



**BLACKBURN VIKINGS BASKETBALL ASSOCIATION  
INCORPORATION  
ABN: 24 982 951 047**

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**Rules of Association  
Associations Incorporation Reform Act 2012**

**Constitution Review as approved by vote at SGM on  
14<sup>th</sup> December 2023.**

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## **Part 1- PRELIMINARY**

### **1. Name**

The name of the incorporated association is “BLACKBURN VIKINGS BASKETBALL ASSOCIATION INCORPORATION” (“the Association”).

### **2. Preamble**

The Association has been formed through the merger of Nunawading Vikings Basketball Club Inc. (NVBC) into the Association. The parties share a long history, with NVBC being established in 1966 and the Association established in 1990. The Association was primarily established to provide opportunities for NVBC players to play representative basketball at a high level.

The Association provides a full range of domestic and representative, senior and junior basketball programs within a single integrated entity. The Association provides pathways for basketball players to move from junior boys and girls domestic competitions through to senior representative teams in Victorian State Leagues for men and women.

### **3. Purposes**

(1) The purposes of the Association shall be to:

- (a) Represent the interests of basketball and all involved in basketball within the Association;
- (b) Provide individuals with opportunities to maximize their potential by competing in the highest level of basketball possible, given their own ability; and
- (c) Promote, develop and encourage participation in the sport of basketball.

(2) In pursuit of these objectives, the Association will seek to:

- (a) Provide support and assistance for teams in all areas of their operations;
- (b) Encourage and support teams and foster their growth and development;
- (c) Choose and manage teams to represent the Association;
- (d) Run competitions that are open to its own members and from other clubs.
- (e) Enter teams in its own competitions, or other competitions that are deemed appropriate by the committee of management;
- (f) Deal with any other matters that the Association may deem to be in the interest of the sport of basketball.

#### 4. Financial Year

The financial year of the Association is each period of 12 months ending on 30<sup>th</sup> June.

#### 5. Definitions

**Absolute majority** of the Committee, means a majority of the Committee members currently holding office and entitled to vote at the time (as distinct from a majority of Committee members present at a committee meeting);

**Junior member** means a person who is a member of the Association and has partial rights and privileges;

**The Association** means Blackburn Vikings Basketball Association;

**Chairperson** of a general meeting or committee meeting means the person chairing the meetings as required under rule 43;

**Committee** means the Officers of the Association and Ordinary Members of the Committee who are elected to manage the business of the Association;

**Committee meeting** means a meeting of the Committee held in accordance with these Rules;

**Committee member** means a member of the Committee elected or appointed under rule 50;

**Conflict of Interest** means a situation where a Committee member is involved in multiple interests, financial or otherwise, which could possibly corrupt the motivation of the member. Such a conflict of interest must be disclosed to the Committee;

**Executive of the Association** means those members holding the committee positions of President, Vice President, Treasurer or Secretary.

**Financial year** means the 12 month period specified in rule 4;

**General meeting** means a general meeting of the members of the Association covered in accordance with Div 4 and includes an annual general meeting, a special general meeting and a disciplinary appeal meeting;

**Member** means a member of the Association as per Part 3, Clause 9;

**Notifiable Interest** means an interest (including as a member, shareholder, officer, employee or player) in or for:

(a) a sponsor of the Association;

(b) another basketball club (whether or not incorporated);

(c) suppliers of goods or services for payment or other consideration providing goods or services to the Association;

By way of examples, membership of a referee association, another basketball club, lawyers or accountants who provide services to the Association or a person who plays for another club. For the purposes of avoiding ambiguity, the interest of a spouse or child or parent does not constitute a Notifiable Interest as such. The Association shall maintain a register of Notifiable Interests;

**Ordinary members of the Committee** means those holding the (up to) seven committee positions which are not classified as the Executive of the Association;

**Quorum** means the minimal number of officers and members of a committee or organization, usually a majority, who must be present for valid transaction of business;

**Registered player** means a player whose registration fees have been paid in full and is registered to play for that current season;

**Regulations** means regulations under the Act;

**Season** means a playing season as determined by the Association;

**The Act** means the **Associations Incorporated Reform Act 2012** and includes any regulations made under that Act;

**Special resolution** means a resolution that requires not less than three-quarters of the Members voting at a general meeting to vote in favour of the resolution;

## Part 2- POWERS OF ASSOCIATION

### 6. Powers of Association

- (1) Subject to the Act, the Association has power to do all things incidental or conducive to achieve its purposes.
- (2) Without limiting sub rule (1), the Association may-
  - (a) Acquire, hold and dispose of real or personal property;
  - (b) Open and operate accounts with financial institutions;
  - (c) Invest its money in any security in which trust monies may lawfully be invested;
  - (d) Raise and borrow money on any terms and in any manner as it thinks fit;
  - (e) Secure the repayments of money raised or borrowed, or the payment of a debt or liability;
  - (f) Appoint agents to transact business on its behalf;
  - (g) Enter into any other contract it considers necessary or desirable.
- (3) The Association may only exercise its powers and use its income and assets (including any surplus) for its purpose.

