



Macedon Ranges Basketball Association

Affiliated with the Basketball Victoria Country

Incorporation Number: A0005262Y

ABN: 38 461 580 229

Buffalo Stadium, Forest St, Woodend

P.O. Box 606, Woodend, Victoria, 3442

CONSTITUTION OF THE MACEDON RANGES BASKETBALL ASSOCIATION

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1 Legislative and Sporting Body Obligations

1.1 Association Incorporations Reform Act 2012 (Victoria)

Under Section 46 of the Associations Incorporation Reform Act 2012 (“the Act”), these Rules of the Macedon Ranges Basketball Association (“the Rules”) are taken to constitute the terms of a contract between the Association and its members. These Rules include and extend the Model Rules for an Incorporated Association from Consumer Affairs Victoria, according to the Act.

1.1.1 Association Name

The name of the incorporated association is “Macedon Ranges Basketball Association” (“the Association”). Under Section 23 of the Act, the name of the Association and its registration number must appear on all its business documents.

1.1.2 Financial Year

The financial year of the Association is each period of 12 months ending on 31 March.

1.2 By-Laws of the Macedon Ranges Basketball Association

These Rules are to be read in conjunction with the By-Laws of the Macedon Ranges Basketball Association (“the By-Laws”) as amended from time to time. Members of the Association are required to comply with both these Rules and the By-Laws.

1.3 Basketball Victoria and Basketball Australia By-Laws

These Rules also draw from and extend the *BV Member Protection By-Laws (2009)* and *Basketball Australia Member Protection By-Laws (2015)*. Cross reference to these governing body by-laws is made where relevant.

2 Charter

2.1 Objective

The objectives of the Association, and the commitment by its governing committee and participating members shall be:

1. To develop and promote basketball in the Macedon Ranges.
2. To provide the opportunity for personal growth and development that will serve every member well on and off the court, now and in the future, with a focus on:
 - (a) self-confidence and self-esteem;
 - (b) team work;
 - (c) sportsmanship and fair play; and
 - (d) maximisation of potential.
3. To provide an environment where basketball is:
 - (a) fun;
 - (b) competitive;
 - (c) fair;
 - (d) safe; and
 - (e) inclusive



4. To constantly review the Association's performance against these Rules, and to make adjustments in the execution of these Rules, or to these Rules themselves, when necessary.

2.2 Purpose

These Rules, together with the By-Laws, provide the explicit rules that govern the Macedon Ranges Basketball Association, to ensure that it meets the objectives outlined in section 2.1. They include codes of conduct, member protection policies, grievance procedures, domestic competition operating procedures, and domestic competition rules.

2.3 Alteration of these Rules

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

2.4 Alteration of the By-Laws

The By-Laws may be altered by the Committee, as required from time to time, in accordance with Rule 4.4.3.

2.5 Distribution of Rules

These Rules must be circulated to members at the start of the season, and must be available on the MRBA website.

2.6 Powers of the Association

1. Subject to the Act, the Association has power to do all things incidental or conducive to achieve its purposes.
2. Without limiting subrule (1), the Association may:
 - (a) acquire, hold and dispose of real or personal property;
 - (b) open and operate accounts with financial institutions;
 - (c) invest its money in any security in which trust monies may lawfully be invested;
 - (d) raise and borrow money on any terms and in any manner as it thinks fit;
 - (e) secure the 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 Association may only exercise its powers and use its income and assets (including any surplus) for its purposes.

2.7 Not for profit organisation

1. The Association must not distribute any surplus, income or assets directly or indirectly to its members.
2. Subrule (1) does not prevent the Association from paying a member if this is done in good faith on terms no more favourable than if the member was not a member¹:
 - (a) reimbursement for expenses properly incurred by the member; or
 - (b) for goods or services provided by the member

¹Section 33 of the Act provides that an incorporated association must not secure pecuniary profit for its members. Section 4 of the Act sets out in more detail the circumstances under which an incorporated association is not taken to secure pecuniary profit for its members.



2.8 Winding up and cancellation

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



3 Committee

3.1 Powers of the Committee

3.1.1 Role and powers

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

3.1.2 Delegation

1. The Committee may delegate to a member of the 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 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 Committee considers appropriate.
3. The Committee may, in writing, revoke a delegation wholly or in part.

3.1.3 General Responsibilities

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

3.2 Composition of Committee

the Committee consists of:

1. a President or two Co-Presidents;
2. a Vice-President;
3. a Secretary;
4. a Treasurer; and
5. ordinary members (if any) elected under Rule 3.5.2

The number of Presidents and ordinary members shall be decided at the annual general meeting each year.



