless the person is of a class specified in the Rule and the admission or exemption is in accordance with the Rules.

6A. CORPORATE MEMBERS

- (i) A Corporate Member is a Body Corporate which has been elected by the Executive as such and which has paid an Entrance Fee (if any) plus an Annual Subscription determined by the Executive payable yearly in advance during the month in each year as determined by the Executive.
- (ii) A Corporate Member must appoint a natural person to represent the Member in exercising any right of the Member under these rules.
- (iii) A person appointed pursuant to sub-clause (ii) shall be entitled to attend but shall not be entitled to vote at any meeting of the association nor shall be entitled to nominate or second any person for the Executive.
- (iv) Any exercise by a Member of a right under these Articles carried out by a natural person appointed by the Corporate Member pursuant to Sub-clause (ii) shall be deemed to be a valid exercise of that right by that Member which is not open to challenge.
- (v) A Corporate Member may nominate the names of natural persons to the Election Committee constituted under Clause 6(v) of these Rules for election to the Club as Honorary Members.

- (vi) Natural Persons so elected as Honorary Members by the Election Committee shall be entitled to all the privileges and benefits of Honorary membership as specified in Clause 6 of these for the period as determined by the Election Committee.
- (vii) A person elected as an Honorary Member pursuant to Sub-clause (vi) shall be entitled to attend but shall not be entitled to vote at any meeting of the Association nor shall be entitled to nominate or second any person for the Executive.

## 7. JUNIOR MEMBERS

- (i) A Junior Member is a person under the age of 18 years who has been elected by the Executive as such for the purposes of using the sporting facilities of the Association and who has paid an entrance fee (if any) plus an annual subscription determined by the Executive payable yearly in advance during the month in each year determined by the Executive;
- (ii) A Junior Member shall not be entitled to enter the licensed area of the Association except under conditions approved by the Victorian Liquor Commission under Section 120 of the *Liquor Control Act Reform Act 1998*;
- (iii) A Junior Member shall not be entitled to enter any gaming machine area of the Club within the meaning of the *Gambling Control Act 2003*;
- (iv) A Junior Member shall be entitled to attend but shall not be entitled to vote at any General Meeting of the Association nor shall be entitled to nominate or second any person for the Executive.

## 7A. PARENT OR GUARDIAN MEMBER

- (i) A Parent or Guardian Member is a person over the age of 18 years who is a parent or guardian for a Junior Member and who has been elected by the Executive as such and who has paid an entrance fee (if any) plus an annual subscription determined by the Executive payable yearly in advance during the month in each year determined by the Executive.
- (ii) A Parent or Guardian Member shall be entitled to enter the licenced area of the Association.
- (iii) A Parent or Guardian Member shall be entitled to enter any gaming machine area of the Club within the meaning of the *Gambling Control Act 2003*.
- (iv) A Parent or Guardian Member (who is financial and whose Junior Member is financial) shall be entitled to attend or vote at any General Meeting of the Association and to nominate or second any person for the Executive.



- (v) More than one person may be a Parent or Guardian Member in relation to the same Junior Member. For example, both parents of the one child may become Parent or Guardian Members. However, a person may only hold one Parent or Guardian Membership even if that person is the parent or guardian of more than one Junior Member.

#### 7B. SOCIAL MEMBERS

- (i) A Social Member is a person over the age of 18 years who has been elected by the Executive as such and who has paid an entrance fee (if any) plus an annual subscription determined by the Executive payable yearly in advance during the month in each year determined by the Executive.
- (ii) A Social Member shall be entitled to enter any gaming machine area of the Club within the meaning of the *Gambling Control Act 2003*;
- (iii) A Social Member shall be entitled to attend but shall not be entitled to vote at any General Meeting of the Association nor shall be entitled to nominate or second any person for the Executive.
- (iv) A Social Member shall be entitled to enter the same areas of the Club that an Ordinary Member is entitled to enter.

#### 8. REGISTER OF MEMBERS

- (i) The Secretary shall keep and maintain, a register of members, in which shall be entered the full name, address and day of entry of the name of each Member, date of the latest payment of Subscription and the register shall be available for inspection by members at the address of the Association;
- (ii) While and so long as the Association holds any licence under the Liquor Control Act Reform Act 1998 such register shall be open at any time to the inspection of a Licensing Inspector in whose division the licensed premises are situated, any authorised member of the Police Force and any Supervisor of Licensed premises;
- (iii) Every Member upon any change in their address shall notify the Secretary in writing forthwith of the particulars thereof.

9. RIGHTS OF MEMBERSHIP

A right, privilege, or obligation of a person by reason of their membership of the Association: -

- (i) is not capable of being transferred or transmitted to another person;
- (ii) terminates upon the cessation of their membership whether by death or otherwise.

10. ENTRANCE FEES AND ANNUAL SUBSCRIPTIONS

The amount of entrance fees and annual subscriptions for each category of members shall be fixed by the Executive. Such fees shall be payable in the manner stipulated by the Executive. Notwithstanding any other provision in these Rules, the Executive may allow Members to pay any entrance fees or annual subscriptions by instalments over time rather be required to pay the entire amount in advance.