### 7. Not for profit organization

- (1) The Association must not distribute any surplus, income or assets directly or indirectly to its Members.
- (2) Sub rule (1) does not prevent the Association from paying a Member-
  - (a) Reimbursement for expenses properly incurred by the Member; or
  - (b) For goods or services provided by the Member if this is done in good faith on terms no more favorable than if the Member was not a Member.

## Part 3 – MEMBERS, DISCIPLINARY PROCEDURES AND GRIEVANCES

### Division1 – Membership

#### 8. Minimum number of Members

The Association must have at least 5 Members.

#### 9. Membership

(1) Membership is defined as follows.

- (a) **PARENT MEMBER** – On completion of Registration and payment of the Registration fee the parents and/or guardians of any registered players under the age of 18 are deemed to be Members of the Association and Subject to the Rules of the Association.

*Note: Every parent or guardian of a registered player is deemed to be a member. Where family separations occur and new relationships are formed, any parents or guardians taking an active interest in the basketball activities of the child are deemed to be members.*

- (b) **PLAYER MEMBER** – On completion of Registration and payment of the Registration fee players aged 18 or above are deemed to be Members of the Association and Subject to the Rules of the Association.
- (c) **JUNIOR MEMBER** – On completion of Registration and payment of the Registration fee any registered players under the age of 18 are deemed to be Associate Members of the Association and Subject to the Rules of the Association. A junior member must NOT vote but may have other rights as determined by the Committee or by resolution at a general meeting.
- (d) **INDIVIDUAL MEMBER** – Individuals who are engaged in the activities of the Association e.g. Team Manager, Coach, Referee, Committee member but who do not have children who are associate members (subject to the Committee agreement) will complete online Membership each year and pay the membership only fee set by the Committee and then will be deemed a Member of the Association.
- (e) **LIFE MEMBER** – The Committee may, if it thinks fit, grant to a Member Life Membership.
- A Life Membership shall:
- i) be nominated and minuted by the committee at a committee meeting and voted on at the following Annual General Meeting.
  - ii) be restricted to those whose service to the Association and Basketball has been worthy of the highest honour;
  - iii) be entitled to attend and vote at all general meetings of the Association.

All Life Members of Blackburn Vikings Basketball Association Incorporated and Nunawading Vikings Basketball Club Incorporated prior to 31st December 2018 shall automatically become Life Members of the Association.



- (f) **JUNIOR LIFE MEMBER** – The Committee may, if it thinks fit, grant to a Member Junior Life Membership.  
A Junior Life Membership shall:
    - i) be nominated and minuted by the committee at a committee meeting and voted on at the following Annual General Meeting;
    - ii) be restricted to those whose service to the Association and Basketball has been worthy of the highest honour;
    - iii) be entitled to attend but NOT vote at all general meetings of the Association unless they also meet the voting requirements of membership under another subsection of rule 8(1)
- (2) 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;
  - ii) terminates upon the cessation of their Membership as defined in clause 13.

#### 10. Seasonal Membership

- (1) From **time to time** the Association must determine –
  - (a) The amount of the subscription (if any) for the following season; and
  - (b) The date for payment of the subscription

#### 11. General rights of Members

- A Member is entitled to vote if-
- (a) The Member is a member other than an Junior member; and
  - (b) more than 10 business days have passed since they became a member of the Association; and
  - (c) The Member's membership rights are not suspended for any reason.
- (2) A member of the Association who is entitled to vote has the right-
- (a) To receive notice of general meetings and of proposed special resolutions in the manner and time prescribed by these rules; and
  - (b) To submit items of business for consideration at a General meeting; and
  - (c) To attend and be heard at General meetings; and
  - (d) To vote at a General meeting; and
  - (e) To have access to the minutes and other documents of the Association within the requirement of the Association Privacy Policy; and
  - (f) To inspect the register of Members within the requirements of the Association Privacy Policy.

#### 12. Ceasing membership

- (1) The membership of any member ceases on resignation, expulsion or death.
- (2) The membership of any Parent member, Associate member, or Individual member ceases on transfer to another club or association in which the Association is an

active competitor.

- (3) A player member ceases to be a Member twelve months after they ceased to play for the Association.
- (4) A parent member ceases to be a Member twelve months after their child ceased to play for the Association or on the date their child turns 18 years of age.
- (5) An individual member ceases to be a Member twelve months after they ceased to be engaged in the Association's activities.
- (6) An associate member ceases to be a Member twelve months after they ceased to play for the Association.
- (7) With the exception of life members the membership of any member ceases when they take any official role with another club or association in which the Association is an active competitor. An official role includes committee member, registrar, coach, coordinator or paid position.

### **13. Resigning as a Member**

A Member may resign by giving notice in writing to the Association.

### **14. Register of members**

- (1) The Secretary must keep and maintain a register of Members that includes-
  - (a) For each current Member-
    - (i) The Member's full name
    - (ii) The address for notice last given by the Member
    - (iii) The date of becoming a Member
    - (iv) Any other information determined by the Committee; and
  - (b) For each former Member, the date of ceasing to be a Member.
- (2) Any Member may, at a reasonable time and free of charge, inspect the register of Members upon reasonable request and within the requirements of the Association Privacy Policy.

