

ELTHAM WILDCATS BASKETBALL CLUB INC

STATEMENT OF RULES

(AS REVISED DECEMBER 2023)

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Rules for Eltham Wildcats Basketball Club Inc.

PART 1—PRELIMINARY

1 Name

The name of the incorporated association is Eltham Wildcats Basketball Club Inc.

2 Purposes

The purpose of the Club is to enable everyone associated with the Eltham Wildcats opportunities for growth through basketball.

3 Financial year

The financial year of the Club is each period of 12 months ending on 30 June, with the exception of the 2024 transition year, which will be 15 months.

4 Definitions

In these Rules—

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

Chairperson, of a general meeting or general committee meeting, means the person chairing the meeting as required under rule 41;

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

committee member means a member of the General Committee elected or appointed under Division 3 of Part 5;

disciplinary appeal meeting means a meeting of the members of the Club convened under rule 19(3);

disciplinary meeting means a meeting of the Committee convened for the purposes of rule 18;

disciplinary subcommittee means the subcommittee appointed under rule 16;

financial year means the 12-month period specified in rule 3;

General Committee means the committee having management of the business of the Club;

general meeting means a general meeting of the members of the Club convened in accordance with Part 4 and includes an annual general meeting, a special general meeting and a disciplinary appeal meeting;

member means a member of the Club;

member entitled to vote means a member who under rule 10(2) is entitled to vote at a general meeting;

special resolution means a resolution that requires not less than three-quarters of the members voting at a general meeting, whether in person or by proxy, to vote in favour of the resolution;

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

the Registrar means the Registrar of Incorporated Associations.

PART 2—POWERS OF ASSOCIATION

5 Powers of Association

- (1) Subject to the Act, the Club has power to do all things incidental or conducive to achieve its purposes.
- (2) Without limiting subrule (1), the Club 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 repayment 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 Club may only exercise its powers and use its income and assets (including any surplus) for its purposes.

6 Not for profit organisation

- (1) The Club must not distribute any surplus, income or assets directly or indirectly to its members.
- (2) Subrule (1) does not prevent the Club 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 favourable than if the member was not a member.

PART 3—MEMBERS, DISCIPLINARY PROCEDURES AND GRIEVANCES

Division 1—Membership

7 Minimum number of members

The Club must have at least 5 members.

8 Who is a member

- (1) All players who have played in a team entered by the Club in a competition during the previous twelve months and are not under suspension. Only players who have had their 12th birthday in the previous year or prior shall be recognised as voting members.
- (2) Parents and guardians of players under the age of 18
- (3) Coaches, assistant coaches and any other officials of the Club.

- (4) All teams participating in senior competitions of the Club shall be entitled to one vote per financial team
- (5) One delegate from any Club or school with a team in a competition organised by Eltham Wildcats Basketball Club Inc.
- (6) Life Members
- (7) Any other interested persons at the discretion of the General Committee.

9 Subscriptions

The subscriptions and other charges that are due for payment shall be determined by the General Committee each year and notified to the Members before such subscriptions are due.

10 General rights of members

- (1) A member of the Club 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 of general meetings and other documents of the Club as provided under rule 73; and
 - (f) to inspect the register of members.
- (2) A member is entitled to vote if-
 - (a) more than 10 business days have passed since he or she became a member of the Club; and
 - (b) the member's membership rights are not suspended for any reason.

11 Rights not transferable

The rights of a member are not transferable and end when membership ceases.

12 Ceasing membership

- (1) The membership of a person ceases on resignation, expulsion or death.
- (2) If a person ceases to be a member of the Club, the Club must, as soon as practicable, enter the date the person ceased to be a member in the register of members.

13 Resigning as a member

- (1) A member may resign by notice in writing given to the Club.
- (2) A member is taken to have resigned if—
 - (a) the member's subscription is more than 6 months in arrears; or
 - (b) where no annual subscription is payable—
 - (i) the Club has made a request to the member to confirm that he or she wishes to remain a member; and
 - (ii) the member has not, within 3 months after receiving that request, confirmed in writing that he or she wishes to remain a member.