11. VISITORS

- (i) A visitor shall be entitled to enter and remain on the premises in the company of an Ordinary Member or a Life Member or a Parent or Guardian Member. The Association shall keep a record of each guest and visitor to the Association, including the name, address and date of visit of the guest and visitor and, except in the case of an authorised gaming visitor, the name to the members introducing the guest or visitor in a book kept on the premises for that purpose;
- (ii) No member shall introduce more than 4 visitors to the premises on any date unless the member is paying for the function being attended by the visitors. No member shall introduce the same visitor to the premises on more than 12 occasions in any period of 12 months but this restriction shall not apply to the spouse, partner or children of a member;
- (iii) A visitor's behaviour on the premises shall be the responsibility of the introducing member who may be disciplined by the Executive for the behaviour for the visitor. A visitor must comply with any relevant rules of the Association whilst on the Association's premises (whether they are the licensed premises or other premises);
- (iv) The Executive, any member of the Executive, Club Manager or his representative shall have the right to exclude or evict any visitor or member whose behaviour on the premises is or has at any time been considered by any one of them as objectionable or prejudicial to the interests of the Association;
- (v) The Executive may allow authorised gaming visitors as defined in the *Liquor Control Act Reform Act 1998* to enter the Association's premises. Any such persons shall be subject to the Rules of the Association and any restrictions

imposed by the Executive from time to time and shall comply with the requirements of the *Liquor Control Act Reform Act 1998* whilst on the Association's premises;

- (vi) The Association shall maintain a register of authorised gaming visitors containing the name and residential address of each authorised gaming visitor admitted to the licensed premises and the date of that admission;
- (vii) A Gaming Visitor must produce evidence of his or her residential address before being admitted to the Association's premises and must carry identification at all times whilst in the Association's premises, and must comply with any relevant rules of the Association whilst on the licensed premises;
- (viii) A visitor shall not be supplied with liquor on the Club premises unless the visitor is accompanied by a member or is an Authorised Gaming Visitor admitted in accordance with these Rules and the *Gambling Control Act 2003*;
- (ix) A visitor shall not be entitled to enter the Association's premises for the purpose of playing in or viewing a basketball game unless and until any applicable admission fee has been paid by him or on his behalf;

## 12. RECIPROCAL RIGHTS

The Executive may grant reciprocal rights to the Members of another Club or Clubs upon such terms and conditions as it thinks fit.

## 13. RESIGNATION OF MEMBERS

- (i) A Member of the Association who has paid all monies due and payable by them to the Association may resign from the Association by first giving one month's notice in writing to the Secretary of his intention to resign and upon expiration of that period of notice, the Member shall cease to be a Member.
- (ii) Upon the expiration of a notice given under Sub Rule 13(i), the Secretary shall make in the register of Members an entry recording on which date the Member ceased to be a Member.

## 13A. DISCIPLINARY ACTION

- (i) The Association may take disciplinary action against a Member in accordance with this Rule 13A if it is determined that the Member:
  - (a) has failed to comply with these Rules; or
  - (b) refuses to support the purposes of the Association; or
  - (c) has engaged in conduct prejudicial to the Association.

- (ii) If the Executive is satisfied that there are sufficient grounds for taking disciplinary action against a Member, the Executive must appoint a disciplinary subcommittee to hear the matter and determine what action, if any, to take against the Member.
- (iii) Subject to Sub Rule 13A.(iv), the Executive may appoint any person to a disciplinary subcommittee.
- (iv) A person must not be appointed to a disciplinary subcommittee if the person is biased in favour of or against the Member concerned.
- (v) Before disciplinary action is taken against a Member, the Secretary must give written notice to the Member:
  - (a) stating that the Association proposes to take disciplinary action against the Member; and
  - (b) stating the grounds for the proposed disciplinary action; and
  - (c) specifying the date, place and time of the meeting at which the disciplinary subcommittee intends to consider the disciplinary action (the *disciplinary meeting*); and
  - (d) advising the Member that the Member may do one or both of the following:
    - (i) attend the disciplinary meeting and address the disciplinary subcommittee at that meeting;
    - (ii) give a written statement to the disciplinary subcommittee at any time before the disciplinary meeting; and
  - (e) setting out the member's appeal rights under Sub Rules 13A (xi) to (xvii) inclusive.
- (vi) The notice must be given no earlier than 28 days, and no later than 14 days, before the disciplinary meeting is held.
- (vii) At the disciplinary meeting, the disciplinary subcommittee must:
  - (a) give the Member an opportunity to be heard; and
  - (b) consider any written statement submitted by the Member.