**Note:** *Under the Act, access to the personal information of a person recorded in the register of Members may be restricted in certain circumstances. The Act provides that it is an offence to make improper use of information about a person obtained from the Register of Members.*

## **Division 2 – Disciplinary action**

### **15. Grounds for taking disciplinary action**

The Association may take disciplinary action against a Member in accordance with this Division if it is determined that the Member –

- (a) Has failed to comply with these Rules; or
- (b) Refuses to support the purpose of the Association; or
- (c) Has engaged in conduct prejudicial to the Association.

## **16. Disciplinary subcommittee**

- (1) If the Committee is satisfied that there are sufficient grounds for taking disciplinary action against a Member, the Committee must appoint a disciplinary subcommittee to hear the matter and determine what action, if any, to take against the Member and report back to the Committee.
- (2) The Members of the disciplinary subcommittee may be Members of the Association or anyone else but must not be biased against, or in favour of, the Member concerned and must include one or more Committee members.

## **17. Notice to Member**

- (1) 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; and
  - (d) Advising the Member that they 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.
- (2) The notice must be given within 7-14 days before the disciplinary meeting is held.

## **18. Decision of committee**

- (1) At the disciplinary meeting; the disciplinary subcommittee must:
  - (a) Give the Member an opportunity to be heard;
  - (b) In the case of a Junior Member, they may be represented by a parent or adult over the age of eighteen; and
  - (c) Consider any written statement submitted by the Member.
- (2) After complying with sub rule (1), the disciplinary subcommittee may:
  - (a) Suggest that the committee take no action against the Member
  - (b) Refer back to the committee with recommendation whether to:
    - (i) Reprimand the Member; or
    - (ii) Suspend the membership rights of the Member for a specific period; or
    - (iii) Expel the Member from the Association.
- (3) The Association may not fine the Member.
- (4) The suspension of membership rights or the expulsion of a Member by the Committee under this rule takes effect immediately after the vote is passed.

## **19. Appeal rights**

- (1) A person whose membership rights have been suspended or who has been expelled from the Association under ***Decision of Committee*** may give notice to the effect that they wish to appeal against the suspension or expulsion.
- (2) The notice must be in writing and given:
  - (a) To the Committee immediately after the vote to suspend or expel the person is taken; or
  - (b) To the Secretary not later than 48 hours after notification to the person of the vote.
- (3) If a person has given notice under sub rule (2), a disciplinary appeal meeting of Members must be convened by the Committee as soon as possible and within 7-14 days after the notice is received.
- (4) A disciplinary appeal sub-committee consisting of three independent people will be appointed by the committee. A Chairperson for the meeting will be nominated from the three members of subcommittee. Notice of the date, time and place of the disciplinary appeal meeting must be given to each Member of the Appeal Committee as soon as possible and must 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 Members present at the appeal meeting must vote on whether the decision to suspend or expel the person should be upheld or revoked.

The decision of the disciplinary appeal subcommittee is final and cannot be challenged.

## **20. Conduct of disciplinary appeal meeting**

- (1) At a disciplinary appeal meeting –
  - (a) No business other than the question of the appeal may be conducted; and
  - (b) The Chairperson of the meeting must state the grounds for suspending or expelling the Member and the reason 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.
- (2) After complying with sub rule (1), the Members present at this meeting must vote by secret ballot on the question of whether the decision to suspend or expel the person should be upheld or revoked.
- (3) The decision is upheld by a majority vote of the sub-committee Members at the meeting vote in favour of the decision.

## **Division 3 – Grievance procedure**

### **21. Application**

- (1) The grievance procedure set out in this division applies to disputes under these Rules between –
  - (a) A Member and another Member;
  - (b) A Member and the Committee;
  - (c) A Member and the Association.
- (2) 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.
- (3) If a matter that was the subject of a disciplinary procedure has resulted in the expulsion of a Member then the matter is not subject to the grievance procedure as the expelled person is no longer a Member of the Association.

### **22. Parties must attempt to resolve the dispute**

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.

### **23. Appointment of mediator**

- (1) If the parties to a dispute are unable to resolve the dispute between themselves within 14 days of the dispute coming to the attention of each party, the parties must within 10 days –
  - (a) Notify the Committee 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.
- (2) 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 Committee; or
    - (ii) If the dispute is between a Member and the Committee or the Association – a person appointed or employed by the Dispute Settlement Centre of Victoria.
- (3) A mediator appointed by the Committee may be a Member or former Member of the Association but in any case must not be a person who –
  - (a) Has a personal interest in the dispute; or
  - (b) Is biased in favour of or against any party.

### **24. Mediation process**

- (1) 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 statements submitted by any party; and
  - (c) Ensure that natural justice is accorded to the parties throughout the mediation process.
- (2) The mediator must not determine the dispute.

#### **25. Failure to resolve dispute by mediation**

If the mediation process does not resolve the dispute, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

### **Part 4 – GENERAL MEETINGS OF THE ASSOCIATION**

#### **26. Annual general meeting**

- (1) The Committee must convene an annual general meeting of the Association to be held within 5 months from the end of each financial year.
- (2) The Committee may determine the date, time and place of the annual general meeting.
- (3) The ordinary business of the annual general meeting is as follows –
  - (a) To confirm the minutes of the previous annual general meeting and of any special general meeting held since then;
  - (b) To receive and consider –
    - (i) The annual report of the Committee on the activities of the Association during the preceding year; and
    - (ii) The financial statements of the Association for the preceding year submitted by the Committee.
  - (c) To elect the members of the Committee.
- (4) The annual general meeting may also conduct any business of which notice has been given in accordance with these Rules.
- (5) In the case of extraordinary circumstances eg a pandemic the Association may conduct a virtual AGM.