- (iii) the member ceases to fulfill the criteria set out in rules 8(1), 8(2), 8(3) or 8(4)

14 Register of members

- (1) The Club must keep and maintain a register of members that includes—
 - (a) for each current member—
 - (i) the member's 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 General 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.

Division 2—Disciplinary action

15 Grounds for taking disciplinary action

The Club 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) has performed any act contrary to the Club's or Basketball Victoria's "Code of Conduct";
- (c) refuses to support the purposes of the Club; or
- (d) has engaged in conduct prejudicial to the Club.

16 Disciplinary subcommittee

- (1) If the Executive Committee is satisfied that there are sufficient grounds for taking disciplinary action against a member, the Executive Committee must appoint a disciplinary subcommittee to hear the matter and determine what action, if any, to take against the member.
- (2) The members of the disciplinary subcommittee—
 - (a) may be General Committee members, members of the Club or anyone else; but
 - (b) must not be biased against, or in favour of, the member concerned.

17 Notice to member

- (1) Before disciplinary action is taken against a member, the Club must give written notice to the member—
 - (a) stating that the Club 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 he or she 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 rule 19.
- (2) The notice must be given no earlier than 28 days, and no later than 14 days, before the disciplinary meeting is held.
- (3) In circumstances where the notice period stipulated in subrule (2) is not appropriate a different notice period may be determined if approved by the Executive Committee

18 Decision of subcommittee

- (1) 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.
- (2) After complying with subrule (1), the disciplinary subcommittee may—
 - (a) take no further action against the member; or
 - (b) subject to subrule (3)—
 - (i) reprimand the member; or
 - (ii) suspend the membership rights of the member for a specified period; or
 - (iii) expel the member from the Club.
 - (iv) impose conditions on the membership rights
- (3) The disciplinary subcommittee may not fine the member.
- (4) 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.

19 Appeal rights

- (1) A person whose membership rights have been suspended or who has been expelled from the Club under rule 18 may give notice to the effect that he or she wishes to appeal against the suspension or expulsion.
- (2) The notice must be in writing and given—
 - (a) to the disciplinary subcommittee immediately after the vote to suspend or expel the person is taken; or
 - (b) to the Club not later than 48 hours after the vote.
- (3) If a person has given notice under subrule (2), a disciplinary appeal meeting must be convened by the Executive Committee as soon as practicable, but in any event not later than 21 days, after the notice is received.
- (4) Notice of the disciplinary appeal meeting must be given to each person involved in the dispute 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 members present must vote on whether the decision to suspend or expel the person should be upheld, increased or revoked.

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 Executive Committee 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.
- (2) After complying with subrule (1), the members 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, increased or revoked.
- (3) A member may not vote by proxy at the meeting.
- (4) The decision is upheld if not less than three quarters of the members voting 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 General Committee;
 - (c) a member and any of the Sub-Committees established by the General Committee
 - (d) a member and the Club.
- (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.

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.

If the grievance is not resolved, it should be referred to the Convenor or Committee with delegated authority in that area, who shall consider the matter and respond within three weeks, or earlier if the nature of the grievance requires. That Convenor or Committee may refer the matter to a nominated investigation committee for advice. In reaching a conclusion the Convenor or Committee shall ensure that all relevant parties have an opportunity to present their case, that due attention is paid to relevant evidence, and that no party with a vested interest in the grievance outcome has a vote concerning the grievance.

23 Appointment of mediator

- (1) If the parties to a dispute are unable to resolve the dispute between themselves within the times required by rule 22, the parties must within 10 days—
 - (a) notify the Executive 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 Executive Committee; or
 - (ii) if the dispute is between a member and the Executive Committee or the Club—a person appointed or employed by the Dispute Settlement Centre of Victoria.
- (3) A mediator appointed by the Executive Committee may be a member or former member of the Club 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.
- (4) Mediation is not considered an appropriate process for resolving outcomes relating to game results or selection outcomes, though mediation may be undertaken in regard to the processes leading to or subsequent to those results or outcomes.