- (viii) After complying with Sub Rule 13A(viii), the disciplinary subcommittee may:
  - (a) take no further action against the Member; or
  - (b) subject to Sub Rule 13A(ix):
    - (i) reprimand the Member; or
    - (ii) suspend the membership rights of the Member for a specified period; or
    - (iii) expel the Member from the Association.
- (ix) The disciplinary subcommittee may not fine the Member.
- (x) The suspension of membership rights or the expulsion of a Member by the disciplinary subcommittee under this rule takes effect immediately after the vote is passed.
- (xi) A person whose membership rights have been suspended or who has been expelled from the Association under Sub Rule 13A(viii) may give notice to the effect that the person wishes to appeal against the suspension or expulsion.
- (xii) The notice under Sub Rule 13A(x) must be in writing and given:
  - (a) to the Secretary not later than 7 days after the vote; or
  - (b) to the disciplinary subcommittee immediately after the vote to suspend or expel the person is taken; or
- (xiii) If a person has given notice under Sub Rule 13A(x), the Executive must appoint at least 3 persons to an appeal subcommittee to consider the appeal.
- (xiv) Subject to Sub Rule 13A(xv), the Executive may appoint any person to an appeal subcommittee.
- (xv) A person must not be appointed to an appeal subcommittee if the person:
  - (a) as appointed to the disciplinary subcommittee to hear and determine the matter of the Member concerned; or
  - (b) has a personal interest in the dispute; or
  - (c) is biased in favour of or against the Member concerned.

- (xvi) The Executive must convene a meeting of the appeal subcommittee (the *disciplinary appeal meeting*) as soon as practicable and no later than 21 days after the notice of the appeal is received.
- (xvii) Notice of the disciplinary appeal meeting must be given to each member of the appeal subcommittee and the Member concerned as soon as practicable and must:
  - (a) specify the date, time and place of the meeting; and
  - (b) state:
    - (i) the name of the person against whom the disciplinary action has been taken; and
    - (ii) the grounds for taking that action; and
    - (iii) that at the disciplinary appeal meeting the appeal subcommittee members present must vote on whether the decision to suspend or expel the person should be upheld or revoked.
- (xviii) At a disciplinary appeal meeting:
  - (a) no business other than the question of the appeal may be conducted; and
  - (b) the appeal subcommittee must state the grounds for suspending or expelling the member and the reasons for taking that action; and
  - (c) the person whose membership has been suspended or who has been expelled must be given an opportunity to be heard.
- (xix) After complying with Sub Rule 13A(xviii), members of the appeal subcommittee present and entitled to vote at the meeting must vote by secret ballot on the question of whether the decision to suspend or expel the person should be upheld or revoked.
- (xx) A member may not vote by proxy at the meeting of the appeal subcommittee.
- (xxi) The decision is upheld if a majority of the persons voting at the meeting vote in favour of the decision.

## 13B. GRIEVANCE PROCEDURE

- (i) The grievance procedure set out in this Rule 13B applies to disputes under these Rules between:
  - (a) a Member and another Member; and
  - (b) a Member and the Executive; and
  - (c) a Member and the Association.
- (ii) A Member must not initiate a grievance procedure in relation to a matter that is the subject of a disciplinary procedure until the disciplinary procedure has been completed.
- (iii) The parties to a dispute must attempt to resolve the dispute between themselves within 14 days of the dispute coming to the attention of each party.
- (iv) If the parties to a dispute are unable to resolve the dispute between themselves within the time required by Sub Rule 1b(iii), the parties must within 10 days:
  - (a) notify the Executive of the dispute; and
  - (b) agree to or request the appointment of a mediator; and
  - (c) attempt in good faith to settle the dispute by mediation.
- (v) The mediator must be:
  - (a) a person chosen by agreement between the parties; or
  - (b) in the absence of agreement:
    - (i) if the dispute is between a Member and another Member: a person appointed by the Executive; or
    - (ii) if the dispute is between a Member and the Executive or the Association: registered mediator.
- (vi) Subject to Sub Rule 13B(vii), the Executive may appoint any person as a mediator.
- (vii) The Executive must not appoint a person as a mediator if the person:
  - (a) has a personal interest in the dispute; or
  - (b) is biased in favour of or against any party.

- (viii) The mediator to the dispute, in conducting the mediation, must:
  - (a) give each party every opportunity to be heard; and
  - (b) allow due consideration by all parties of any written statement submitted by any party; and
  - (c) ensure that natural justice is accorded to the parties throughout the mediation process.
- (ix) The mediator must not determine the dispute.
- (x) Any costs of mediation are to be paid:
  - (a) if an agreement as to costs is reached between the parties—in accordance with that agreement; or
  - (b) if there is no such agreement—by the Executive.
- (xi) If the mediation process does not resolve the dispute, the parties may seek to resolve the dispute in accordance with the Associations Incorporation Reform Act or otherwise at law.

#### 14. PATRONS

The Association may from time to time at a General Meeting appoint such person(s) as it shall deem fit as Patron(s) of the Association. Definition of a Patron being a Sponsor's Representative, Businessman, Professional person or notable Public figure, who has an expertise considered advantageous to the Association, as determined by the Executive.