#### **27. Special general meeting**

- (1) Any general meeting of the Association, other than an annual general meeting or a disciplinary appeal meeting, is a special general meeting.
- (2) The Committee may convene a special general meeting as required.
- (3) No business other than that set out in the notice under rule 29 may be conducted at the meeting.

#### **28. Special general meeting held at request of Member**

- (1) The Committee must convene a special general meeting if a request to do so is made in accordance with sub rule (2) by at least fifty Members.
- (2) A request for a special meeting must –

- (a) Be in writing;
  - (b) State the business to be considered at the meeting and any resolutions to be proposed;
  - (c) Include the names and signatures of the Members requesting the meeting;
  - (d) Be given to the Secretary; and
  - (e) Be held within 30 days of the member's request.
- (3) If the Committee does not convene a special general meeting within 30 days after the date on which the request is made, the Members making the request (or any of them) may convene the special general meeting.
- (4) A special general meeting convened by Members under sub rule (3) –
- (a) Must be held within 3 months after the date on which the original request was made; and
  - (b) May only consider the business stated in that request.
  - (c) The Association must reimburse all reasonable expenses incurred by the Members convening a special general meeting under sub rule 3

### **29. Notice of general meetings**

- (1) The Secretary must give to each Member of the Association –
- (a) At least 21 days' notice of a general meeting if a special resolution is to be proposed at the meeting; or
  - (b) At least 14 days' notice of a general meeting in any other case.
- (2) The notice must –
- (a) Specify the date, time and place of the meeting; and
  - (b) Indicate the general nature of each item of business to be considered at the meeting; and
  - (c) If a special resolution is to be proposed –
    - (i) State in full the proposed resolution; and
    - (ii) State the intention to propose the resolution as a special resolution
  - (d) Notice of general meeting may be posted or emailed to members as per rule 29(1).

### **30. Proxies**

If a Member is not physically present at a general meeting they may not appoint another Member as their proxy to vote and speak on their behalf.

### **31. Use of Technology**

- (1) A Member not physically present at a general meeting may be permitted to participate in the meeting by the use of technology that allows that Member and the Members present at the meeting to clearly and simultaneously communicate with each other.
- (2) The Member must give 3 days' notice to the secretary of this request.
- (3) A Member participating in a general meeting as permitted under sub rule (1)

is taken to be present at the meeting and, if the Member votes at the meeting, is taken to have voted in person.

### **32. Quorum at general meetings**

- (1) No business may be conducted at a general meeting unless a quorum of Members is present.
- (2) The quorum for a general meeting is the presence (physically or as allowed by use of technology) of eleven Members entitled to vote.
- (3) If a quorum is not present within 30 minutes after the notified commencement time of a general meeting –
  - (i) The meeting must be adjourned to a date not more than 21 days later; and
  - (ii) Notice of the date, time and place to which the meeting is adjourned must be given at the meeting and confirmed by written notice given to all members as soon as possible after the meeting.
- (4) If a quorum is not present within 30 minutes after the time to which a General meeting has been adjourned under sub rule (3) the Members present at the meeting (if not fewer than five) may proceed with the business of the meeting as if a quorum was present.

### **33. Adjournment of General meeting**

- (1) The Chairperson of a General meeting at which a quorum is present may, with the consent of a majority of Members present at the meeting, adjourn the meeting to another time at the same place or at another place.
- (2) Without limiting sub rule (1), a meeting may be adjourned –
  - (a) If there is insufficient time to deal with the business at hand; or
  - (b) To give the Members more time to consider an item of business.
- (3) No business may be conducted on the resumption of an adjourned meeting other than the business that remained unfinished when the meeting was adjourned.
- (4) Notice of the adjournment of a meeting under this rule is not required unless the meeting is adjourned for 14 days or more, in which case notice of the meeting must be given in accordance with rule 30.

### **34. Voting at General meeting**

- (1) On any question arising at a General meeting –
  - (a) Subject to sub rule (4), each Member who is entitled to vote has one vote; and
  - (b) Members must vote personally allowing for the application of Rule 32; and
  - (c) Except in the case of a special resolution, the question must be decided on a majority of votes.
- (2) If votes are divided equally on a question, the Chairperson of the meeting has a second or casting vote.



- (3) Only members who were present at the previous meeting may confirm the minutes of that meeting.
- (4) This rule does not apply to a vote at a disciplinary appeal meeting conducted under rule 21.
- (5) Upon the request of any member, the vote may be held as a secret ballot.
- (6) If the vote relates to a matter where a member has a conflict of interest or notifiable interest, rule 61 should apply.

### **35. Special resolutions**

A special resolution is passed if not less than three quarters of the Members voting at a General meeting vote in favor of the resolution.