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 statement 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

- (1) If any participant is not prepared to accept the outcome of the grievance resolution process so far undertaken, then the aggrieved party may appeal to the Executive Committee, if a personal matter, or to the General Committee if a matter of policy or distribution of resources.
- (2) At any point of time, an appropriate official may make a formal report for the hearing of a tribunal under the rules of Basketball Victoria if it is considered a reportable offence may have occurred.
- (3) If a party to a grievance is still aggrieved, that party may appeal to Basketball Victoria, or otherwise seek settlement at law.

PART 4—GENERAL MEETINGS OF THE CLUB

26 Annual general meetings

- (1) The General Committee must convene an annual general meeting of the Club to be held within 5 months after the end of each financial year.
- (2) Despite subrule (1), the Club may hold its first annual general meeting at any time within 18 months after its incorporation.
- (3) The General Committee may determine the date, time and place of the annual general meeting.
- (4) 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 President and Chief Executive Officer on the activities of the Club during the preceding financial year; and
 - (ii) the financial statements of the Club for the preceding financial year submitted by the General Committee in accordance with Part 7 of the Act;
 - (c) to elect the members of the General Committee;
- (5) The annual general meeting may also conduct any other business of which notice has been given in accordance with these Rules.

27 Special general meetings

- (1) Any general meeting of the Club, other than an annual general meeting or a disciplinary appeal meeting, is a special general meeting.
- (2) The General Committee may convene a special general meeting whenever it thinks fit.
- (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 members

- (1) The General Committee must convene a special general meeting if a request to do so is made in accordance with subrule (2) by at least **100** members.
- (2) A request for a special general meeting must—
 - (a) be in writing; and
 - (b) state the business to be considered at the meeting and any resolutions to be proposed; and
 - (c) include the names and signatures of the members requesting the meeting; and
 - (d) be given to the Secretary.
- (3) If the General Committee does not convene a special general meeting within one month 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 subrule (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.
- (5) The Club must reimburse all reasonable expenses incurred by the members convening a special general meeting under subrule (3).

29 Notice of general meetings

- (1) The Secretary (or, in the case of a special general meeting convened under rule 28(3), the members convening the meeting) must give to each member of the Club—
 - (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.
- (3) This rule does not apply to a disciplinary appeal meeting.

30 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) For the purposes of this Part, a member participating in a general meeting as permitted under subrule (1) is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

31 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 under rule 30) of **25** members entitled to vote.
- (3) If a quorum is not present within 30 minutes after the notified commencement time of a general meeting—
 - (a) in the case of a meeting convened by, or at the request of, members under rule 28—the meeting must be dissolved;
 - (b) in any other case—
 - (i) the meeting must be adjourned to a date not more than 21 days after the adjournment; 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 practicable 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 subrule (3)(b), the members present at the meeting (if not fewer than 9) may proceed with the business of the meeting as if a quorum were present.

32 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 subrule (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 29.

33 Voting at general meeting

- (1) On any question arising at a general meeting—
 - (a) subject to subrule (3), each member who is entitled to vote has one vote; and
 - (b) 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) If the question is whether or not to confirm the minutes of a previous meeting, only members who were present at that meeting may vote.
- (4) This rule does not apply to a vote at a disciplinary appeal meeting conducted under rule 20.
- (5) Voting by Proxy is not permitted

34 Special resolutions

A special resolution is passed if not less than three quarters of the members voting at a general meeting vote in favour of the resolution.

35 Determining 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.

36 Minutes of general meeting

- (1) The General 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
 - (c) the financial statements submitted to the members in accordance with rule 26(4)(b)(ii); and
 - (d) the certificate signed by two committee members certifying that the financial statements give a true and fair view of the financial position and performance of the Club; and
 - (e) any audited accounts and auditor's report or report of a review accompanying the financial statements that are required under the Act.

