

# Collingwood Basketball Association Inc

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## Rules of Association

To be read in conjunction with the Model Rules of the Associations Incorporations Act (1981)

Date: 18<sup>th</sup> May 2008

Amended: 28<sup>th</sup> April 2011

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1        **Name**

The name of the incorporated association is the COLLINGWOOD BASKETBALL ASSOCIATION INC (in these rules called “the Association”)

2        **Definitions**

(a)        In these Rules, unless the contrary intention appears-

**"Act"** means the Associations Incorporation Act 1981;

**"Committee"** means the Committee of Management of the Association;

**"Financial year"** means the year ending on 31 December;

**"General meeting"** means a general meeting of members convened in accordance with rule 13.

**"Ordinary member of the committee"** means a member of the committee who is not an officer of the Association under Rule 21;

**"Season"** means a playing season as determined by a Basketball league or association to which the Association may become affiliated from time to time.

**"Regulations"** means regulations under the Act;

**"Relevant documents"** has the same meaning as in the Act.

Words implying the masculine shall include the feminine and vice versa

Words implying the singular shall include the plural and vice versa

(b)        In these Rules, a reference to the Secretary of the Association is a reference--

      i            if a person holds office under these Rules as Secretary of the Association-- to that person; and

      ii          in any other case, to the public officer of the Association.

3        **Alteration of the rules**

(a)        For the first 6 months after the Association is registered as an Incorporated Association the committee are able to alter the rules. A change of rules, within this first 6 months requires a 70% of the full committee’s votes.

(b)        After the first 6 months, these Rules can only be amended at a General Meeting of the Club, where due notice of the proposed rule changes have been provided to the members

- (c) A minimum of 15 members personally present (being members entitled under these Rules to vote at a general meeting) constitute a quorum to conduct a vote for an alteration of the Rules
- (d) To amend these rules a majority of 75% of the members present and voting in favour of the proposal is required

#### 4 **Membership**

- (a) On completion of a current Registration Form and payment of the Registration Fee, the parents and/or guardians of any registered player playing in a junior competition are deemed to be members of the Association and subject to the rules of the Association.
- (b) Players who are only registered to play for the club in a Big V Competition or other adult aged competition not organised by the Association who have completed the current Registration Form and payment of the Registration Fee, are deemed to be members of the Association and subject to the rules of the Association.
- (c) Individuals who are engaged in the activities of the Association e.g. Team Manager, Coach, Committee member but who do not have children completing a Registration Form for a junior competition may complete a Membership form each season and pay the membership-only fee set by the Committee and then will be deemed a member of the Association.
- (d) The Registrar shall, upon payment of the amounts referred to in sub-clause 4a, b and c within the period referred to in that sub-clause, enter the players or members name in the register of members kept by the registrar and, upon the name so being entered, the person becomes a member of the Association.
- (e) A right, privilege, or obligation of a person by reason of his membership of the Association:
  - i is not capable of being transferred or transmitted to another person;
  - ii Terminates upon the cessation of his membership whether by death or resignation or otherwise.
- (f) The Committee may if it thinks fit grant to a member life membership.
- (g) A Life Member shall:
  - i be elected only at a properly Constituted committee meeting of the Association;
  - 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;

iv be invited by mail to each Annual General Meeting

- (h) Each team entered into a domestic open age competition organised by the Association is entitled to a single vote as a 'Team member' of the Association. The vote of the domestic open age team may be exercised by a representative of each domestic open age team. Unless a proxy is used the representative for the purpose of exercising the rights of membership of a domestic open age team at a general meeting will be the person recorded as registering the team. For avoidance of doubt, the members of any domestic open age competition are not individual members of the Association.
- (i) Players registered to play in a predominantly junior competition who have reached the age of eighteen years (or will reach the age of majority by the date of the annual general meeting during their registration) and are fully financial at the time of the election shall be deemed to be members of the Association and be entered on the register of members.
- (j) The parents of players who become members pursuant to rule 4(i) will retain membership on the same basis as set out in rule 4(a) of these Rules.

## **5 Registration and Membership Fee**

The Registration and Membership entrance fees shall be that determined by the Committee from time to time.