In addition to certain matters specified in the Act, a special resolution is required –

- (1) To remove a Committee member from office where Rule 52 does not apply;
- (2) To alter these Rules;
- (3) To change the name or any of the purposes of the Association.

### **36. Determine whether resolution carried**

- (1) Subject to subsection (2), the Chairperson of a General meeting may, on the basis of a show of hands, declare that a resolution has been –
  - (a) Carried; or
  - (b) Carried unanimously; or
  - (c) Carried by a particular majority; or
  - (d) Lost –

And an entry to that effect in the minutes of the meeting is conclusive proof of that fact.

- (2) If a poll (where votes are cast in writing) is demanded by three or more Members on any question-
  - (a) The poll must be taken at the meeting in the manner determined by the Chairperson of the meeting; and
  - (b) The Chairperson must declare the result of the resolution on the basis of the poll.
- (3) A poll demanded on the election of the Chairperson or on a question of an adjournment must be taken immediately.
- (4) A poll demanded on any other question must be taken before the close of the meeting at a time determined by the Chairperson.

### **37. Minutes of General meeting**

- (1) The Committee must ensure that minutes are taken and kept of each General meeting.
- (2) The minutes must record the business considered at the meeting, any resolution on which a vote is taken and the result of the vote.

- (3) In addition, the minutes of each annual general meeting must include-
  - (a) The names of the Members attending the meeting; and
  - (b) The financial statements submitted to the members in accordance with rule 26 (3)(b)(ii);
  - (c) Any audited accounts and auditor’s report or report of a review accompanying the financial statements that are required under the Act.

## **Part 5 – COMMITTEE**

### **Division 1 – Powers of Committee**

#### **38. Roles and powers**

- (1) The business of the Association must be managed by or under the direction of a Committee.
- (2) The Committee may exercise all the powers of the Association except those powers that these Rules or the Act require to be exercised by general meetings of the Members of the Association.
- (3) The Committee may –
  - (a) Appoint and remove staff;
  - (b) Establish subcommittees consisting of Members with terms of reference it considers appropriate.

#### **39. Delegation**

- (1) The Committee may delegate to a member of the Committee, a subcommittee, or any other person, any of its powers and functions other than –
  - (a) This power of delegation; or
  - (b) A duty imposed on the Committee by the Act or any other law.
- (2) The delegation must be in writing and may be subjected to the conditions and limitations the Committee consider appropriate.
- (3) The Committee may, in writing, revoke a delegation wholly or in part.

### **Division 2- Composition of Committee and duties of members**

#### **40. Composition of Committee**

The Committee consists of –

- (a) A President; and
- (b) A Vice-President; and
- (c) A Secretary; and
- (d) A Treasurer; and
- (e) Between one and seven Ordinary Members  
(titles of “Assistant Secretary”, “Assistant Treasurer”, and “Registrar” may be given to Ordinary Members, but this is an option, not a requirement);

- (f) The Committee has the power to co-opt 1 or 2 Committee Members who are not members of the Association.

#### **41. General Duties**

- (1) Within 30 days of being elected or appointed to the Committee, each Committee member must become familiar with these Rules and the Act.
- (2) The Committee is collectively responsible for ensuring that the Association complies with the Act and that individual members of the Committee comply with these Rules.
- (3) Committee members must exercise their powers and discharge their duties -
  - (a) With reasonable care and diligence.
  - (b) In good faith in the best interests of the Association; and
  - (c) For a proper purpose.
- (4) Committee members and former Committee members must not make improper use of-
  - (a) Their position; or
  - (b) Information acquired by virtue of holding their position so as to gain an advantage for themselves or any other person or to cause detriment to the Association.

#### **42. President and Vice President**

- (1) Subject to sub rule (2), the President or, in the President's absence, the Vice-President is the Chairperson for any General meetings and for any Committee meetings.
- (2) If the President and the Vice President are both absent, or are unable to preside, the Chairperson of the meeting must be –
  - (a) In the case of a General meeting – a Member elected by the other Members present; or
  - (b) In the case of a Committee meeting – a Committee member elected by the other Committee members present

#### **43. Secretary**

- (1) The Secretary must perform any duty or function required under the Act to be performed by the secretary of a corporation.
- (2) The Secretary must –
  - (a) Make sure the register of Members is maintained in accordance with rule 14;
  - (b) keep custody of the common seal (if any) of the Association and, except for the financial records referred to in rule 67 all books, documents and securities of the Association in accordance with rules 70; and
  - (c) subject to the Act and these Rules, provide Members with access to the register of Members (subject to the Privacy Policy), the minutes of General meetings and other books and documents; and
  - (d) Perform any other duty or function imposed on the Secretary by these Rules.

- (3) The Secretary must give to the Registrar notice of his or her appointment within 30 days after the appointment.

#### **44. Treasurer**

- (1) The Treasurer must –
  - (a) Account for all monies paid to or received by the Association and issue receipts accordingly in the name of the Association; and
  - (b) Ensure that all monies received are paid into the account of the Association as soon as is practicable and within 5 working days after receipt; and
  - (c) Make any payments authorised by the Committee or by a General meeting of the Association from the Association's funds; and
  - (d) Ensure cheques are signed and payments are authorised by at least 2 people approved by the Committee of which at least one person should be a Committee Member.
- (2) The Treasurer must –
  - (a) Ensure that the financial records of the Association are kept in accordance with the Act; and
  - (b) Coordinate the preparation of the financial statements of the Association and their certification by the Committee prior to their submission to the annual General meeting of the association.
- (3) The Treasurer must ensure that at least one other Committee member has access to the accounts and financial records of the Association.