3.3 Term of Office

Elected committee members hold their positions until those positions are declared vacant at the next annual general meeting. Several rules pertain to the term of office:

1. A committee member may be re-elected (*i.e.* there are no term limits)
2. A general meeting of the Association may
 - (a) by special resolution remove a committee member from office; and
 - (b) elect an eligible member of the Association to fill the vacant position.
3. A member who is the subject of a proposed special resolution under subrule 2a above may make representations in writing to the Secretary or President(s) of the Association (not exceeding a reasonable length) and may request that the representations be provided to the members of the Association.
4. The Secretary or the President may give a copy of the representations to each member of the Association or, if they are not so given, the member may require that they be read out at the meeting at which the special resolution is to be proposed.

3.3.1 Vacation of office

1. A committee member may resign from the Committee by written notice addressed to the Committee.
2. A person ceases to be a committee member if he or she—
 - (a) ceases to be a member of the Association; or
 - (b) fails to attend 3 consecutive committee meetings (other than special or urgent committee meetings) without leave of absence; or
 - (c) otherwise ceases to be a committee member by operation of section 78 of the Act.
3. the Committee may grant a committee member leave of absence from committee meetings for a period not exceeding 3 months.

3.3.2 Filling casual vacancies

1. The Committee may appoint an eligible member of the Association to fill a position on the Committee that
 - (a) has become vacant under Rule 3.3 or 3.3.1; or
 - (b) was not filled by election at the last annual general meeting.
2. If the position of Secretary becomes vacant, the Committee must appoint a member to the position within 14 days after the vacancy arises.
3. Rule 3.3 applies to any committee member appointed by the Committee under subrule (1) or (2).
4. The Committee may continue to act despite any vacancy in its membership.

3.4 Executive Committee Roles

3.4.1 President

The President/Co-Presidents serves in a volunteer capacity and chairs all general and committee meetings. In the case of CO-Presidents, the Co-Presidents will decide between themselves which of them will chair any particular general or committee meeting on a case-by-case basis. The President/Co-Presidents are the principal points of contact between the Association and external stakeholders – Basketball Victoria (Country), Council, External Associations. The President/Co-Presidents are also the final authority on internal Association matters, although delegation to other Association roles as a first point of contact for internal matters is encouraged to reduce the workload.



3.4.2 Vice-President

The Vice-President also serves in a volunteer capacity, and assists the Presidents/Co-Presidents as required and requested. The Vice-President should feel free to contribute administratively, but only acts in an official capacity with respect to internal and external stakeholders when delegated to do so by the President/Co-Presidents. She/He chairs meetings in the absence of the President/Co-Presidents.

3.4.3 Treasurer

The Treasurer must

1. receive all moneys paid to or received by the Association and issue receipts for those moneys in the name of the Association;
2. ensure that all moneys received are paid into the account of the Association within 5 working days after receipt;
3. make any payments authorised by the Committee or by a general meeting of the Association from the Association's funds;
4. ensure cheques are signed by at least 2 committee members;
5. ensure that the financial records of the Association are kept in accordance with the Act;
6. coordinate the preparation of the financial statements of the Association and their certification by the Committee prior to their submission to the annual general meeting of the Association;
7. ensure that at least one other committee member has access to the accounts and financial records of the Association; and
8. satisfy financial reporting responsibilities for the Association under the Act, Part 7.

3.4.4 Secretary

The Secretary must perform any duty or function required under the Act to be performed by the secretary of an incorporated association, and is responsible for:

1. lodging documents of the Association with the Registrar of Incorporated Associations ("the Registrar");
2. maintaining the register of members;
3. keeping custody of the common seal (if any) of the Association and, except for the financial records referred to in Rule 7.3 (3), all books, documents and securities of the Association as required by the Act;
4. subject to the Act and these Rules, provide members with access to the register of members (while adhering to privacy restrictions in By-Law 1.7.1.4 *Maintenance of Records*, the minutes of general meetings and other books and documents;
5. performing any other duty or function imposed on the Secretary by these Rules; and
6. notifying the Registrar of his or her appointment within 14 days after appointment to the role.

3.4.4.1 A Committee member may not hold the office of secretary if they do not reside in Australia.

3.5 The Committee

3.5.1 Minimum Committee

The President/Co-Presidents, Vice President, Treasurer, and Secretary roles, plus one additional member constitute the minimum required Committee. It is strongly recommended, however, that the Committee include at least **three** additional ordinary committee members to fill the additional roles described below.