PART 5—GENERAL COMMITTEE

Division 1—Powers of General Committee

37 Role and powers

- (1) The business of the Club must be managed by or under the direction of a General Committee.
- (2) The General Committee may exercise all the powers of the Club except those powers that these Rules or the Act require to be exercised by general meetings of the members of the Club.
- (3) The General Committee may—
 - (a) appoint and remove the Chief Executive Officer on a recommendation from the Executive Committee.
 - (b) establish subcommittees consisting of members with Charters it considers appropriate.

(c) the currently established subcommittees are:

- (i) Executive Committee
- (ii) Finance Committee
- (iii) Championship Committee
- (iv) Junior Domestic Committee
- (v) Referees Committee
- (vi) Wellbeing Committee
- (vii) Tournament Committee

38 Delegation

- (1) The General Committee may delegate to a member of the General Committee, a subcommittee or staff, any of its powers and functions other than—
 - (a) this power of delegation; or
 - (b) a duty imposed on the General Committee by the Act or any other law.
- (2) The delegation must be in writing and may be subject to the conditions and limitations the General Committee considers appropriate.
- (3) The General Committee may, in writing, revoke a delegation wholly or in part.

Division 2—Composition of General Committee and duties of members

39 Composition of General Committee

The General Committee consists of—

- (a) a President; and
- (b) a Vice-President: General; and
- (c) a Vice-President: Staff and Procedures; and
- (d) a Chief Executive Officer; and
- (e) a Secretary; and
- (f) a Treasurer/Finance Manager; and
- (g) Chairs of the following subcommittees:
 - (1) Finance Committee
 - (2) Championship Committee
 - (3) Junior Domestic Committee
 - (4) Referees Committee
 - (5) Wellbeing Committee
 - (6) Tournament Committee
- (h) a Director of Coaching
- (j) up to 5 ordinary members elected under rule 51.

40 General Duties

- (1) As soon as practicable after being elected or appointed to the General Committee, each committee member must become familiar with these Rules and the Act.
- (2) The General Committee is collectively responsible for ensuring that the Club complies with the Act and that individual members of the General Committee comply with these Rules.
- (3) General Committee members must exercise their powers and discharge their duties with reasonable care and diligence.
- (4) General Committee members must exercise their powers and discharge their duties—
 - (a) in good faith in the best interests of the Club; and
 - (b) for a proper purpose.
- (5) General 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 Club.
- (6) In addition to any duties imposed by these Rules, a committee member must perform any other duties imposed from time to time by resolution at a general meeting.

41 President and Vice-Presidents

- (1) Subject to subrule (2), the President or, in the President's absence, one of the Vice-Presidents is the Chairperson for any general meetings and for any general committee meetings.
- (2) If the President and both the Vice-Presidents are all 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 general committee meeting—a general committee member elected by the other general committee members present.

42 Chief Executive Officer (CEO)

- (1) Appointed by the General Committee on a recommendation from the Executive Committee, the CEO is the most senior administrative officer in charge of managing the Club.
- (2) Reporting to the President and Executive Committee the CEO is responsible for achieving the outcomes detailed in the Club's Strategic Plan
- (3) Acting within a formal delegation of authority the CEO presides over the Club's day-to-day operations including basketball operations, marketing, business development, finance, human resources and related activities approved by the Executive Committee.

43 Secretary

- (1) The Secretary must perform any duty or function required under the Act to be performed by the secretary of an incorporated association.
- (2) The Secretary must—
 - (a) keep custody of the common seal (if any) of the Club and, except for the financial records referred to in rule 68(3), all books, documents and securities of the Club in accordance with rules 70 and 73; and
 - (b) subject to the Act and these Rules, provide members with access to the register of members, the minutes of general meetings and other books and documents; and
 - (c) 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 14 days after the appointment.