### **Division 3- Election of Committee members and tenure of office**

#### **45. Who is eligible to be a Committee Member?**

A Member is eligible to be elected or appointed as a Committee member if the Member –

- (a) Is 18 years or over; and
- (b) Is entitled to vote at a General meeting.

#### **46. Positions to be declared vacant**

This rule applies to-

- (a) Any subsequent annual General meeting of the Association, after the annual report and financial statements of the Association have been received.
- (b) The Chairperson of the meeting must declare all positions on the Committee vacant and hold elections for those positions in accordance with rules 48-51.

#### **47. Nominations**

Nominations of candidates for election for the Executive of the Association or as ordinary members of the Committee must be –

- (1) An eligible Member of the Association who may-

- (a) Nominate themselves; or
  - (b) With the Member's consent, be nominated by another Member; and
  - (c) Must be a Member of the Association.
- (2) Made in writing and disclose any Notifiable Interest and be delivered to the Secretary of the Association not less than 7 days before the date fixed for the holding of the annual General meeting.
- Disclosures of Notifiable Interests shall be tabled at the commencement of any meeting to elect members of the Committee and shall be available for inspection of any Member entitled to vote at that meeting.

#### **48. Composition of Committee**

The Committee can consist of any combination of Parent Members, Player Members, Individual Members or Life members

- (1) Nominations for President, Vice President, Treasurer and Secretary.
- (a) Where an eligible Member nominates for a position and no other Member applies for that position then the Member shall be given the position.
  - (b) If more than two eligible Members nominate for the same position a preferential ballot must be held between the Members.
  - (c) An eligible Member cannot nominate for the position of President, Vice President, Treasurer or Secretary if the eligible Member has held that same position for three (3) years of the previous five (5) years prior to the current nomination.
- (2) Nominations for the 7 Ordinary Member Positions.
- (a) If the number of combined Members nominating for the Ordinary Committee Member Positions exceeds 7 then a ballot will be held between all nominees.
  - (b) The Association is committed to equality and wishes to have the composition of its Committee such that at least 5 of the 11 Committee members are female.
  - (c) If the number of Ordinary Committee Member Positions exceeds 7 then a ballot for female only candidates shall first be held to ensure that 5 out of 11 Committee Members are female. All remaining candidates will then go into a second ballot for remaining Ordinary Committee Member Positions.
  - (d) If less than 5 female nominations come forward then these positions shall be open to all members.

#### **49. Election of Committee.**

- (1) At the annual General meeting, separate elections must be held for each of the following positions in the follow sequence -
- (a) President;
  - (b) Vice-President;
  - (c) Secretary;
  - (d) Treasurer; and
  - (e) 7 Ordinary members (General Committee members).

- (2) Election of the Committee is subject to rule 49 – Composition of Committee
- (3) If only one Member has nominated for a position, the Chairperson of the meeting must declare the Member elected to the position.
- (4) If insufficient nominations are received to fill a vacancy on the Committee, further nominations may be received at the annual General meeting.
- (5) If the number of nominations exceeds the number to be elected for the Executive, a ballot must be held.
- (6) If the number of Members nominated for the position of Ordinary Committee member is less than or equal to the number to be elected, the Chairperson of the meeting must declare each of those members to be elected to the position.
- (7) If the number of Members nominated for the position of Ordinary Committee member exceeds the number to be elected, a ballot must be held.
- (8) Once a member is elected to any position their nomination to any subsequent position is void and shall not be considered in any further ballot.
- (9) The newly elected President may take over as Chairperson of the meeting.

#### **50. Ballot**

- (1) If a ballot is required for the election of a position, the Chairperson of the meeting must appoint a Member to act as returning officer to conduct the ballot.
- (2) The returning officer must not be a Member nominated for the position.
- (3) Before the ballot is taken, each candidate may make a short speech in support of their election.
- (4) The ballot for the election of the Executive and ordinary members of the Committee must be conducted at the Annual general meeting.
- (5) The returning officer must declare elected the candidate or, in the case of an election for more than one position, the candidates who received the most votes.
- (6) If the returning officer is unable to declare the result of an election under sub rule (5) because 2 or more candidates received the same number of votes, the returning officer must –
  - (a) Conduct a further election for the position to decide which of those candidates is to be elected; or
  - (b) With the agreement of those candidates, decide by lot which of them is to be elected.

#### **51. Term of office**

- (1) Subject to sub rule (3) and under rule 53, a Committee member holds office until the positions of the Committee are declared vacant at the next annual general meeting.
- (2) A Committee member may be re-elected.
- (3) A General meeting of the Association may-
  - (a) By special resolution remove a Committee member from office; and
  - (b) Elect an eligible member of the Association to fill the vacant position in

accordance with this Division.