3.5.2 Election of ordinary members

1. The annual general meeting must by resolution decide the number of ordinary members of the Committee (if any) it wishes to hold office for the next year.
2. A single election may be held to fill all of those positions.
3. If the number of members nominated for the position of ordinary committee member is less than or equal to the number to be elected, the Chairperson of the meeting must declare each of those members to be elected to the position.
4. If the number of members nominated exceeds the number to be elected, a ballot must be held in accordance with Rule 4.2.2
5. The need to expand the Committee may arise between general meetings. This can be done by special resolution at a special general meeting.

3.5.3 General Committee Responsibilities

All committee members have the following responsibilities:

1. to provide stewardship for basketball and its participants within the Macedon Ranges, and to uphold, enforce, and execute these Rules;
2. to report any flagrant abuse of stadium rules. Any person breaching regulations can be ejected from the stadium; and
3. to intercede in any game, where fouls are committed behind the play or where a game is obviously out of control.

3.5.4 Subcommittees

A sub-committee of the Association shall be formed as is deemed necessary by the Committee in each year at the annual general meeting, and on an *ad hoc* basis as necessary. Each sub-committee must have a representative who is also on the the Committee.

3.5.5 Role Recommendations

A reference architecture for the the Committee is shown in Figure 1, which suggests committee roles based on functions of the Association and stakeholder relationships. Some roles are required under the Act, described above, while others are strongly recommended.

3.5.5.1 Registrar Basketball Victoria administrates a centralised registration system, which handles the product option and payment logistics, and serves as the database of members. The system holds personal details, particularly with respect to children, and access must therefore be restricted to designated committee members.

3.5.5.2 Grants Coordinator Opportunities arise to apply for support from government and business through grants. These are helpful to fund coach training and other Association-wide benefits. It is ideal for a committee member take the lead coordinating grant submissions.

3.5.5.3 Sponsorship Coordinator It is also recommended that a committee member lead the development and maintenance of relationships with local businesses to provide mutually beneficial opportunities for advertising exposure and association funding.



3.5.5.4 Communications The Association endeavours to publish newsletters at key times throughout the basketball year; it is recommended that a committee member coordinate submission of news items and assemble the newsletter for distribution. More frequent communication via the Association's Facebook page also falls within the Communications portfolio.

3.5.5.5 Webmaster The www.mrba.net.au website is used to provide competition webpages (announcements, information team rosters, fixtures, ladders), Hawks team configurations, rep team program releases, and other major Association information. It is recommended that a member with the technical know-how, not necessarily a committee member, assume responsibility for website updates.

3.5.5.6 Coaching Coordinator (Player & Coach) It is in the Association's charter to provide opportunities for players of all abilities. It is greatly beneficial to the Association for a member with deep coaching experience to oversee players' and coaches' development, ensuring a high quality of education and guidance, and providing a comprehensive array of payer pathways to help ensure the club meets its objectives.

3.5.5.7 Woodend Hawks Coordinator It is particularly important that a committee member serve as a coordinator for the teams playing as the Woodend Hawks in the Sunbury Basketball Association ("SBA") domestic competitions. Please refer to By-Law 5 *Woodend Hawks*.

3.5.5.8 Junior Delegates Committee (External Basketball Association) Where external basketball association competitions are self-governed by a committee of member club representatives, the Association must nominate a representative to attend these external association committee meetings, represent the Association, and report back to the Committee.

3.5.5.9 Grading Committee (Sunbury Basketball Association) Teams must be observed and graded to confirm or revise club-submitted grades for several weeks at the beginning of each season in the SBA domestic competitions; a member or Committee member should represent the club to assist in this function.

3.5.6 Non-Committee Roles

3.5.6.1 Member Protection Information Officer/Panel The Association must appoint a Member Protection Information Officer. This Officer must be carefully selected on the basis of (1) approachability and (2) trustworthiness by the Association membership, and (3) independence from the Committee. The Association may also select a number of additional panel members to serve a similar role and support the formal Officer, in the interests of enhancing the approachability to members for conflict resolution. When possible, the panel should include male and female panel members. The identities and contact details should be advised to parents at the beginning of each season.