44 Treasurer/ Finance Manager

- (1) The Treasurer/Finance Manager must—
 - (a) maintain the Club's financial records; and
 - (b) ensure the integrity of the banking, financial and payroll systems; and
 - (c) prepare and distribute financial statements to the CEO, Finance Committee and General Committee as required
- (2) The Treasurer/Finance Manager must—
 - (a) ensure that the financial records of the Club are kept in accordance with the Act; and
 - (b) coordinate the preparation of the financial statements of the Association and their certification by the General Committee prior to their submission to the annual general meeting of the Club.
- (3) The Treasurer/Finance Manager must ensure that at least one other general committee member has access to the accounts and financial records of the Club.

Division 3—Election of General Committee members and tenure of office

45 Who is eligible to be a General 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

- (1) This rule applies to—
 - (a) the first annual general meeting of the Association after its incorporation; or
 - (b) any subsequent annual general meeting of the Association, after the annual report and financial statements of the Association have been received.

- (2) The Chairperson of the meeting must declare which positions on the Committee are vacant and hold elections for those positions in accordance with rules 47 to 52.
- (3) Where possible member terms should be staggered such that around 50% of positions become vacant each year.

47 Nominations

- (1) Prior to the election of each position, the Chairperson of the meeting must call for nominations to fill that position at least 45 days prior to the annual general meeting
- (2) An eligible member of the Club may—
 - (a) nominate himself or herself; or
 - (b) with the member's consent, be nominated by another member.
- (3) Nominations must be received at least 30 days prior to the annual general meeting
- (4) A member who is nominated for a position and fails to be elected to that position may be nominated for any other position for which an election is yet to be held.
- (5) The timings set in subrules (1) and (3) are designed to ensure that the election process can be completed before the annual general meeting, even if a ballot under rule 52 is required. Results will be announced at the annual general meeting.

48 Election of President etc.

- (1) At the annual general meeting, separate elections must be held for each of the following positions (if required) —
 - (a) President;
 - (b) Vice-President: General;
 - (c) Vice-President: Staff and Procedures;
 - (d) Secretary;
- (2) If only one member is nominated for the position, the Chairperson of the meeting must declare the member elected to the position.
- (3) If more than one member is nominated, a ballot must be held in accordance with rule 52.
- (4) On his or her election, the new President may take over as Chairperson of the meeting.

49 Election of Chairs of Subcommittees

Subcommittee chairs are all appointed for 2-year terms and are automatically included as members of the General Committee whilst they hold these positions.

50 Election of CEO, Treasurer/Finance Manager and Director of Coaching

As these members are employees of the Club they are automatically included as members of the General Committee whilst they hold these positions.

51 Election of ordinary members

- (1) A single election may be held to fill all those positions.

- (2) If the number of members nominated for the position of ordinary general 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.
- (3) If the number of members nominated exceeds the number to be elected, a ballot must be held in accordance with rule 52.

52 Ballot

- (1) If a ballot is required for the election for a position, the President 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) Ballot papers will be made available to all members which will include a short, written summary from each candidate supporting his or her election at least 30 days prior to the annual general meeting .
- (4) The election must be by secret ballot.
- (5) The returning officer will provide a secure ballot box for members to lodge their ballots at the Club's offices at least 15 days before the annual general meeting to enable any subsequent ballots, should they be required..
- (6) If the ballot is for a single position, the voter must write on the ballot paper the name of the candidate for whom they wish to vote.
- (7) If the ballot is for more than one position—
 - (a) the voter must write on the ballot paper the name of each candidate for whom they wish to vote;
 - (b) the voter must not write the names of more candidates than the number to be elected.
- (8) Ballot papers that do not comply with subrule (7)(b) are not to be counted.
- (9) Each ballot paper on which the name of a candidate has been written counts as one vote for that candidate.
- (10) 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.
- (11) If the returning officer is unable to declare the result of an election under subrule (10) because 2 or more candidates received the same number of votes, the returning officer must—
 - (a) conduct a further election for the position in accordance with subrules (4) to (10) 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.