- (4) A Member who is the subject of a proposed special resolution under sub rule (3)(a) may make representations in writing to the Secretary or President of the Association and may request that the representations be provided to the members of the Association.
- (5) The Secretary or the President may give a copy of the representations to each member of the Association or, if they are not so given, the Member may require that they be read out at the meeting at which the special resolution is to be proposed.

## **52. Vacation of office**

- (1) A Committee member may resign from the Committee by written notice addressed to the Committee.
- (2) A person ceases to be a Committee member if they –
  - (a) Cease to be a member of the Association; or
  - (b) Fail to attend 3 consecutive committee meetings (other than special or urgent committee meetings) without leave of absence under rule 64; or
  - (c) Resign from Office by notice in writing given to the Secretary.
- (3) On ceasing to be a member of the Committee, a person shall return all property of the Association, disclose any passwords they attained through their position on the Committee and surrender all records of the Association in their possession or control.

## **53. Filling casual vacancies**

- (1) The Committee may appoint a person to fill a position on the Committee when a position -
  - (a) Has become vacant under the rule 52; or
  - (b) Was not filled by election at the last annual General meeting.
- (2) If the position of Secretary becomes vacant, the Committee must appoint a person to the position within 28 days after the vacancy arises.
- (3) Rule 51 applies to any Committee person appointed by the Committee under sub rule (1) or (2), the Member so appointed may continue in office up to and including the conclusion of the annual general meeting next following the date of their appointment.
- (4) The Committee may continue to act despite any vacancy in its membership.

## **Division 4- Meetings of Committee**

### **54. Meetings of Committee**

- (1) The Committee must meet at least 4 times in each year at the dates, times and places determined by the Committee.
- (2) The date, time and place of the first committee meeting must be determined by

the members of the Committee within 30 days of the annual General meeting of the Association at which the members of the Committee were elected.

- (3) Special committee meetings may be convened by the President or by any 4 members of the Committee.

#### **55. Notice of meetings**

- (1) Notice of each committee meeting must be given to each Committee member no later than 7 days before the date of the meeting.
- (2) Notice may be given of more than one committee meeting at the same time.
- (3) The notice must state the date, time and place of the meeting.
- (4) If a special committee meeting is convened, the notice must include the general nature of the business to be conducted.
- (5) The only business that may be conducted at the meeting is the business for which the meeting is convened.

#### **56. Urgent meetings**

- (1) In cases of urgency, a meeting can be held without notice being given in accordance with rule 55 provided that as much notice as possible is given to each Committee member by the quickest means available.
- (2) Any resolution made at the meeting must be passed by a majority of the committee that respond within the required timeframe.
- (3) The only business that may be conducted at an urgent meeting is the business for which the meeting is convened.

#### **57. Procedure and order of business**

- (1) The procedure to be followed at a meeting of a Committee may be determined from time to time by the Committee.
- (2) The order of business may be determined by the members present at the meeting.

#### **58. Use of technology**

- (1) A Committee member who is not physically present at a committee meeting may participate in the meeting by the use of technology that allows that Committee member and the Committee members present at the meeting to clearly and simultaneously communicate with each other.
- (2) For the purpose of this Part, a Committee member participating in a committee meeting as permitted under sub rule (1) is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

#### **59. Quorum**

- (1) No business may be conducted at a Committee meeting unless a quorum is present.



- (2) Any five members of the Committee constitute a quorum for the conduct of the business of a meeting of the Committee.
- (3) If a quorum is not present within 30 minutes after the notified commencement time of a committee meeting-
  - (a) In the case of a special meeting – the meeting lapses;
  - (b) In any other case – the meeting must be adjourned to a date no later than 7 days after the adjournment or a date to be determined by the Committee and notice of the time, date and place to which the meeting is adjourned. Must be given in accordance with rule 55.

## **60. Voting**

- (1) On any question arising at a committee meeting, each Committee member present at the meeting has one vote unless there is a notifiable interest and or conflict of interest as rule 61.
- (2) A motion is carried if a majority of Committee members present at the meeting vote in favor of the motion.
- (3) Sub rule (2) does not apply to any motion or question which is required by these Rules to be passed by an absolute majority of the Committee.
- (4) If votes are divided equally on a question, the Chairperson of the meeting has a second or casting vote.
- (5) Voting by proxy is not permitted.
- (6) At the request of any committee member, a secret ballot can be held.

## **61. Conflict of interest**

- (1) A Committee member who has a material personal interest in a matter being considered at a committee meeting must disclose the nature and extent of that interest to the committee. The member –
  - (a) May be excused from the meeting during the time the matter is being discussed if the committee deem it necessary; and
  - (b) Must not vote on the matter.
- (2) The obligation to notify the Association of a Notifiable Interest is an ongoing and continuous obligation that can be discharged by written disclosure at or prior to a meeting of the Committee.
- (3) Non-disclosure of a Notifiable Interest shall only invalidate any decisions of the Committee involving that Committee Member if the outcome of the decision would have been different if the member had not been allowed to vote.
- (4) If there are insufficient committee members to form a quorum because a member who has a material personal interest is disqualified from voting on a matter, a General meeting may be called to deal with the matter.

