

Statement of Rules

Eltham Wildcats Basketball Club Inc

Adopted 17th November 2025

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PART 1—PRELIMINARY

1. Name

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

2. Purposes

The purposes of the Club are to:

- (1) provide an inclusive and safe environment to participate in basketball;
- (2) provide basketball opportunities that support our members’ wellbeing and offer skills and relevant healthcare education;
- (3) provide pathways and opportunities for the Club and its members to develop and thrive;
- (4) organise, administer and deliver basketball competitions, programs and activities in Eltham and the surrounding areas;
- (5) field basketball teams in local, regional and representative competitions;
- (6) represent the interests of its members and basketball generally in any appropriate forum;
- (7) engage in any other activities that are incidental or conducive to the above purposes.

3. Financial year

The financial year of the Club is each period of 12 months ending on 30 June.

4. Definitions

In these Rules:

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);

Chairperson, of a general meeting or committee meeting, means the person chairing the meeting;

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

Executive Committee means the committee whose predominant role is to provide the ability for critical decisions to be made in between General Committee meetings and to provide other functions in accordance with its Charter as approved by the General Committee from time to time;

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

General Committee means the committee having governance of the business of the Club appointed in accordance with these Rules;

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

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

Integrity Commission means the commission appointed under rule 18;

member means a member of the Club;

registered mediator means a person registered as a mediator accredited under the National Mediator Accreditation System developed by the Mediator Standards Board Limited ABN 11 145 829 812;

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;

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; or
 - (b) open and operate accounts with financial institutions; or
 - (c) invest its money in any security in which trust monies may lawfully be invested; or
 - (d) raise and borrow money on any terms and in any manner as it thinks fit; or
 - (e) secure the repayment of money raised or borrowed, or the payment of a debt or liability; or
 - (f) appoint agents to transact business on its behalf; or
 - (g) enter into any other contract it considers necessary or desirable; or
 - (h) make by-laws governing the conduct of the Club's activities provided that any such by-laws are not inconsistent with these Rules or the Act; or
 - (i) affiliate and liaise with Basketball Victoria, and any parent body of which the Club is a member in pursuit of its purposes.

- (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. Categories of Membership

- (1) The Club will have the following categories of membership:
- (a) Playing Member
 - (i) A person who has played in a team entered by the Club in competition or registered in a competition or activity conducted by the Club, both having a duration of more than 28 days, since the start of the previous financial year prior to the next scheduled annual general meeting shall be a Playing Member.
 - (ii) A Playing Member who is over the age of 18 years is entitled to vote.
 - (b) Affiliate Member
 - (i) A person who fulfills one or more of the following functions at the Club since the start of the previous financial year shall be an Affiliate Member:
 - Club Employees;
 - Support Staff;
 - Coaches;
 - Assistant Coaches;
 - Technical Officials;
 - any other category of role or responsibility, as determined by the General Committee, that supports the effective operation of the Club.
 - (ii) An Affiliate Member who is over the age of 18 years is entitled to vote.

(c) Parent or Guardian Member

- (i) A parent or guardian of a Playing Member or an Affiliate Member whose name appears on the registration form of a Playing Member or an Affiliate Member who is under the age of 18 years shall be a Parent or Guardian Member.
- (ii) A Parent or Guardian Member ceases to be a Parent or Guardian Member upon cessation of membership of the Playing Member or an Affiliate Member or upon the Playing Member or an Affiliate Member reaching the age of 18 years.
- (iii) A Parent or Guardian Member is entitled to vote if their child who is a Playing Member or an Affiliate Member is under the age of 18 years (noting that a Playing Member or an Affiliate Member who is over the age of 18 years or over is entitled to vote in their own right).
- (iv) Only one Parent or Guardian Member is entitled to vote per Playing Member or an Affiliate Member.

(d) Life Member

- (i) A person who has rendered outstanding service to the Club may be nominated to be a Life Member.
- (ii) A Life Member shall be approved and elected by the Executive Committee by absolute majority.
- (iii) Life Membership may be revoked by the Executive Committee for serious misconduct.
- (iv) A Life Member is entitled to vote.