## **6 Register of Members**

The Registrar shall keep and maintain a register of players in junior competition and other members as defined in 4b, c, and g. The registrar shall enter the full name, address and date of entry of the name of each person and the register shall be available for inspection by members upon reasonable request and within the requirements of the Associations Privacy Policy.

## **7 Resignation of Member**

- (a) A member of the Association who has paid all moneys due and payable by him to the Association may resign from the Association by first giving one months notice in writing to the Registrar of his intention to resign and upon the expiration of that period of notice, the member shall cease to be a member.
- (b) Upon the expiration of a notice given under sub-clause (a), the Registrar shall make in the register of members an entry recording the date on which the member by whom the notice was given, ceased to be a member.

## **8 Discipline of Member**

- (a) Subject to the policies established and ratified by the Committee, the Committee may by resolution:

- i expel a member from the Association;
- ii suspend a member from membership of the Association for a specified period, or
- iii fine a member in accordance with the Regulations, if the Committee is of the opinion that the member -
  - A has refused or neglected to comply with these rules: or
  - B has been guilty of conduct unbecoming a member or prejudicial to the interests of the Association.

## 9 **Disputes and mediation**

Grievances will be managed according to the policies developed and ratified by the Committee.

## 10 **Annual general meetings**

- (a) The committee may determine the date, time and place of the Annual General Meeting of the Association.
- (b) The notice convening the Annual General Meeting must specify that the meeting is an Annual General Meeting.
- (b) The ordinary business of the Annual General Meeting shall be-
  - i to confirm the minutes of the previous Annual General Meeting and of any general meeting held since that meeting; and
  - ii to receive from the committee reports upon the transactions of the Association during the last preceding financial year; and
  - iii to elect officers of the Association and the ordinary members of the committee to fill any vacancies; and
  - iv to receive and consider the statement submitted by the Association in accordance with section 30(3) of the Act.
- (c) The Annual General Meeting may conduct any special business of which notice has been given in accordance with these Rules.

## 11 **Special general meetings**

- (a) In addition to the annual general meeting, any other general meetings may be held in the same year.

- (b) All general meetings other than the annual general meeting are special general meetings.
- (c) The committee may, whenever it thinks fit, convene a special general meeting of the Association.
- (d) If, but for this sub-rule, more than 15 months would elapse between annual general meetings, the committee must convene a special general meeting before the expiration of that period.
- (e) The committee must, on the request in writing of members representing not less than 15 members, convene a special general meeting of the Association.
- (f) The request for a special general meeting must—
  - i state the objects of the meeting; and
  - ii be signed by the members requesting the meeting; and
  - iii be sent to the address of the Secretary.
- (g) If the committee does not cause a special general meeting to be held within one month after the date on which the request is sent to the address of the Secretary, the members making the request, or any of them, may convene a special general meeting to be held not later than 3 months after that date.
- (h) If a special general meeting is convened by members in accordance with this rule, it must be convened in the same manner so far as possible as a meeting convened by the committee and all reasonable expenses incurred in convening the special general meeting must be refunded by the Association to the persons incurring the expenses.

## 12 **Special business**

All business that is conducted at a special general meeting and all business that is conducted at the annual general meeting, except for business conducted under the rules as ordinary business of the annual general meeting, is deemed to be special business.

## 13 **Notice of general meetings**

- (a) The Secretary of the Association, at least 14 days, or if a special resolution has been proposed at least 21 days, before the date fixed for holding a general meeting of the Association, must cause to be sent to each member of the Association, a notice stating the place, date and time of the meeting and the nature of the business to be conducted at the meeting.
- (b) Notice may be-



- i sent by electronic transmission or
  - ii advertisements posted at home courts.
- (c) No business other than that set out in the notice convening the meeting may be conducted at the meeting.
- (d) A member intending to bring any business before a meeting may notify in writing, or by electronic transmission, the Secretary of that business, who must include that business in the notice calling the next general meeting.