## **62. Minutes of meeting**

- (1) The Committee must ensure that minutes are taken and kept of each committee meeting.
- (2) The minutes must record the following –
  - (a) The names of the members in attendance at the meeting;
  - (b) The business considered at the meeting;
  - (c) Any resolution on which a vote is taken and the result of the vote;
  - (d) Any material personal interest disclosed under rule “*Conflict of interest*” or “*Notifiable interest*”.

## **63. Leave of absence**

- (1) The Committee may grant a Committee member leave of absence from committee meetings for a period not exceeding 3 months.
- (2) The Committee must not grant leave of absence retrospectively unless it is satisfied that it was not feasible for the committee member to seek the leave in advance.

## **Part 6- FINANCIAL MATTERS**

### **64. Source of funds**

The funds of the Association may be derived from registration fees, program fees, donations, fund-raising activities, grants, sponsorship, interest and any other sources approved by the Committee.

### **65. Management of funds**

- (1) The Association must open accounts with a financial institution from which all expenditure of the Association is made and into which all of the Association’s revenue is deposited.
- (2) Subjected to any restrictions imposed by a general meeting of the Association, the Committee may approve expenditure on behalf of the Association.
- (3) The Committee may authorise the Treasurer to expend funds on behalf of the Association (including by electronic funds transfer) up to a specified limit without requiring approval from the Committee for each item on which the funds are expended. The Treasurer may delegate this authority.
- (4) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by two persons as per rule 44(1)(d).
- (5) All funds of the Association must be deposited into the financial account of the Association no later than 5 working days after receipt.
- (6) With the approval of the Committee, the Treasurer may maintain a cash float provided that all money paid from or paid into the float is accurately recorded at the time of the transaction.

#### **66. Financial records**

- (1) The Association must keep financial records that correctly record and explain its transactions, financial position and performance; and
- (2) The Association must retain the financial records for 7 years after the transactions covered by the records are completed.
- (3) The Treasurer must keep in their custody, or under their control-
  - (a) The financial records for the current financial year; and
  - (b) Any other financial records as authorized by the Committee.

#### **67. Financial statements**

- (1) For each financial year, the Committee must ensure that the requirements under the Act relating to the financial statements of the Association are met.
- (2) Without limiting sub rule (1), those requirements include-
  - (a) The preparation of the financial statements;
  - (b) If required, the review or auditing of the financial statements;
  - (c) The certification of the financial statements by the Committee;
  - (d) The submission of the financial statements to the annual General meeting of the Association.
  - (e) The lodgment with the Registrar of the financial statements and accompanying reports, certificates, statements and fee.

### **Part 7- GENERAL MATTERS**

#### **68. Common seal**

- (1) The name of the Association must appear in legible characters on the common seal.
- (2) A document may only be sealed with the common seal by the authority of the Committee and the sealing must be witnessed by the signatures of two Committee members.
- (3) The common seal must be kept in the custody of the Secretary.

#### **69. Notice requirements**

- (1) Any notice required to be given to a Member or a Committee member under these Rules may be given-
  - (a) By handing the notice to the Member personally; or
  - (b) By sending it by post to the Member at the address recorded for the Member on the register of Members; or
  - (c) By email or facsimile transmission.
- (2) Sub rule (1) does not apply to notice given under rule 56.
- (3) Any notice required to be given to the Association or the Committee may be

given-

- (a) By handing the notice to a member of the Committee; or
- (b) By sending the notice by post to the registered address; or
- (c) By leaving the notice at the registered address; or
- (d) If the Committee determines that it is appropriate in the circumstances-
  - (i) By email to the email address of the Association or the Secretary; or
  - (ii) By facsimile transaction to the facsimile number of the Association.

## **70. Custody and inspection of books and records**

- (1) Members may on request, in the presence of a committee member, inspect free of charge-
  - (a) The register of Members (subject to sub rule (2))
  - (b) the minutes of General meetings;
  - (c) Subject to sub rule (2), the financial records, books, securities and any other relevant document of the Association, include minutes of Committee meetings.
- (2) The Committee 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 interest of the Association.
- (3) The Committee must on request make copies of these rules available to Members and applicants for membership free of charge.
- (4) Subject to sub rule (2), a Member may 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.
- (5) For purpose of the rule – *Relevant documents* means the records and other documents, however compiled, recorded or stored, that relate to the incorporation and management of the Association and includes the following-
  - (a) Its membership records – subject to family law, privacy law and law on the rights of children;
  - (b) Its financial statements;
  - (c) Its financial records;
  - (d) Records and documents relating to transactions dealings, business or property of the Association.

## **71. Winding up and cancellation**

- (1) The Association may be wound up voluntarily by special resolution.
- (2) In the event of the winding up or the cancellation of the incorporation of the Association, the surplus assets of the Association must not be distributed to any Members or former Members of the Association.
- (3) Subject to the Act and any court order made under section 133 of the Act, the Surplus assets must be given to a body that has similar purposes to the Association and which is not carried on for the profit or gain of its individual members.

- (4) The body to which the surplus assets are to be given must be decided by special resolution.

## **72. Alteration of Rules**

These Rules may only be altered by special resolution of a general meeting of the Association.

**Note:** *An alteration of these Rules does not take effect unless or until it is approved by the Registrar. If these Rules (other than rule 1,2 or 3) are altered, the Association is taken to have adopted its own rules, not the model rules.*