53 Term of office

- (1) Subject to subrule (3) and rule 54, all general committee members hold office for a period of 2 years.
- (2) A general committee member may be re-elected.
- (3) A general meeting of the Club may—
 - (a) by special resolution remove a general committee member from office; and

- (b) elect an eligible member of the Club to fill the vacant position in accordance with this Division.
- (4) A member who is the subject of a proposed special resolution under subrule (3)(a) may make representations in writing to the Secretary or President of the Club (not exceeding a reasonable length) and may request that the representations be made available to the members of the Club.
- (5) The Secretary or the President may make available a copy of the representations to each member of the Club 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.

54 Vacation of office

- (1) A general committee member may resign from the General Committee by written notice addressed to the General Committee.
- (2) A person ceases to be a general committee member if he or she—
 - (a) ceases to be a member of the Club; or
 - (b) fails to attend 3 consecutive general committee meetings (other than special or urgent committee meetings) without leave of absence under rule 65; or
 - (c) otherwise ceases to be a general committee member by operation of section 78 of the Act.

55 Filling casual vacancies

- (1) The General Committee may appoint an eligible member of the Club to fill a position on the General Committee that—
 - (a) has become vacant under rule 54; or
 - (b) was not filled by election at the last annual general meeting.
- (2) If the position of Secretary becomes vacant, the General Committee must appoint a member to the position within 14 days after the vacancy arises.
- (3) Rule 53 applies to any general committee member appointed by the General Committee under subrule (1) or (2).
- (4) The General Committee may continue to act despite any vacancy in its membership.

Division 4—Meetings of General Committee

56 Meetings of General Committee

- (1) The General Committee must meet at least 4 times in each year at the dates, times and places determined by the General Committee.
- (2) The date, time and place of the first general committee meeting must be determined by the members of the General Committee as soon as practicable after the annual general meeting of the Club at which the members of the General Committee were elected.
- (3) Special general committee meetings may be convened by the President or by any 4 members of the General Committee.

57 Notice of meetings

- (1) Notice of each general committee meeting must be given to each general committee member no later than 7 days before the date of the meeting.
- (2) Notice may be given of more than one general committee meeting at the same time.
- (3) The notice must state the date, time and place of the meeting.
- (4) If a special general 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.

58 Urgent meetings

- (1) In cases of urgency, a meeting can be held without notice being given in accordance with rule 57 provided that as much notice as practicable is given to each committee member by the quickest means practicable.
- (2) Any resolution made at the meeting must be passed by an absolute majority of the General Committee.
- (3) The only business that may be conducted at an urgent meeting is the business for which the meeting is convened.

59 Procedure and order of business

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

60 Use of technology

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

61 Quorum

- (1) No business may be conducted at a General Committee meeting unless a quorum is present.
- (2) The quorum for a General Committee meeting is the presence (in person or as allowed under rule 60) of any two (2) Executive member and four (4) other members.
- (3) The quorum for an urgent meeting is the presence (in person or as allowed under rule 60) of any three (3) Executive members and six (6) other members.
- (4) If a quorum is not present within 30 minutes after the notified commencement time of a general 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 14 days after the adjournment and notice of the time, date and place to which the meeting is adjourned must be given in accordance with rule 57.

62 Voting

- (1) On any question arising at a general committee meeting, each general committee member present at the meeting has one vote.
- (2) A motion is carried if a majority of general committee members present at the meeting vote in favour of the motion.
- (3) Subrule (2) does not apply to any motion or question which is required by these Rules to be passed by an absolute majority of the General 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.

63 Conflict of interest

- (1) A general committee member who has a material personal interest in a matter being considered at a general committee meeting must disclose the nature and extent of that interest to the General Committee.
- (2) The member—
 - (a) must not be present while the matter is being considered at the meeting; and
 - (b) must not vote on the matter.
- (3) This rule does not apply to a material personal interest—
 - (a) that exists only because the member belongs to a class of persons for whose benefit the Club is established; or
 - (b) that the member has in common with all, or a substantial proportion of, the members of the Club.

64 Minutes of meeting

- (1) The General Committee must ensure that minutes are taken and kept of each general 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 64.