3.5.6.2 Competition Coordinators The coordinator role varies between Senior Open and Junior Competitions. In general, coordinators should:

1. organise the teams at the start of each season, through liaising with the team contacts;
2. allocate new players into teams when space is available;
3. communicate and resolve player and referee queries about the competition and other questions when they arise;
4. make sure all players are paid-up before taking the court;
5. organise new singlets when needed by communicating with the Committee's Uniform Coordinator;
6. liaise with the Committee and referees for the start dates and scheduled games and time slots for the fixture;



7. be available for games and to report any incidents, and any follow up that maybe required due to these incidents;
8. apply basic first aid and look-after the players well-being;
9. lock up stadium when required;
10. make sure players are aware of the competition standards and processes in place;
11. make sure the court is safe to be played on and any issues that may arise are brought to the attention of the Committee; and
12. ensure score sheets are ready for the start of each game (usually provided by the Webmaster).

3.5.6.3 Referees Coordinator The Association must appoint a Referees Coordinator, who shall be responsible for recruitment and training of referees. The Referees Coordinator each year will present the rules, penalties and obligations of teams to the Association for the coming season prior to commencement of the season.

3.5.6.4 Uniform Coordinator It is recommended that an Association member volunteer to

1. store and manage uniform stock;
2. keep a record of player uniform numbers (to avoid conflicts);
3. set uniform selling times at the start of each season to coordinate with the training times of the Association; and
4. collect money for uniform sales and hand-over to Treasurer or deposit into the Association accounts.

3.6 Unforeseen Matters

Should any matters arise for which provision has not been made in the Rules, the Committee shall take action as is necessary:

1. to protect the interests of the Association; or
2. to make sure the objectives of the Association are carried out.

Alteration to these Rules should be considered to address the issue in the future.

4 Meetings

If the President/Co-Presidents and the Vice-President are both absent², or are unable to preside, the Chairperson of the meeting must be

1. in the case of a general meeting—a member elected by the other members present; or
2. in the case of a committee meeting—a committee member elected by the other committee members present.

4.1 General Meetings

4.1.1 Notice

The Secretary (or, in the case of a special general meeting convened under 4.3.2, the members convening the meeting) must give to each member of the Association notice of at least:

1. 21 days for a general meeting if a special resolution is to be proposed at the meeting; and
2. 14 days for a general meeting in any other case

²Model Rule 46



4.1.2 Meeting Details

The notice must

1. specify the date, time and place of the meeting;
2. indicate the general nature of each item of business to be considered at the meeting; and
3. must comply with Rule 4.1.5(5)

If a special resolution is to be proposed, the notice must also state in full the proposed resolution, and state the intention to propose the resolution as a resolution.

4.1.3 Voting at general meeting

1. On any question arising at a general meeting
 - (a) each member who is entitled to vote has one vote;
 - (b) members may vote personally or by proxy; 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.
4. This rule does not apply to a vote at a disciplinary appeal meeting.

4.1.4 Minutes of general meeting

1. The Committee must ensure that minutes are taken and kept of each general meeting.
2. The minutes must record the business considered at the meeting, any resolution on which a vote is taken and the result of the vote, and any statements of material personal interest disclosed under 4.1.8.
3. In addition, the minutes of each annual general meeting must include—
 - (a) the names of the members attending the meeting; and
 - (b) proxy forms given to the Chairperson of the meeting under Rule 4.1.5(6); and
 - (c) the financial statements submitted to the members in accordance with Rule 4.2(2)(AGM:financialstatement); 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 Association; and
 - (e) any audited accounts and auditor's report or report of a review accompanying the financial statements that are required under the Act.

4.1.5 Proxies

1. A member may vote by proxy at a General Meeting other than at a disciplinary appeal meeting.
2. The member voting by proxy must submit his/her vote to the Secretary prior to the General Meeting;
3. Proxy vote instructions sent by post or electronically are of no effect unless received by the Association Secretary no later than 24 hours before the commencement of the meeting.
4. The member voting by proxy must give specific instructions on how the member's vote is to be cast. These instructions will refer to special resolutions published prior to the General Meeting per Rule 4.1.1, or provide for contingency vote in the case of a ballot election (Rule 4.2.2 – ;e.g. “In the event that Joe Bloggs is nominated for President at the AGM and filling the position requires a ballot, I cast my vote for Joe Bloggs.”).
5. Notice of a general meeting given to a member under Rule 4.1.1 must—
 - (a) state that the member may vote by proxy for the meeting per subrules (2-4); and



(b) include a copy of any form that the Committee has approved for the appointment of a proxy.

6. A form appointing a proxy must be given to the Chairperson of the meeting before or at the commencement of the meeting.

4.1.6 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. 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.

4.1.7 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, by proxy or as allowed under Rule 4.1.6) of 10 members entitled to vote or 10% of the members entitled to vote, whichever is greater.
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 4.3.2 the meeting must be dissolved. If a meeting convened by, or at the request of, members is dissolved under this subrule, the business that was to have been considered at the meeting is taken to have been dealt with. If members wish to have the business reconsidered at another special meeting, the members must make a new request under Rule 4.3.2.
 - (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(3b), 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.