#### 15. HONORARIA

Honoraria for the Executive, Committee Executives or any Delegate appointed by the Executive for the special purposes, shall be determined by the Members at the Annual General Meeting.



16. THE EXECUTIVE

(i) The Executive shall consist of

- (a) five office bearers, namely:
  - President-
  - Secretary-
  - Vice President (Senior)-
  - Vice President (Junior)-
  - Treasurer-

And

(b) a Convenor for each of the following Committees:

- After schools Competition Committee;
- Senior Competition Committee;
- Representative Teams Committee;
- Daytime Ladies Competition Committee;
- Junior Competition Committee;

*(Convenors)*

(c) all Executive positions shall be filled by election at an Annual General Meeting in the order as described in (ii) below;

(ii) Members of the Executive shall be elected as follows:-

(a) The term of office of an office bearer shall, subject to this Constitution, be two years. Office bearers shall retire each year by rotation as follows:-

Retiring Odd Year:	Vice President	(Senior)
	Secretary	

Retiring Even Year:	President;	
	Treasurer	
	Vice President	(Junior)

(b) Convenors shall be elected at the Annual General Meeting of the Association for a one-year term.

(iii) If a Convenor is unable to attend an Executive meeting, he may authorise another member of his committee to attend in his stead. The Executive may require the deputy to produce written evidence of his authority. Attendance by a deputy properly authorised shall be regarded as equivalent to attendance by the Convenor.

- (iv) Members of the Executive and Committee members shall be indemnified from the funds of the Association against the damages, verdicts in and costs of any legal proceedings that may be instituted against them or any of them in the exercise of their office or performance of their duties in good faith on behalf of the Association.
- (v) For the purposes of these Rules, the office of a member of the Executive, becomes vacant if the Member:-
  - (a) becomes an insolvent under administration, within the meaning of the Corporations Law;
  - (b) resigns his office by giving notice in writing to the Secretary;
  - (c) ceases to be an Ordinary Member or a Life Member or a Parent or Guardian Member of the Association;
  - (d) absents himself without reasonable excuse acceptable to the Executive for two consecutive meetings of the Executive;
- (vi) The Executive may appoint another person or persons to fill casual vacancies, which may occur from time to time, and such person or persons shall hold office until the next Annual General Meeting at which the election for that office is due.

#### 17. MEETING OF THE EXECUTIVE

- (i) The Executive shall meet as required by the President or on the demand of any two members but it shall meet at least four times in each financial year;
- (ii) The Secretary shall provide each Executive member with a written record of each meeting as soon as possible after such meeting and with the necessary advise of each intended Executive meeting at least two weeks before the meeting;
- (iii) Four members of the Executive shall constitute a quorum;
- (iv) Each member present at a meeting of the Executive shall be entitled to one vote, and in the event of equality of voting, the motion or amendment shall be deemed to have been lost;
- (v) The execution of the program of activities may be performed by committees (“the Committees”), who shall be responsible to and subject at all times to the direction and control of the Executive. All members of Committees shall be Ordinary Members or Life Members or Parent or Guardian Members of the Association. The Executive will establish Committees as follows:-
  - (a) for the conduct of competitions, one of more Committees to be known as *Competition Committee(s)*;

- (b) for the promotion of male and female, senior and junior Association teams in State and other competitions, a Committee to be known as the *Representative Teams Committee*;
- (c) any other activities determined by the Executive.
- (vi) A meeting of the Executive or any committee may be held by the use of technology that allows members of the Executive or committee to clearly and simultaneously communicate with each other participating member.
- (vii) A member of the Executive or any committee participating in a meeting as permitted under Sub Rule 17(vi) is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

18. POWERS OF THE EXECUTIVE

- (i) The Executive shall control and manage the business and affairs of the Association, and as subject to these Rules has power to perform all such acts and things as appear to the Executive to be essential for the proper management of the business and affairs of the Association;
- (ii) The Executive shall have the power to establish Committees and shall have the power to co-opt the members onto any Committees and the President shall be ex-officio on all Committees. The powers, duties and functions of the Committee shall be determined by the Executive, and the Committees shall be responsible to and subject at all times to the direction and control of the Executive. All members of Committees shall be Ordinary Members or Life Members or Parent or Guardian Members of the Association. Without limiting the powers of the Executive, the Executive shall establish the following Committees:
  - After school Competition Committee;
  - Senior Competition Committee;
  - Representative Team Committee;
  - Daytime Ladies
  - Junior Competition Committee
- (iii) The Executive shall have the power to disband a particular Committee and integrate its functions with those of another Committee;
- (iv) The Executive shall determine the conditions under which teams or clubs will be accepted to play in competitions;
- (v) The Executive shall have the power to decline the application of any player for registration with Association or the application of any team or club to participate in the competitions or other functions conducted by the Association;

- (vi) The Executive shall have the power to create By-Laws and to alter, amend, add to or rescind same as the occasion may require, and such By-Laws shall have full force and effect, providing they are not inconsistent with these Rules. The By-Laws may be altered at any Executive meeting, provided that notice of the proposed amendment has been given to all members of the Executive at least Fourteen days before the meeting;
- (vii) The Executive shall appoint official Association Representative Team Coaches for the Representative Teams, subject to the recommendation of the Representative Team Committee and on the terms and conditions as decided by the Executive;
- (viii) Should any matters arise for which provision has not been made in these Rules, the Executive shall have the power to take such action as is necessary to protect the interests of the Association;
- (ix) The Executive shall appoint representatives to the Victorian Basketball Association as required;
- (x) The Executive shall have the power to appoint Business Managers to manage any enterprise or venture of the Association.