#### 14 **Quorum at general meetings**

- (a) No item of business may be conducted at a general meeting unless a quorum of members entitled under these Rules to vote is present at the time when the meeting is considering that item.
- (b) Ten members personally present (being members entitled under these Rules to vote at a general meeting) constitute a quorum for the conduct of the business of a general meeting.
- (c) If, within half an hour after the appointed time for the commencement of a general meeting, a quorum is not present-
  - i in the case of a meeting convened upon the request of members--the meeting must be dissolved; and
  - ii in any other case--the meeting shall stand adjourned to the same day in the next week at the same time and (unless another place is specified by the Chairperson at the time of the adjournment or by written notice to members given before the day to which the meeting is adjourned) at the same place.
- (d) If at the adjourned meeting the quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members personally present (being not less than 8 shall be a quorum).

#### 15 **Presiding at general meetings**

- (a) The President, or in the President's absence, the Vice-President, shall preside as Chairperson at each general meeting of the Association.
- (b) If the President and the Vice-President are absent from a general meeting, or are unable to preside, the members present must select one of their number to preside as Chairperson.

16 **Adjournment of meetings**

- (a) The person presiding may, with the consent of a majority of members present at the meeting, adjourn the meeting from time to time and place to place.
- (b) No business may be conducted at an adjourned meeting other than the unfinished business from the meeting that was adjourned.
- (c) If a meeting is adjourned for 14 days or more, notice of the adjourned meeting must be given in accordance with rule 12. (4) Except as provided in sub-rule (3), it is not necessary to give notice of an adjournment or of the business to be conducted at an adjourned meeting.

17 **Voting at general meetings**

- (a) Upon any question arising at a general meeting of the Association, a member has one vote only.
- (b) All votes must be given personally or by proxy.
- (c) In the case of an equality of voting on a question, the Chairperson of the meeting is entitled to exercise a second or casting vote.
- (d) A member is not entitled to vote at a general meeting unless all moneys due and payable by the member to the Association have been paid, other than the amount of the membership fee payable in respect of the current season.

18 **Poll at general meetings**

- (a) If at a meeting a poll on any question is demanded by not less than 3 members, it must be taken at that meeting in such manner as the Chairperson may direct and the resolution of the poll shall be deemed to be a resolution of the meeting on that question.
- (b) A poll that is demanded on the election of a Chairperson or on a question of an adjournment must be taken immediately and a poll that is demanded on any other question must be taken at such time before the close of the meeting as the Chairperson may direct.

19 **Manner of determining whether resolution carried**

If a question arising at a general meeting of the Association is determined on a show of hands-

- (a) a declaration by the Chairperson that a resolution has been-
  - i carried; or

- ii carried unanimously; or
- iii carried by a particular majority; or
- iv lost; and

(b) an entry to that effect in the minute book of the Association--

is evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.

## 20 **Proxies**

Each member is entitled to appoint another member as a proxy by written notice given to the Secretary no later than 24 hours before the time of the meeting in respect of which the proxy is appointed.

## 21 **Committee of Management**

(a) The affairs of the Association shall be managed by the committee of management.

(b) The committee--

- i shall control and manage the business and affairs of the Association; and
- ii may, subject to these Rules, the Act and the Regulations, exercise all such powers and functions as may be exercised by the Association other than those powers and functions that are required by these Rules to be exercised by general meetings of the members of the Association; and
- iii subject to these Rules, the Act and the Regulations, has power to perform all such acts and things as appear to the committee to be essential for the proper management of the business and affairs of the Association.

(c) Subject to section 23 of the Act, the Committee shall consist of:

- i the officers of the Association elected at an annual general meeting of the Association in accordance with these Rules.
- ii not less than 3 or more than 6 ordinary members elected at an annual general meeting of the Association in accordance with these Rules.
- iii Up to 2 co-opted members as described in Clause 24.
- iv Any casual member appointed pursuant to Clause 23(b).