4.1.8 Conflict of Interest³

A committee member who has a material personal interest beyond that which is in common with most members of the association (*e.g. my child plays with the Hawks*) in a matter being considered at a committee meeting must disclose the nature and extent of that interest to the Committee, and that member must not be present while the matter is being considered at the meeting, and must not vote on the matter.

4.1.9 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. Example

The members may wish to have more time to examine the financial statements submitted by the Committee at an annual general meeting.

³Model Rules #65



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 33.

4.2 Annual General Meeting

The Committee must convene an annual general meeting (AGM) of the Association within 5 months of the end of each financial year. The Committee may determine the date, time and place of the annual general meeting. The ordinary business of the AGM is as follows:

1. confirm the minutes of the previous annual general meeting and of any special general meeting held since then;
2. to receive and review
 - (a) the annual report of the Committee on the activities of the Association during the preceding financial year; and
 - (b) the financial statements of the Association for the preceding financial year submitted by the Committee in accordance with Part 7 of the Act;
3. to elect the members of the Executive Committee; and
4. any other business of which notice has been given in accordance with these Rules

4.2.1 Election of Committee

The AGM Chairperson must declare all Committee positions vacant, and hold elections for those positions in accordance with these Rules.

1. Prior to the election of each position, the Chairperson of the meeting must call for nominations to fill that position. Any member under Rule 5.1 in good standing may nominate himself, herself, or with the member's consent, be nominated by another member.
2. 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.
3. At the AGM, separate elections must be held for each of the following positions: Presidents/Co-Presidents, Vice-President, Secretary, and Treasurer.
4. If only one member is nominated for the position, the Chairperson of the meeting must declare the member elected to the position.
5. If more than one member is nominated, a ballot must be held in accordance with Rule 4.2.2.
6. On his or her election, the new President/Co-President may take over as Chairperson of the meeting.

4.2.2 Ballot Rules⁴

1. If a ballot is required for the election for a position, the Chairperson of the meeting must appoint a member to act as returning officer to conduct the ballot.
2. The returning officer must not be a member nominated for the position.
3. Before the ballot is taken, each candidate may make a short speech in support of his or her election.
4. The election must be by secret ballot.
5. The returning officer must give a blank piece of paper to
 - (a) each member present in person

⁴Derived from Model Rules #54



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(7b) 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 (toss of a coin, drawing straws, drawing a name out of a hat)

4.3 Special General Meetings

4.3.1 Definition

Any general meeting of the Association, other than an annual general meeting or a disciplinary appeal meeting, is a special general meeting. The Committee may convene a special general meeting as required. No business other than that set out in the notice under Rule 4.1.1 may be conducted at the meeting.

4.3.2 Committee Obligation

A special general meeting must be convened within one month of a request by at least 10% of Association members, when the meeting request

1. is lodged with the Secretary in writing;
2. states the business to be considered at the meeting and any resolutions to be proposed; and
3. includes the names and signatures of the members requesting the meeting

4.3.3 Members' Recourse

If the 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. Under these circumstances, the member-driven special general meeting

1. must be held within 3 months after the date on which the original request was made;
2. may only consider the business stated in that request; and
3. the Association must reimburse all reasonable expenses incurred by the members convening a special general meeting under this Rules.

4.3.4 Special resolutions

A special resolution is passed if not less than three quarters of the members voting at a general meeting (whether in person or by proxy) vote in favour of the resolution. In addition to certain matters specified in the Act, a special resolution is required

1. to remove a committee member from office; and



2. to alter these Rules, including changing the name or any of the objectives of the Association.

4.3.4.1 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.

4.4 Committee Meetings

4.4.1 Conflict of Interest

A committee member who has a material personal interest beyond that which is in common with most members of the association (*e.g. my child plays with the Hawks*) in a matter being considered at a committee meeting must disclose the nature and extent of that interest to the Committee, and that member must not be present while the matter is being considered at the meeting, and must not vote on the matter.

4.4.2 Meeting Frequency

At a minimum, the Committee must meet at least 4 times in each year at the dates, times and places determined by the Committee.⁵ It is strongly recommended that the Committee meet as near to monthly as is practical.

1. The date, time and place of the first committee meeting must be determined by the members of the Committee as soon as practicable after the annual general meeting of the Association at which the members of the Committee were elected.
2. Special committee meetings may be convened by the President/Co-Presidents or by any 4 members of the Committee.