## 19. FINANCE

- (i) The financial year of the Association shall commence on the 1<sup>st</sup> January each year and end on the 31<sup>st</sup> December that year;
- (ii) The control of all finances, including the receipt of all monies by way of levies, fees, fines, donations, subscriptions, charges, sponsorship, grants, hire, rentals, team and Association bonds and any other income and the payment of expenses shall be vested in the Executive;
- (iii) All the assets of the Association shall be vested in the name of the Association;
- (iv) The assets and income of the Association shall be applied exclusively towards the promotion of its purposes and no portion thereof shall be paid or transferred, directly or indirectly by way of profit or income to the Members, excepting that payment in good faith be made for goods or services supplied in the ordinary way of business or for reasonable out-of-pocket expenses incurred by an authorised person acting under directions of the Executive;
- (v) The Executive shall present to each Annual General Meeting of the Association financial statements audited in accordance with the requirements of the *Corporations Law* made up to the 31<sup>st</sup> December preceding the date of such Annual General Meeting;

- (vi) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by any two office bearers of the Executive;
- (vii) The funds of the Association shall be derived from the entrance fees, annual subscriptions, donations and such other sources as the Executive may determine and from income derived from business conducted under a trading name(s).

20. COMPETITION COMMITTEES

- (i) Each Committee shall be established by the Executive and consist of a Chairman, Secretary, Grade Secretaries and additional members as required. It shall be permissible for one person to occupy two or more positions provided that the Committee consists of at least three persons, and that no person shall be entitled to more than one vote at a meeting of a Committee;
- (ii) Appointments to a particular Committee shall be determined by an Annual Meeting of Clubs of the Association which are participating in competitions organised by the particular Committee even through such competitions may be in recess;
- (iii) If due to any reason, it is not practicable for outgoing Committees to organise an Annual Meeting elections to the Committee shall be determined by the Annual General Meeting of the Association;

21. RESPONSIBILITIES OF COMPETITION COMMITTEES

Each Competition Committee shall

- (i) be responsible for conduction competitions approved by the Executive;
- (ii) to submit to the Executive as soon as practicable after appointment a budget of expenditure for the ensuring year which must be ratified by the Executive.

22. POWERS OF COMPETITION COMMITTEE

- (i) Competition Committee may determine rules applicable to the competitions which they control provided that such Rules do not conflict with the By-Laws of the Association;
- (ii) Each competition committee shall maintain a register of players referring to the Club with which they are registered;

- (iii) Competition Committees shall have the power to fine or suspend any player, official or team if in the opinion of the Committee the conduct of the player, official or team is detrimental to the cause of basketball. Such player, official or team so fined or suspended shall have the right to appeal to Executive;
- (iv) All Committees shall submit to the Executive agendas and minutes of meetings on request.

23. REPRESENTATIVE TEAMS COMMITTEE

- (i) The Representative Teams Committee shall consist of a Chairman, Secretary, and Financial Controller together with any additional members appointed at the Annual General Meeting of the Association. It shall be permissible for one person to occupy two or more positions provided that the Committee consists of at least three persons and that no person shall be entitled to more than one vote at a meeting of the Committee;
- (ii) Nominations to the Representative Teams Committee shall be determined by an Annual Meeting of Members of the Representative Teams;
- (iii) At the Annual General Meeting of the Representative Teams Committee, each Member over 18 years of age shall have one vote, any Member under 18 years of age may be represented by their Parent / Guardian to exercise one vote however no person may exercise more than one vote. Proxy votes are not accepted. A quorum of the General Meeting shall be 10% of the number of Members entitled to attend and vote.

24. RESPONSIBILITIES OF THE REPRESENTATIVE TEAMS COMMITTEE

- (i) The Committee shall be responsible for arranging the promotion, selection, coaching and management of Association Teams in Victorian Championship Competitions and other Competitions necessary for Championship Competitions and other Competitions necessary for the development of the teams;
- (ii) To submit to the Executive as soon as practicable after appointment a budget of expenditure for the year which must be ratified by the Executive;
- (iii) To recommend to the Executive for appointment the official Association Coaches for Representative Teams;
- (iv) To appoint Delegates to the Victorian Basketball Association Championship Committees, and to any other Committees where it has teams competing;
- (v) The Committee shall submit to the Executive Financial reports, agendas and minutes of each and every meeting.