- (2) The General Committee may establish additional categories of membership as it determines from time to time.

8. Minimum number of members

The Club must have at least 5 members.

9. Application for membership

- (1) The General Committee may determine the process for a person to apply for and to become a member of the Club.

10. Annual membership

- (1) A person will be deemed a Playing Member if, since the start of the previous financial year, they have paid the applicable registration fee and otherwise meet the requirements set out in rule 7.1(a).
- (2) A person will be deemed an Affiliate Member if, since the start of the previous financial year, they have participated in the Club's functions as described in rule 7.1(b).

11. General rights of members

A member who is entitled to vote has the right:

- (1) to receive notice of general meetings and of proposed special resolutions in the manner and time prescribed by these Rules; and
- (2) to submit items of business for consideration at a general meeting; and
- (3) to attend and be heard at general meetings; and
- (4) to vote at a general meeting; and
- (5) to have access to the minutes of general meetings and other documents of the Club as provided under rule 72; and
- (6) to inspect the register of members.

12. Entitlement to vote

A member is entitled to vote if:

- (1) the member is a Playing Member or an Affiliate Member who is over the age of 18 years on the date when a notice of meeting is given, a Parent or Guardian Member whose child is a Playing Member or an Affiliate Member who is under the age of 18 years on the date when the notice of meeting is given, or a Life Member; and
- (2) more than 10 business days have passed since the person became a member of the Club; and
- (3) the member's membership rights are not suspended for any reason (including where the member is a Playing Member and the member has been suspended from playing basketball).

13. Rights not transferable

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

14. Ceasing membership

- (1) The membership of a person ceases on resignation, expulsion or death, or if they no longer satisfy the eligibility criteria for the membership category to which they belong.
- (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.

15. 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 registration fees (if any) are in arrears; or
 - (b) where no annual registration fee is payable:
 - (i) the Secretary has made a written request to the member to confirm that the member wishes to remain a member; and

- (ii) the member has not, within 30 days after receiving that request, confirmed in writing that the member wishes to remain a member.

16. Register of members

- (1) The General Committee must keep and maintain a register of members that includes:
 - (a) for each current member:
 - (i) the member's name; and
 - (ii) the address for notice last given by the member; and
 - (iii) the email address last given by the member (if available); and
 - (iv) the date of becoming a member; and
 - (v) the class of membership of the person;
 - (vi) any other information determined by the General Committee.
 - (b) for each former member, the name of the person and the date on which the person ceased to be a member of the Club (if available).
- (2) Any member who is entitled to vote, at a reasonable time and free of charge, may inspect the register of members.

Division 2—Complaints and Disciplinary action

17. Grounds for taking action

The Club may take complaint or disciplinary action against a member in accordance with this Division 2 if it is determined that the member:

- (a) has failed to comply with or acted in a manner that is contrary to these Rules, the By-Laws or policies of the Club or any applicable Code of Conduct of the Club or Basketball Victoria; or
- (b) refuses to support or has conducted themselves in a way which is inconsistent with the purposes of the Club; or
- (c) has engaged in conduct prejudicial to the Club; or
- (d) the member is the subject of a formal complaint.

18. Integrity Commission

- (1) Subject to subrule (2), the General Committee must appoint an Integrity Commission to consider any complaint or disciplinary action in accordance with these Rules and the Integrity Commission Charter and Procedure approved by the General Committee from time to time.
- (2) A person must not be involved in any complaint or disciplinary action if the person is biased in favour of or against the member concerned.

19. Integrity Commission Charter and Procedure

- (1) Integrity Commission Charter and Procedure must ensure that:
 - (a) the member who is the subject of the complaint or disciplinary procedure:
 - (i) is informed of the grounds upon which the complaint or disciplinary action against the member is proposed to be taken; and
 - (ii) has been given a reasonable opportunity to be heard in relation to the matter; and
 - (b) the outcome of the complaint or disciplinary procedure is determined by an unbiased decision-maker; and
 - (c) to the extent that doing so is compatible with subrules (a) and (b), the complaint or disciplinary procedure is completed as soon as is reasonably practicable.