4.4.3 Voting

1. On any question arising at a meeting of the Committee, each committee member present at the meeting has one vote.
2. A motion is carried if a majority of committee members present at the meeting vote in favour of the motion.
3. If votes are divided equally on a question, the Chairperson of the meeting has a second or casting vote.
4. Voting by proxy is not permitted.

⁵Model Rules #58



4.4.4 Quorum

1. No business may be conducted at a Committee meeting unless a quorum of Committee members is present.
2. The quorum for a Committee meeting is the presence (physical, or via technology per Rule 4.4.5) of 50% of the elected Committee.

4.4.5 Use of technology

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

4.4.6 Minutes of meeting

1. The Committee must ensure that minutes are taken and kept of each committee meeting.
2. The minutes must record the following
 - (a) the names of the members in attendance at the meeting;
 - (b) the business considered at the meeting;
 - (c) any resolution on which a vote is taken and the result of the vote; and
 - (d) any material personal interest disclosed under Rule 4.4.1.

5 Membership

These Rules differ significantly from the Model Rules for an Incorporated Association owing to the purpose and operating nature of the the Association.

5.1 Eligibility

The following persons registered with the Association during the financial year are eligible to apply for membership of the Association:

1. Players aged 16 and over;
2. Coaches;
3. Referees;
4. Team managers;
5. Parents and legal guardians of players under the age of 16; and
6. Any person who supports the purposes of the Association and has demonstrated involvement with the Association.

5.1.1 Membership Term

Membership registers reset upon the beginning of the Basketball Victoria (Country) annual cycle – being the beginning of Victorian School Term 4, when the Summer basketball season commences. Members who do not renew their membership with the Association will be considered to have resigned their membership. Members who renew their membership with the Association will remain in the membership register.



5.2 Application for membership

1. To apply to become a member of the Association, an eligible person must submit an application in a form as determined by the Committee.
2. As soon as practicable after an application for membership is received, the Committee must decide whether to accept or reject the application.
3. the Committee must notify the applicant of its decision as soon as practicable after the decision is made.
4. No reason need be given for the rejection of an application.
5. If an application for membership is approved by the Committee, the resolution to accept the membership must be recorded in the committee meeting minutes and the Secretary must, as soon as practicable, enter the name and address of the new member, and the date of becoming a member, in the register of members.
6. A person becomes a member of the Association and is, subject to Rule 5.4, entitled to exercise his or her rights of membership from the date on the which the Committee approves the person's membership.

5.3 Register of members

1. The Secretary must keep and maintain a register of members that includes-
 - (a) the member's name;
 - (b) the member's address;
 - (c) the date of becoming a member;
 - (d) for former members, the date of ceasing to be a member; and
 - (e) any other information as determined by the Committee.
2. Any member may, at a reasonable time and free of charge, inspect the register of members.

5.4 General rights of members

A member of the Association who is entitled to vote has the right to –

1. receive notice of general meetings and of proposed special resolutions in the manner and time prescribed by these Rules;
2. submit items of business for consideration at a general meeting;
3. attend and be heard at general meetings;
4. vote at a general meeting;
5. have access to the minutes of general meetings and other documents of the Association as provided under Rule 5.4.3; and
6. inspect the register of members.

5.4.1 Specific voting conditions

A member is entitled to vote if:

1. more than 5 business days have passed since he or she became a member of the Association; and
2. the member's membership rights are not suspended for any reason.

5.4.2 General member rights exclusions

Association membership does *not* include the right to serve on the committee, serve in non-committee roles, coach, referee, or play. These roles are critical to the functions of the Association, critical to the success of the Association in meeting its objectives, and critical to the relationship between the Association and its members. As such, non-committee roles and coach and referee positions are filled at the explicit discretion of the Committee. This discretion includes the responsibility and authority to fill, remove, and replace individuals in these roles.



5.4.3 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; and
 - (c) subject to subrule (2), the financial records, books, securities and any other relevant document of the Association.
2. The Committee may refuse to permit a member to inspect records of the Association that relate to confidential, personal, employment, commercial or legal matters or where to do so may be prejudicial to the interests of the Association.

5.4.4 Membership Cancellation

1. The membership of a person ceases on resignation, expulsion or death.
2. If a person ceases to be a member of the Association, the Secretary must, as soon as practicable, enter the date the person ceased to be a member in the register of members.
3. A member may resign by notice in writing given to the Association.
4. The rights of a member are not transferable and end when membership ceases.