25. GENERAL MEETING OF THE ASSOCIATION

- (i) An Annual General Meeting of the Association shall be held each year at such time and place as shall be determined by the Executive;
- (ii) An Extraordinary General Meeting may be conceded by the Executive whenever it deems necessary;
- (iii) An Extraordinary General Meeting shall be convened by the Executive upon a requisition in writing signed by the Secretaries of not less than One Hundred Ordinary members expressing the object of the meeting and delivered by hand to the Secretary. Such Extraordinary General meeting shall be convened to be held within 28 days of the receipt of the requisition by the Secretary.

26. PURPOSE OF AN ANNUAL GENERAL MEETING (Association)

The purpose of an Annual General Meeting shall be:-

- (i) To receive the annual report of the Executive and all Committees;
- (ii) To receive the financial statements of the year ended the preceding 31<sup>st</sup> December;
- (iii) To elect office bearers of the Executive;
- (iv) To elect Convenors of Committees;
- (v) To set the Honoraria (if any) for the persons set out in Rule 15 for the following year;
- (vi) To elect office bearers and members of Committee(s);
- (vii) To transact any other business of which notice in writing shall have been lodged with the Secretary at least 14 days before the meeting is held.
- (viii) To nominate and elect the auditor.

27. PURPOSE OF AN EXTRAORDINARY GENERAL MEETING (Association)

Extraordinary General Meetings may be called for any of the following purposes:-

- (i) to amend the constitution;
- (ii) to rescind a decision, of a previous General Meeting or of the Executive;
- (iii) to instruct the Executive on a matter of policy;

- (iv) to remove the Executive from office and to appoint persons to conduct the affairs of the Association until another Executive is elected at an Annual General Meeting;
- (v) to deal with the business referred to in Rule 25(ii);
- (vi) to remove an office-bearer of the Executive before the expiration of his time and appoint another member in his stead.

28. ATTENDANCE AT A GENERAL MEETING (Association)

- (i) All financial Members are entitled to attend General Meetings of the Association;
- (ii) Any other interested person may attend a General Meeting.

29. USE OF TECHNOLOGY (Association)

- (i) A General Meeting may be held and Members may take part by the use of technology that allows Members to clearly and simultaneously communicate with each other participating Member.
- (ii) A Member participating in a General Meeting as permitted under Sub Rule 29(i) is taken to be present at the meeting and, if the Member votes at the meeting, is taken to have voted in person.

30. VOTING AT GENERAL MEETING (Association)

- (i) The following shall be entitled to vote at General Meetings:-
  - (a) Life Members; and
  - (b) Ordinary Members; and
  - (c) Parent or Guardian Members.
- (ii) Each Ordinary Member and Life Member and Parent or Guardian Member is entitled to one vote only;
- (iii) Voting at General Meetings of the Association shall be by a show of hands and an exhaustive system of ballot shall be used for the election of office bearers;
- (iv) In all cases the Chairman is entitled only to his normal deliberative vote, provided he exercises it before result is known and always only in writing. In the event of an equality of votes, the motion is defeated;
- (v) A member is not entitled to vote at any general meeting unless all monies due and payable to the Association have been paid;



- (vi) All resolutions passed at the Annual General Meeting or at any Special General Meeting or adjourned meeting shall be conclusive and binding on all members whether they shall have been at the meeting or not.

31. CONDUCT OF GENERAL MEETINGS (Association)

General Meetings shall be conducted by the Executive. The President shall chair the meeting, or, in his absence, the Vice President shall be Chairman. In the absence of both President and Vice President the attending members of Executive shall elect a Chairman.

32. NOTICE OF GENERAL MEETINGS (Association)

The Secretary shall notify all members, Secretaries of Committees and all other persons entitled to vote at general meetings at least 21 days before the date of the meeting. The notice shall be by way of notice on the Association's social media platforms and notice on the noticeboard in the Association's premises.

33. NOMINATION FOR EXECUTIVE

Nominations for office bearers of Executive shall be lodged in writing, signed by the nominee and the person making the nomination with the Secretary at least 14 days before each Annual General Meeting. Advice of such nominations shall be given by the Secretary to any person entitled to attend a General Meeting. A person may be nominated for one or more positions. Any candidate must be an Ordinary Member or a Life Member or a Parent or Guardian Member of the Association.

34. QUORUM FOR A GENERAL MEETING (Association)

No business shall be transacted at a general meeting unless a quorum is present. A quorum shall consist of thirty persons being no less than three office bearers of the executive plus no less than two Convenors and five other persons present and eligible to vote. If a quorum is not present within thirty minutes of the time appointed for the general meeting, the meeting if convened upon the requisition of members shall be dissolved. In any other case it shall stand adjourned to the same day in the next week at the same time and place and if such adjourned a quorum not be present within thirty minutes from the time appointed for the meeting, those persons present shall form a quorum.

35. ANNUAL MEETINGS OF COMMITTEES

Annual Meetings of committees may be held if deemed necessary and if so shall be held prior to the Annual General Meeting of the Association in the same calendar year.