## 22 **Office holders**

- (a) The officers of the Association shall be--
- i a President;
  - ii a Vice-President;
  - iii a Treasurer;
  - iv a Secretary.
  - v a Registrar
- (b) The provisions of rule 25, so far as they are applicable and with the necessary modifications, apply to and in relation to the election of persons to any of the offices referred to in sub-rule (a).
- (c) Each officer of the Association shall hold office until the annual general meeting two years after the date of his or her election subject to rules 22(e) but is eligible for re-election.
- (d) In the event of a casual vacancy in any office referred to in sub-rule (a), the committee may appoint one of its members, or a member of the Association, to the vacant office and the member appointed may continue in office until the annual general meeting next after the date of his or her election but is eligible for re- election.
- (e) The positions of the officers of the Association;
- i described in rules 22(a)(i), 22(a)(iii) and 22(a)(v) become vacant at the Annual General Meeting in a year ending in an even number;
  - ii described in rules 22(a)(ii) and 22(a)(iv) become vacant at the Annual General Meeting falling in a year ending in an odd number; and

an election shall take place for vacant officer positions according to the operation of rule 25.

## 23 **Ordinary members of the committee**

- (a) Subject to these Rules, and rule 23(c) of these Rules, each ordinary member of the committee shall hold office until the annual general meeting two years after the date of election but is eligible for re- election.
- (b) In the event of a casual vacancy occurring in the office of an ordinary member of the committee, the committee may appoint a member of the Association to fill the vacancy and the member appointed shall hold office, subject to these Rules, until the annual general meeting next after the date of his or her election but is eligible for re-election.

- (c) At the first election following the inclusion of this provision in the Rules, the 3 ordinary members elected who receive the least number of votes shall be elected for a period of 1 year, with the remainder of elected ordinary members being elected for a period of 2 years. In the event of a tie between two or more elected members in votes the allocation of 1 and 2 years terms shall be determined by the drawing of lots.

#### 24 **Co-opted members of the committee**

- (a) The Committee may vote to appoint to the Committee of Management up to 2 co-opted committee members.
- (b) Co-opted members may be drawn from the members of the Association or may be a community member where the committee has identified that the community members skills and experience will support the objectives of the Association
- (c) Subject to these Rules, each co-opted member of the committee shall hold office until the annual general meeting next after the date of appointment but is eligible for either election, if a member of the Association, or reappointed as a co-opted member.

#### 25 **Election of officers and ordinary committee members**

- (a) Nominations of candidates for election as officers of the Association or as ordinary members of the committee must be—
  - i made in writing, signed by two members of the Association and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination); and
  - ii delivered to the Secretary of the Association not less than 7 days before the date fixed for the holding of the annual general meeting.
- (b) A candidate must be a member of the Association and may be nominated as an officer of the Association, and/or as an ordinary member of the committee, prior to the annual general meeting.
- (c) In circumstances where a person has been nominated as officer of the Association and as an ordinary member, the election of the officer position will be conducted prior to the ordinary member of committee.
- (d) If insufficient nominations are received to fill all vacancies on the committee, the candidates nominated shall be deemed to be elected and further nominations may be received at the annual general meeting.
- (e) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected

- (f) If the number of nominations exceeds the number of vacancies to be filled, a ballot must be held.
- (g) The ballot for the election of officers and ordinary members of the committee must be conducted at the annual general meeting in such manner as the committee may direct.

## 26 **Vacancies**

The office of an officer of the Association, or of an ordinary member of the committee, becomes vacant if the officer or member--

- (a) ceases to be a member of the Association; or
- (b) becomes an insolvent under administration within the meaning of the Corporations Law; or
- (c) resigns from office by notice in writing given to the Secretary.

## 27 **Meetings of the committee**

- (a) The committee must meet at least 3 times in each year at such place and such times as the committee may determine.
- (b) Special meetings of the committee may be convened by the President or by any 4 members of the committee.

## 28 **Notice of committee meetings**

- (a) Written notice of each committee meeting must be given to each member of the committee at least 2 business days before the date of the meeting.
- (b) Written notice must be given to members of the committee of any special meeting specifying the general nature of the business to be conducted and no other business may be conducted at such a meeting.

## 29 **Quorum for committee meetings**

- (a) Any 4 Members of the Committee constitute a quorum for the conduct of the business of a meeting of the Committee.
- (b) No business may be conducted unless a quorum is present.
- (c) If within half an hour of the time appointed for the meeting a quorum is not present-
  - i in the case of a special meeting--the meeting lapses;
  - ii in any other case--the meeting shall stand adjourned to the same place and the

same time and day in the following week.