6 Grievances and Resolution/Disciplinary Procedures

Procedures below covering general grievances may occur between

1. a member and another member;
2. a member and the Committee; and
3. a member and the Association.

Note that 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.

6.1 Internal Resolution

The Association takes member well-being very seriously. As formal handling of complaints can have serious and un-intended repercussions for all involved, members are encouraged to resolve problems early, and with resources available to them within the Association. Association coaches and Committee members must follow guidelines provided by Basketball Australia⁶ and Basketball Victoria⁷.

Members should seek to resolve their complaints within 14 days, as appropriate, through discussion with:

1. Coaches or Team Managers;
2. The Member Protection Information Officer or member of the associated panel; and/or
3. The President/Co-President or other member of the Association

6.2 Arbitration

Where the above measures prove impractical or insufficient within 14 days, parties to a dispute must, within 10 days after the 14 day period:

⁶BA Member Protection By-Law Attachment D1

⁷BV Member Protection By-Law Attachment Part V (2009)



1. notify the Committee of the dispute; and
2. agree to or request the appointment of a mediator; and
3. attempt in good faith to settle the dispute by mediation.

6.2.1 Mediator

The mediator must be a person chosen by agreement between the parties, or in the absence of agreement

1. if the dispute is between a member and another member: a person appointed by the Committee
2. if the dispute is between a member and the Committee or the Association: a person appointed or employed by the Dispute Settlement Centre of Victoria.

6.2.1.1 Impartiality A mediator appointed by the Committee may be a member or former member of the Association but in any case must not be a person who

1. has a personal interest in the dispute; or
2. is biased in favour of or against any party.

6.2.1.2 Process In conducting the mediation, the mediator to a dispute must not determine the dispute, and must:

1. give each party every opportunity to be heard; and
2. allow due consideration by all parties of any written statement submitted by any party; and
3. ensure that natural justice is accorded to the parties throughout the mediation process.

6.2.1.3 Upon failure to resolve dispute by mediation, the parties may seek to resolve the dispute in accordance with the Act, otherwise at law, or per the governing sporting body Formal Procedures (Rule 6.3)

6.3 Formal Procedures

6.3.1 Committee-Based Disciplinary Action⁸

6.3.1.1 Grounds for taking disciplinary action The Association may take disciplinary action against a member if it is determined that he/she:

1. has failed to comply with these Rules;
2. has failed to comply with the By-Laws;
3. refuses to support the purposes of the Association; or
4. has engaged in conduct prejudicial to the Association.

6.3.1.2 Disciplinary subcommittee If the Committee is satisfied that there are sufficient grounds for taking disciplinary action against a member, the Committee must appoint a disciplinary subcommittee to hear the matter and determine what action, if any, to take against the member. The members of the disciplinary subcommittee

1. may be Committee members, members of the Association or anyone else; but
2. must not be biased against, or in favour of, the member concerned.

⁸Derived from Model Rules Part 3 Division 2



6.3.1.3 Notice to member Before disciplinary action is taken against a member, the Secretary must give written notice to the member between 14 and 28 days before the disciplinary meeting is held. The notice must:

1. state that the Association proposes to take disciplinary action against the member; and
2. state the grounds for the proposed disciplinary action; and
3. specify the date, place and time of the meeting at which the disciplinary subcommittee intends to consider the disciplinary action; and
4. advise the member that he or she may do one or both of the following
 - (a) attend the disciplinary meeting and address the disciplinary subcommittee at that meeting;
 - (b) give a written statement to the disciplinary subcommittee at any time before the disciplinary meeting; and
5. set out the member's appeal rights per Rule 6.3.1.5

6.3.1.4 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 as set in Rule 5.4 of the member for a specified period; or
 - iii. expel the member from the Association.
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.

6.3.1.5 Appeal rights

1. A person whose membership rights have been suspended or who has been expelled from the Association under Rule 6.3.1.4 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 Secretary 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 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 member of the Association who is entitled to vote 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 or revoked.



6.3.1.6 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 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 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.

6.3.2 Escalation

If it is not possible or appropriate to resolve complaints at the Committee level, the Association will defer to formal procedures outlined by Basketball Australia⁹ and Basketball Victoria¹⁰. Actions taken by these governing bodies include mediation, tribunal hearings, and/or criminal proceedings.