36. PURPOSE OF ANNUAL MEETINGS (Committees)

The purpose of the Annual Meeting shall be:-

- (i) to receive the Annual Report of the Committee'
- (ii) to nominate office bearers, members of the Committee for election at the Annual General Meeting of the Association;
- (iii) to transact any other business for which notice in writing shall have been lodged with the Secretary at least 14 days before the meeting is held.

37. ATTENDANCE AT AN ANNUAL MEETING (Competition Committees)

- (i) All Participating Clubs shall be represented at all Annual Meetings of Committees by a person nominated by that club. That person shall be an Ordinary Member or a Life Member or a Parent or Guardian Member of the Association. Failure by any Club to provide representation at an Annual Meeting shall result in a fine being imposed on the offending Club;
- (ii) Any other interested person may attend an Annual Meeting by only the Club Delegate may vote.

38. VOTING AT AN ANNUAL MEETING (Competition Committees)

Voting shall be limited to one vote for each participating club of the Association which takes part in the activities of the committee concerned.

39. NOTICE OF AN ANNUAL MEETING (Competition Committees)

The Committee Secretary shall notify all participating clubs of the Annual Meeting at least 21 days before the date of that meeting except that if particular clubs are competing in competitions arranged by the Committee concerned at a particular venue during the 21 days notice period, then a notice prominently displayed on the notice board shall be regarded as sufficient of the clubs concerned.

40. QUORUM FOR AN ANNUAL MEETING (Competition Committees)

Five persons consisting of no less than two members of that committee together with not less than two other persons present and eligible to vote at an Annual Meeting shall constitute a quorum.

41. DISSOLUTION

- (i) If the number of Ordinary members falls below 30, or if the Executive resolves that the Association be dissolved, or the Ordinary Members wish to dissolve the Association, the Executive shall convene a Special General meeting called for that the purpose on no less than 21 days notice at which the question of dissolution shall be put;
- (ii) For the Association to be dissolved, an such resolution must be passed by at least 75% of the Members present and voting;
- (iii) If upon the winding up or dissolution of the Association there remains, after satisfaction of all the debts and liabilities, any property whatsoever, the same shall not be paid to or distributed amongst the Members of the Association but shall be given or transferred to some institution or institutions purposes similar to those of the Association and whose Constitution shall prohibit the distribution of its or their income and property amongst its or their members to an extent at least as great as imposed by this Rule.

42. BORROWING POWERS

If at any time the Association in General Meeting shall pass a resolution authorising the Association to borrow money, the Executive shall thereupon subject to an directions of the General Meeting be empowered to borrow such amount of money on behalf of the Association either at one time or from time to time and at such rates of interest and in such form and manner and upon such security as it shall determine and make such dispositions of the Association property or any part thereto as it may deem proper for giving security for such loans and interest.

43. AUDITOR

- (i) There shall be one Auditor elected each year by the votes of financial Members of the Association entitled to vote on the days appointed for the holding of the Annual Election of office bearers persons nominated for election as Auditor may, but need be, Members of the Association, but no office bearer or candidate for election as an office bearer may sign the nomination of a person for the election as auditor whether as a proposer or a seconder. Nominations shall be received for the position of Auditor at the Annual Meeting and the Voting shall also be conducted at the Annual Meeting. The candidate with the highest number of votes shall be elected auditor, and in the event of equality the Chairman shall have a second and casting vote. No Auditor may hold any office in the Association;
- (ii) In the event of a casual vacancy occurring in the office of the Auditor or by the Auditor ceasing to fill the office before the expiration of the term for which he was elected, a temporary Auditor shall be appointed to fill

the remaining portion of the term for which the Auditor shall be elected in the manner, as far as applicable, providing for the regular election of Auditors by these Rules;

- (iii) The Auditor for the time being, shall have the power at any time to examine all books and documents of the Association and shall as soon as possible after the 1<sup>st</sup> Day of January in each year audit the accounts of the Association. Any report of the Auditor shall be submitted to the Annual General Meeting.

44. SEAL

- (i) The Common Seal of the Association shall be kept in the custody of the Secretary;
- (ii) The Common Seal shall not be affixed to any instrument except on the authority of the Executive and the affixing of the Common Seal shall be attested by the signatures either of two Members of the Executive or of one Member of the Executive and of the Public Officer of the Association.

45. ALTERATION OF RULES AND STATEMENT OF PURPOSES

- (i) These Rules and Statement of Purposes of the Association shall not be altered except in accordance with the; Associations Incorporation Reform Act 2012
- (ii) Notwithstanding anything to the contrary contained herein, the Executive upon the advice of the Association's Lawyers may in connection with any proceedings before the Commissions make such amendment or amendments to these Rules as may be required to comply with the Liquor Control Act Reform Act 1998 or any requirement, direction, submission or policy of the Victorian Liquor Commission. Any such amendment shall unless otherwise determined by the Executive take effect immediately and the Executive shall cause a copy of such amendment or amendments to be displayed in a conspicuous position in the Associations premises within 7 days after the making thereof;

46. CUSTODY OF DOCUMENTS

Except as is otherwise provided in these Rules, the Secretary shall keep in his custody or under his control all books, documents and securities of the Association.