20. Members subject to a complaint or disciplinary action

- (1) A member who is the subject of a complaint or disciplinary procedure must not initiate a grievance procedure in relation to the matter which is the subject of the complaint or disciplinary procedure.

21. Appeal rights

- (1) An appeal against a finding of the Integrity Commission must be lodged in writing with the Secretary within 7 business days of the decision being communicated.
- (2) The appeal must clearly state the grounds, which are limited to:
 - (a) the Integrity Commission did not act in accordance with its Charter and Procedure to the material detriment of the appellant;
 - (b) a penalty determined by the Integrity Commission was unreasonably excessive; or
 - (c) new compelling evidence has become available.

22. Consideration of Appeals and Executive Committee Review

- (1) Appeals will be considered by the Club's Integrity Commissioner (a member of the Executive Committee), who may decide to:
 - (a) dismiss the appeal; or
 - (b) reduce a penalty; or
 - (c) refer the matter to the Executive Committee for review.
- (2) Upon referral by the Integrity Commissioner, the Executive Committee will review all materials pertaining to the matter and may:
 - (a) dismiss the appeal; or
 - (b) reduce a penalty; or

- (c) overturn the decision of the Integrity Commission and make an alternative decision.
- (3) The conclusion of all appeals in accordance with rule 21 terminates the matter and no further appeals or grievance procedures will be considered.

Division 3—Grievance procedure

23. Application

- (1) The grievance procedure set out in this Division applies to disputes under these Rules between:
 - (a) a member and the General Committee or Executive Committee; or
 - (b) a member and an employee of the Club.

24. Parties must attempt to resolve the dispute

- (1) The parties to a dispute must attempt to resolve the dispute between themselves within 7 days of the dispute coming to the attention of each party.
- (2) If the grievance is not resolved, it should be referred to the Executive Committee, who shall consider the matter and take such action as it considers appropriate to facilitate the resolution of the dispute within a further period of 21 days, or earlier if the nature of the grievance requires.
- (3) If the grievance is not resolved, and the grievance is between a member and the Executive Committee, it should be referred to the General Committee, excluding members of the Executive Committee, who shall consider the matter and take such action as it considers appropriate to facilitate the resolution of the dispute within a further period of 21 days, or earlier if the nature of the grievance requires.

25. Appointment of mediator

- (1) If the parties to a dispute are unable to resolve the dispute within the time required by rule 24, the parties must within 10 days:
 - (a) notify the General 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, a registered mediator engaged by an employee of the Club who has no personal interest in the dispute.
- (3) A mediator must not be appointed under Rule 25(2)(b) if the person:
 - (a) has a personal interest in the dispute; or

- (b) is biased in favour of or against any party.

26. 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.
- (3) The costs of the mediation will be shared equally between the parties to the dispute.

27. Failure to resolve dispute by mediation

If the mediation process does not resolve the dispute, any party to the dispute may seek to resolve the dispute in accordance with the Act, by making a formal request for the hearing of a tribunal under the governing rules of Basketball Victoria if it is considered a reportable offence may have occurred, or otherwise at law.

PART 4—GENERAL MEETINGS OF THE CLUB

28. 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) The General 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 or 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; and
 - (c) announce the election results of members of the General Committee which have been undertaken in accordance with Part 5 Division 3.
- (4) The annual general meeting may also conduct any other business of which notice has been given in accordance with these Rules.

- (5) The annual general meeting may also hear any business without notice not requiring a resolution, provided it is approved by the Chairperson acting reasonably.

29. Special general meetings

- (1) Any general meeting of the Club, other than an annual general 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 31 may be conducted at the meeting.

30. 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).

31. Notice of general meetings

- (1) The Secretary (or, in the case of a special general meeting convened under rule 30(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;

- (b) at least 14 days' notice of a general meeting in any other case; and
 - (c) at least 45 days' notice of the annual general meeting.
- (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; and
 - (d) in the case of an annual general meeting, call for nominations for election as a committee member.