65 Leave of absence

- (1) The General Committee may grant a committee member leave of absence from committee meetings for a period not exceeding 3 months unless otherwise agreed by the General Committee.
- (2) The General 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

66 Source of funds

The funds of the Club may be derived from joining fees, annual subscriptions, donations, fund-raising activities, grants, interest and any other sources approved by the General Committee.

67 Management of funds

- (1) The Club must open an account or accounts with one or more financial institutions, as approved by the Finance Committee, from which all expenditure of the Club is made and into which all the Club's revenue is deposited.
- (2) Subject to any restrictions imposed by a general meeting of the Club, the General Committee may approve expenditure on behalf of the Club.
- (3) The Committee may authorise the CEO/Treasurer/Finance Manager to expend funds on behalf of the Club (including by electronic funds transfer) up to a specified limit without requiring approval from the General Committee for each item on which the funds are expended.
- (4) All funds of the Club must be deposited into the financial account of the Club no later than 10 working days after receipt.
- (5) With the approval of the General Committee, the Treasurer/Finance Manager 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.

68 Financial records

- (1) The Club must keep financial records that—
 - (a) correctly record and explain its transactions, financial position and performance; and
 - (b) enable financial statements to be prepared as required by the Act.
- (2) The Club must retain the financial records for 7 years after the transactions covered by the records are completed.
- (3) The Treasurer/Finance Manager must keep in his or her custody, or under his or her control—
 - (a) the financial records for the current financial year; and
 - (b) any other financial records as authorised by the General Committee.

69 Financial statements

- (1) For each financial year, the General Committee must ensure that the requirements under the Act relating to the financial statements of the Club are met.
- (2) Without limiting subrule (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 General Committee;
 - (d) the submission of the financial statements to the annual general meeting of the Club;

- (e) the lodgement with the Registrar of the financial statements and accompanying reports, certificates, statements and fee.

PART 7—GENERAL MATTERS

70 Common seal

- (1) The Club may have a common seal.
- (2) If the Club has a common seal—
 - (a) the name of the Club must appear in legible characters on the common seal;
 - (b) a document may only be sealed with the common seal by the authority of the General Committee and the sealing must be witnessed by the signatures of two committee members;
 - (c) the common seal must be kept in the custody of the Secretary.

71 Registered address

The registered address of the Club is—

- (a) the address determined from time to time by resolution of the General Committee; or
- (b) if the General Committee has not determined an address to be the registered address—the postal address of the Secretary.

72 Notice requirements

- (1) Any notice required to be given to a member or a general 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 other electronic media.
- (2) Subrule (1) does not apply to notice given under rule 58.
- (3) Any notice required to be given to the Club or the General Committee may be given—
 - (a) by handing the notice to a member of the General 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 General Committee determines that it is appropriate in the circumstances by email to the email address of the Club or the Secretary

73 Custody and inspection of books and records

- (1) Members may on request inspect free of charge—
 - (a) the register of members;
 - (b) the minutes of general meetings;
 - (c) subject to subrule (2), the financial records, books, securities and any other relevant document of the Club, including minutes of General Committee meetings.

- (2) The General Committee may refuse to permit a member to inspect records of the Club that relate to confidential, personal, employment, commercial or legal matters or where to do so may be prejudicial to the interests of the Club.
- (3) The General Committee must on request make copies of these rules available to members and applicants for membership free of charge.
- (4) Subject to subrule (2), a member may make a copy of any of the other records of the Club referred to in this rule and the Club may charge a reasonable fee for provision of a copy of such a record.
- (5) For purposes of this rule—

relevant documents means the records and other documents, however compiled, recorded or stored, that relate to the incorporation and management of the Club and includes the following—

- (a) its membership records;
- (b) its financial statements;
- (c) its financial records;
- (d) records and documents relating to transactions, dealings, business or property of the Association.

74 Winding up and cancellation

- (1) The Club may be wound up voluntarily by special resolution.
- (2) In the event of the winding up or the cancellation of the incorporation of the Club, the surplus assets of the Club must not be distributed to any members or former members of the Club.
- (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 Club 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.

75 Alteration of Rules

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