47. NOTICES

- (i) A Notice may be served by or on behalf of the Association upon any member either personally or by sending it by post to the member at his address shown in the register of members or as otherwise provided in these Rules;
- (ii) Where a document is properly addressed, prepaid and posted to a person as a letter, the document shall be deemed to have been given to that person at the time at which the letter would have been delivered in the ordinary course of the post.

48. TRANSITIONAL PROVISIONS

Notwithstanding anything contained elsewhere herein from the date of coming into operation of these Rules and until an Executive is elected in accordance therewith the Executive elected pursuant to the Rules hereby superseded shall be the Executive of the Association.

49. LIQUOR CONTROL ACT REFORM ACT 1998

So long as the Association holds any Licence under the *Liquor Control Act Reform Act 1998*, or any amendment or re-enactment and notwithstanding anything to the contrary elsewhere in these Rules contained or implied the following Rules shall apply and have effect:-

- (i) The Association shall provide and maintain its facilities from its funds;
- (ii) No person shall receive greater profit, benefit or advantage from the Association than that received by every Member thereof other than a remuneration or honorarium approved by the Victorian Liquor Commission for work done by the Secretary, Treasurer or other Officer of the Association or salary or wages paid to employees;
- (iii) No amount shall be paid to an officer or servant of the Association by way of commission or allowance from receipts of the Association for the sale and disposal of liquor;
- (iv) A visitor to the Association must not be supplied with liquor in the Association's premises unless the visitor is:
  - (a) a guest in the country of an Ordinary Member or a Life Member or a Parent or Guardian Member of the Association;
  - (b) an authorised gaming visitor admitted in accordance with the Rules of the Association;

- (c) present at an occasion or function in the Association's premises in respect of which a limited licence pursuant to Section 14 of the Liquor Control Act Reform Act 1998 has issued authorising the sale and disposal of liquor to that visitor;
- (v) No liquor shall be sold or supplied to any person under 18 years of age except where such person is accompanied by a spouse or parent or guardian and the liquor is sold or supplied for consumption as part of a meal supplied on the licensed premises;
- (vi) No liquor shall be sold or supplied for consumption elsewhere than on the licensed premises unless such liquor is removed from the licensed premises the Member purchasing the same;
- (vii) No person under 18 years of age except persons who are being trained as waiters shall be allowed to serve behind the bar in the licensed premises;
- (viii) No more person than the number permitted by the Town Planning or other permit will be permitted on the licensed premises at any one time;
- (ix) If at any time the number of Members of the Association shall fall below 30 it shall be the duty of the Secretary to notify the Victorian Liquor Commission forthwith and to proceed to apply to surrender the Associations licence;
- (x) The procurement, storage, disposal and all other matters relating to liquor shall at all times remain under the control and supervision of the Executive.

50. CUSTODY AND INSPECTION OF BOOKS AND RECORDS

- (i) Members may on request inspect free of charge any of the following:
  - (a) the register of members;
  - (b) the minutes of general meetings;
  - (c) subject to Sub Rule 50(ii), the financial records, books, securities and any other relevant document of the Association, including minutes of meetings of the Executive.
- (ii) The Executive may refuse to permit a Member to inspect records of the Association that relate to confidential, personal, employment, commercial or legal matters or where to do so may be prejudicial to the interests of the Association.

- (iii) The Committee must on request make available, or provide copies of, these Rules available to Members and applicants for membership free of charge.
- (iv) Subject to Sub Rule 50(ii), a Member may request a copy of, or make a copy of, any of the other records of the Association referred to in this rule and the Association may charge a reasonable fee for provision of a copy of such a record.
- (v) For the purposes of this rule:  
relevant document means any record or other document, however compiled, recorded or stored, that relates to the incorporation and management of the Association and includes the following:
  - (a) a membership record;
  - (b) a financial statement;
  - (c) a financial record;
  - (d) any other record or document relating to transactions, dealings, business or property of the Association.

51. MISCELLANEOUS

- (i) The Association is authorised to trade in accordance with the provisions of *Associations Incorporation Reform Act 2012*.
- (ii) The provisions for trading and for winding up contained in these Rules shall not be altered without the consent of the Minister.
- (iii) In the Statement of Purposes and these Rules, unless the context requires otherwise:
  - (a) a reference to an act, statute or regulation (or a provision thereof) includes all acts, statutes, or regulations (and provisions thereof) varying, amending, consolidating, updating or replacing it, and a reference to an act or statute includes all regulations issued under that act or statute;
  - (b) a reference to any office, commission or other governmental authority established under an act or statute shall include any successor to or substitute for that office, commission or other governmental authority; and
  - (c) a reference to any licence, permit or other authority granted under an act or statute shall include any successor to or substitute for that licence, permit or other authority.