32. Proxies

A member is not permitted to appoint a proxy to vote and speak on the member's behalf at a general meeting or for the purposes of a ballot.

33. Use of technology

- (1) A general meeting may be held and members may take part by the use of technology that allows members to clearly and simultaneously communicate with each other participating member.
- (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.

34. 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 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 30, the meeting must be dissolved; or
 - (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 3) may proceed with the business of the meeting as if a quorum were present.

35. 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 31.

36. 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) members must vote personally; 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) 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.

37. Special resolutions

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

38. Determining whether resolution carried

- (1) Subject to subrule (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 count is demanded by 3 or more members on any question:
 - (a) the count 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 count.
- (3) A count demanded on the election of the Chairperson or on a question of an adjournment must be taken immediately.
- (4) A count demanded on any other question must be taken before the close of the meeting at a time determined by the Chairperson.

39. 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
 - (b) the financial statements submitted to the members in accordance with rule 28(3)(b)(ii); and
 - (c) the certificate signed by 2 committee members certifying that the financial statements give a true and fair view of the financial position and performance of the Club; and
 - (d) 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

40. Role and powers, and Delegations

- (1) The business of the Club must be managed by or under the direction of the 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 (in accordance with relevant legislation or the contract of employment as applicable) the CEO; and
 - (b) establish subcommittees consisting of members with terms of reference it considers appropriate.
- (4) The General Committee may delegate to a member of the General Committee, a subcommittee or employees, 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.
- (5) The delegation must be in writing and may be subject to the conditions and limitations the General Committee considers appropriate.
- (6) The General Committee may, in writing, revoke a delegation wholly or in part.

Division 2—Composition of Committee and duties of members

41. Composition of Committee

The General Committee shall consist of:

- (1) a President;
- (2) two Vice-Presidents;
- (3) a Chief Executive Officer;
- (4) a Secretary;
- (5) a Treasurer appointed by the General Committee;
- (6) Chairs of the sub-committees established by the General Committee;
- (7) Director of Coaching;
- (8) Director of Officiating;
- (9) up to five general members elected under rule 52.

42. 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) Committee members must exercise the member's powers and discharge the member's duties with reasonable care and diligence.
- (4) Committee members must exercise the member's powers and discharge the member's duties:

- (a) in good faith in the best interests of the Club; and
 - (b) for a proper purpose.
- (5) Committee members and former committee members must not make improper use of:
 - (a) the member's, or former member's, position; or
 - (b) information acquired by virtue of holding the member's, or former member's, 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.

43. President and Vice-Presidents

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

44. Chief Executive Officer

- (1) The Chief Executive Officer is the most senior administrative officer in charge of the operations and the development and implementation of the strategic plan of the Club approved by the General Committee.
- (2) The CEO will be appointed by the General Committee on the recommendation of the Executive Committee.
- (3) The General Committee delegates operational responsibility of the Club to the CEO, except for decisions related to the appointment/removal of direct reports and non-budgeted expenditure, which requires approval of the Executive Committee.
- (4) The CEO will report to the President and the Executive Committee.

45. 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 the Secretary's appointment within 14 days after the appointment.

46. Treasurer

- (1) The Treasurer must:
 - (a) maintain the Club's financial records; and
 - (b) ensure the integrity of the banking, financial and payroll systems; and
 - (c) distribute financial statements to the CEO, Executive Committee and the General Committee.
- (2) The Treasurer 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 Club and the Club's certification by the General Committee prior to the Club's submission to the annual general meeting of the Club.
- (3) The Treasurer must ensure that all other committee members may inspect the accounts and financial records of the Club.

Division 3—Election of Committee members and tenure of office

47. 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.

48. Nominations and ballots

- (1) Not less than 45 days prior to the scheduled date of the annual general meeting the Executive Committee by absolute majority must appoint a suitably qualified independent person to be the Returning Officer to oversee all nominations and ballots.

- (2) The Returning Officer must chair a meeting of the Executive Committee to consider each nomination to determine if the nomination is compliant with the requirements of rule 49.