- (d) The Committee may act notwithstanding any vacancy on the Committee.

### **30 Presiding at committee meetings**

At meetings of the Committee-

- (a) the President or, in the President's absence, the Vice-President presides; or
- (b) if the President and the Vice-President are absent, or are unable to preside, the members present must choose one of their number to preside.

### **31 Voting at committee meetings**

- (a) Questions arising at a meeting of the committee, or at a meeting of any sub- committee appointed by the committee, shall be determined on a show of hands or, if a member requests, by a poll taken in such manner as the person presiding at that meeting may determine.
- (b) Each member present at a meeting of the committee, or at a meeting of any sub-committee appointed by the committee (including the person presiding at the meeting), is entitled to one vote and, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.

### **32 Removal of committee member**

- (a) The Association in a general meeting may, by resolution, remove any member of the committee before the expiration of the member's term of office and appoint another member in his or her place to hold office until the expiration of the term of the first-mentioned member.
- (b) A member who is the subject of a proposed resolution referred to in sub-rule (a) may make representations in writing to the Secretary or President of the Association (not exceeding a reasonable length) and may request that the representations be provided to the members of the Association.
- (c) 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.

### **33 Minutes of meetings**

The Secretary of the Association must keep minutes of the resolutions and proceedings of each general meeting, and each committee meeting, together with a record of the names of persons present at committee meetings.

## 34 **Funds**

- (a) The Treasurer of the Association must-
  - i collect and receive all moneys due to the Association and make all payments authorised by the Association; and
  - ii keep correct accounts and books showing the financial affairs of the Association with full details of all receipts and expenditure connected with the activities of the Association.
- (b) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by two members of the Committee.
- (c) The funds of the Association shall be derived from entrance fees, registration and membership fees, donations and such other sources as the committee determines.

## 35 **Seal**

- (a) The common seal of the Association must be kept in the custody of the Secretary.
- (b) The common seal must not be affixed to any instrument except by the authority of the committee and the affixing of the common seal must be attested by the signatures either of two members of the committee or, of one member of the committee and of the public officer of the Association.

## 36 **Notice to members**

Except for the requirement in rule 13, any notice that is required to be given to a member, on behalf of the Association, under these Rules may be given by-

- (a) delivering the notice to the member personally; or
- (b) electronic transmission.

## 37 **Purpose of Assets and Income**

The assets and income of the organisation shall be applied solely in furtherance of its abovementioned objects and no portion shall be distributed directly or indirectly to the members of the organisation except as bona fide compensation for services rendered or expenses incurred on behalf of the organisation.

## 38 **Dissolution**

In the event of the Association being wound up or the cancellation of the Incorporation of the Association, the assets of the Club shall be forwarded to Basketball Victoria to be held in trust for



a period of five (5) years. Should the Association reform in this time, the assets should be returned for the use of the Association. Should the Association not be reformed in this time the assets shall be used for the promotion and development of junior basketball in the state of Victoria.

**39 Custody and inspection of books and records**

- (a) Except as otherwise provided in these Rules, the Secretary must keep in his or her custody or under his or her control all books, documents and securities of the Association.
- (b) All accounts, books, securities and any other relevant documents of the Association must be available for inspection free of charge by any member upon written request.

**40 Annual reporting**

The Association shall comply with the requirements of the Act in relation to the certification or audit of the Accounts and the appointment of Auditor.

## Statement of Purposes

The purposes of the Association are:

- (a) To provide the opportunity to play basketball for those persons living in the Collingwood and adjoining areas by organising, administering and maintaining both open age and junior basketball teams
- (b) To provide an organisation whereby interested persons may support the basketball teams of the Association in congenial and reputable circumstances and to enjoy the social interaction afforded thereby
- (c) To affiliate with and compete within such competitions, leagues and Associations as the Association may determine from time to time
- (d) To take over the funds and other assets and the liabilities of the former unincorporated Association known as the Collingwood Junior Basketball Club
- (e) To do all such things as are incidental conclusive to the attainment of the objects and the exercise of the powers of the Association.