7 Financial Matters

7.1 Source of funds

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

7.2 Management of funds

1. The Association must open an account with a financial institution from which all expenditure of the Association is made and into which all of the Association's revenue is deposited.
2. Subject to any restrictions imposed by a general meeting of the Association, the Committee may approve expenditure on behalf of the Association.
3. The Committee may authorise the Treasurer to expend funds on behalf of the Association (including by electronic funds transfer) up to a specified limit without requiring approval from the Committee for each item on which the funds are expended.
4. All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by 2 committee members. This requirement is satisfied by electronic approval within an on-line banking system whereby a co-signatory approves payments set-up by the Treasurer or other Officer.
5. All funds of the Association must be deposited into the financial account of the Association no later than 5 working days after receipt.
6. With the approval of the Committee, the Treasurer may maintain a cash float provided that all money paid from or paid into the float is accurately recorded at the time of the transaction.
7. The Association will, from time-to-time, avail itself of professional services provided pro bono from its membership base, e.g. accounting and auditing; graphics services; mediation and dispute resolution. The Committee may approve a token of appreciation for these services of up to \$100. This figure is notionally indexed as dinner for two within the Macedon Ranges.

⁹BA Member Protection By-Law (2015) Attachment D1 Steps 4+

¹⁰BV Member Protection By-Law Attachment Part V (2009)



8. Similar to the item above, it is customary to thank volunteer competition coordinators at the end of each season with a bottle of wine or its equivalent. This should still be raised for awareness and approval of the Committee.

7.3 Financial records

1. The Association 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 Association must retain the financial records for 7 years after the transactions covered by the records are completed.
3. The Treasurer 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 Committee.

7.4 Financial statements

1. For each financial year, the Committee must ensure that the requirements under the Act relating to the financial statements of the Association are met.
2. Without limiting 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 Committee;
 - (d) the submission of the financial statements to the annual general meeting of the Association;
 - (e) the lodgment with the Registrar of the financial statements and accompanying reports, certificates, statements and fee.

8 Appendix

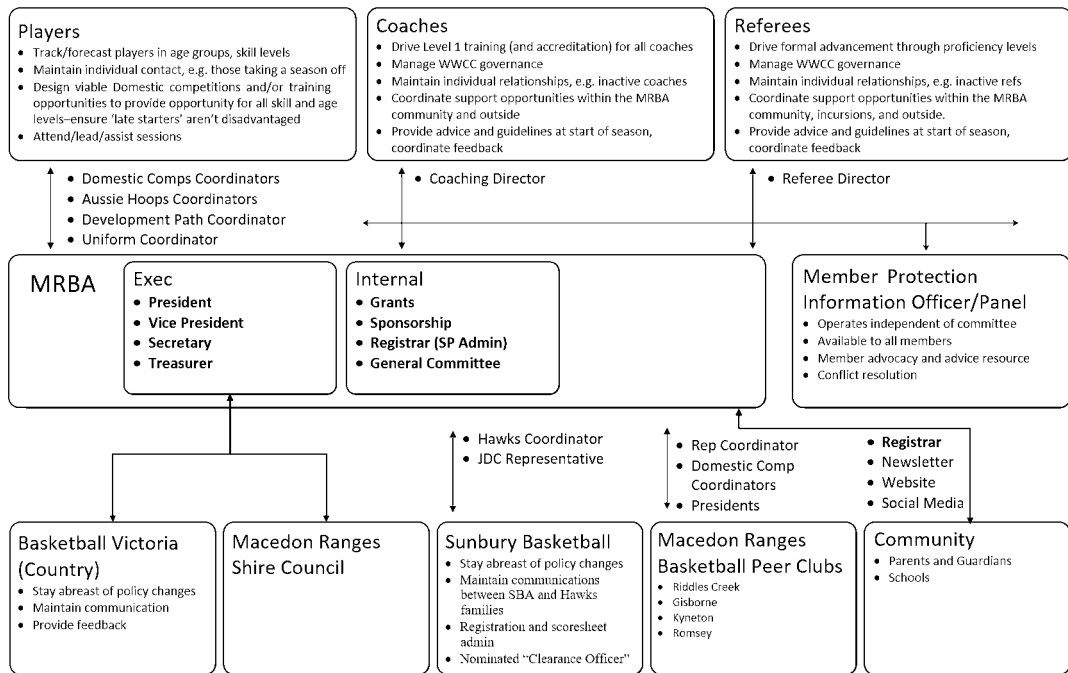


Figure 1: Reference Architecture for MRBA committee. The Association and its Member Protection Information Officer/Panel supports Players, Coaches, and Referees in the top of the stack, with the designated roles identified. The Association also transacts with with a number of other stakeholders identified on the bottom row of the stack, also with roles as indicated. Required committee members are bold, recommended roles, which need not be committee (but is also recommended) are listed in plain font.