49. Nominations Process

- (1) The Club must call for nominations for positions on the Committee no later than 45 days before the scheduled date of the annual general meeting.
- (2) Nominations to a position on the General Committee must be lodged with the Club at least 30 days before the scheduled date of the annual general meeting.
- (3) The timings set in subrule (1) and (2) are designed to ensure that the election process for positions on the General Committee can be completed before the annual general meeting, even if a ballot under rule 52 is required, with results to be announced at the relevant annual general meeting.
- (4) An eligible member of the Club may:
 - (a) nominate himself or herself; or
 - (b) with the member's consent, be nominated by another member.
 - (c) Prior to any election to a position on the General Committee, the General Committee may determine and advise the members of the specific skills, experience or attributes it considers necessary or desirable for the General Committee positions that are to be filled. This may include, but is not limited to, skills in governance, finance, community engagement, diversity and inclusion, or relevant sporting or professional expertise. The intention of this provision is to support the effective and strategic leadership of the Club.
- (5) In addition to rule 49(4), to be eligible to serve as President, a member must:
 - (a) be a current or past General Committee member for at least 3 years;
 - (b) have demonstrated a genuine and sustained commitment to the purposes and values of the Club;
 - (c) uphold and actively promote the Club's commitment to inclusion, safety, integrity and community engagement; and
 - (d) possess the appropriate skills, experience or qualifications necessary to effectively lead the Club, including the ability to represent the interests of members, oversee good governance, and support the strategic development of the Club.

50. Election of President etc.

- (1) Prior to the annual general meeting, elections must be held for each of the following positions as they fall due upon the expiry of their term:

- (a) President;
 - (b) two Vice-Presidents; and
 - (c) Secretary.
- (2) If only one eligible member is nominated for a position, the Returning Officer 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) A member is entitled to nominate for more than one position. Where a candidate is successful in more than one position, they shall be appointed to the position declared by the Returning Officer.

51. Election of general member of the General Committee

- (1) Up to five general members of the General Committee may hold office. A single election may be held to fill all of those positions subject to the following subrules (2) to (5).
- (2) In recognition of Dr David Hickman's contribution to the founding and success of the Club, he shall be entitled to hold one of the five positions on the General Committee for so long as he wishes to do so.
- (3) If the number of members nominated for the position of a General Committee member is less than or equal to the number to be elected, the Returning Officer must declare each of those members to be elected to the position.
- (4) If there is no member nominated for the position, the provisions of rule 55 will apply to the position which has not received a nomination.
- (5) If the number of members nominated exceeds the number to be elected, a ballot must be held in accordance with rule 52.

52. Ballot Process

- (1) When a ballot is required for the election of any position, the election must be conducted as a pre meeting ballot conducted prior to the annual general meeting in accordance with this rule 52, with the result to be declared at the annual general meeting.
- (2) The Returning officer must conduct the ballot and supervise the count.
- (3) Each candidate may provide a short-written statement in support of their election for circulation with the ballot materials for a pre meeting ballot.
- (4) The election must be by secret ballot.
- (5) A ballot may be conducted using any method approved by the General Committee that preserves secrecy and integrity, including postal ballots, secure electronic voting, or other reasonable means.
- (6) If the ballot is for a single position, the voter must indicate on the ballot 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 indicate on the ballot the name of each candidate for whom they wish to vote;
 - (b) the voter must not indicate more candidates than the number to be elected; and
 - (c) the voter must not indicate the same candidate more than once.
- (8) Ballots that do not comply with subrules (6) and (7) will not be counted.
 - (9) Each ballot on which the name of a candidate has been validly indicated counts as one vote for that candidate.
 - (10) The Returning Officer must open and count the ballots in the presence of at least one independent observer appointed by the Executive Committee.
 - (11) Ballots must be received no later than ten calendar days before the annual general meeting.
 - (12) 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.
 - (13) If the Returning Officer is unable to declare the result of an election under subrule (12) because 2 or more candidates received the same number of votes, the Returning Officer will select the successful candidate by random choice.

53. Term of office

- (1) Subject to subrule (4) and Rule 54, a General Committee Member (other than ex officio members of the General Committee appointed under subrule (2)) will hold office until the third annual general meeting following their appointment. For the positions in place at the time these Rules are adopted, the General Committee will determine the term of office to ensure that elections are staggered over a three-year cycle.
- (2) Chairs of Subcommittees, the CEO, the Treasurer, the Director of Coaching, the Director of Officiating and similar office holders appointed by the General Committee are ex officio members of the General Committee for as long as they hold that the office.
- (3) A committee member may be re-elected.
- (4) A general meeting of the Club may:
 - (a) by special resolution remove a committee member from office; and
 - (b) elect an eligible member of the Club to fill the vacant position in accordance with this Division.
- (5) A member who is the subject of a proposed special resolution under subrule (4)(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 provided to the members of the Club.

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

Note: A Committee member may not hold the office of Secretary if they do not reside in Australia.

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 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 Committee

56. Meetings of Committee

- (1) The General Committee must meet at least 4 times in each year at the dates, times and places determined by the Committee.
- (2) Special 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 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 committee meeting is convened, the notice must include the general nature of the business to be conducted, and is the only that business can be conducted at the meeting.
- (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 General Committee meeting must be determined from time to time by the Committee.
- (2) The order of business may be determined by the members present at the meeting.

60. Use of technology

- (1) A General Committee meeting may be held by the use of technology that allows committee members to communicate with every other participating member.
- (2) For the purposes of this Part, a committee member participating in a 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) any two members of the Executive Committee and any four other members of the General Committee.
- (3) The quorum for an urgent General Committee meeting is the presence (in person or as allowed under rule 60) any three members of the Executive Committee and any six other members of the General Committee.
- (4) 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 14 days after the adjournment and notice of the date, time 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 committee member present at the meeting has one vote.
- (2) A motion is carried if a majority of committee members present and voting 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 committee member who has a material personal interest in a matter being considered at a committee meeting must disclose the committee member's position and 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.

Note: Under section 81(3) of the Act, 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.

- (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.
- (4) The Secretary must keep a conflict of interest register.
- (5) The conflict of interest register must record the following:
 - (a) the name and position of the member who has disclosed a material personal interest;
 - (b) a description of the nature and extent of that interest;
 - (c) a management plan documenting actions required to mitigate the conflict.

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 63.

65. Leave of absence

- (1) The General Committee may grant a committee member leave of absence from committee meetings for a period not exceeding three consecutive General Committee meetings.
- (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, membership fees, donations, fundraising activities, grants, interest and any other sources approved by the General Committee.

67. Management of funds

- (1) The Club must open an account(s) with a financial institution(s) from which all expenditure of the Club is made and into which all of the Club's revenue is deposited.
- (2) Subject to any restrictions imposed by a general meeting of the Club, the Committee may approve expenditure on behalf of the Club.
- (3) The Committee may authorise the Treasurer to expend funds on behalf of the Club (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.
- (4) All funds of the Club must be deposited into the financial account(s) of the Club no later than 10 business days after receipt.
- (5) With the approval of the General Committee, the Treasurer may maintain a cash float provided that all money paid to or from 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 must keep in the Treasurer's custody, or under the Treasurer's control:
 - (a) the financial records for the current financial year; and
 - (b) any other financial records as authorised by the Committee.

69. Financial statements

- (1) For each financial year, the 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; and
 - (b) the auditing of the financial statements; and
 - (c) the certification of the financial statements by the Committee; and
 - (d) the submission of the financial statements to the annual general meeting of the Club; and
 - (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; and
 - (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 2 committee members; and
 - (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 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.
- (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) 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 any of the following:
 - (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 available, or provide copies of, these Rules to members and applicants for membership free of charge.
- (4) Subject to subrule (2), a member may request a copy of, or 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 the purposes of this rule:

relevant document means any record or other document, however compiled, recorded or stored, that relates to the incorporation and management of the Club and includes the following:

 - (a) a membership record;
 - (b) financial statement;
 - (c) a financial record;

- (d) any other record or document relating to transactions, dealings, business or property of the Club.

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.

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