



**Brisbane Men's and Women's  
Basketball Association Incorporated**

**CONSTITUTION**

**V2 FINAL – (NOV 2014)**

**APPROVED MEMBERS: 7/12/2014**

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**1 INTERPRETATION: IN THESE RULES**

- (1) The Association:** means Brisbane Men's and Women's Basketball Association Incorporated (BMWBA) also known and trading as Northside Wizards Basketball
- (2) Act** means the Associations Incorporation Act 1981.
- (3) Position Statements** referred to throughout these Rules means the Associations' (Board and all operational staff and/or volunteers) position overview, position descriptions and appropriate position task sheets.
- (4) Association policies and procedures** referred to throughout these Rules means the Association governance, management, administration policies, procedures, operating requirements and codes of conduct and behaviour to name a few.
- (5) Member and Ordinary Member** 'member' referred to throughout these Rules means a member of the Association while an 'ordinary' member refers to all member classes provided a vote within the Association as mentioned in [Rule 5](#).
- (6) The Board** referred to throughout these Rules means the elected or appointed Board for the Association.
- (7) General Meetings** referred to throughout these Rules means the Annual General Meeting (AGM), Special General Meetings (SGM) and General Meetings of the Association.
- (8) Board and Club /Program Area Meeting** as mentioned in [Rule 46 \(1\)](#) and throughout these Rules refers to meetings conducted between the Board and the various program areas and clubs, including but not limited to: Junior Boys Club; Aussie Hoops Girls, Aussie Hoops Boys, Girls Programs, Women Programs, Senior Programs and, Referees and Officials. A Club representative must be an elected member of the Club Committee. Program area representatives must be those individuals that have been officially appointed.
- (9) In writing** referred to throughout these Rules means written, email or printed or partly written and partly printed.
- (10) Words** importing singular include the plural and words importing the plural include the singular.
- (11) A word not defined** a word or expression that is not defined in these Rules, but is defined in the Act has, if the context permits, the meaning given by the Act.
- (12) The Chief Executive** as mentioned in [Rule 39 \(2\)](#) refers to the government representative for the Office of Fair Trading (OFT) responsible for managing approvals and the Incorporation Act's compliance.
- (13) Family member** as mentioned in [Rule 41 \(8\)](#) refers to those who are related by birth, marriage or adoption, which includes partners and their family and includes any persons living or cohabitating with one another regardless of their relationship.

- (14) **In Person** as mentioned in Rule 34 (1) means that proxy voting is not allowed. A member must be in person and/or able to participate in the discussion as it happens to cast a vote. If a member has not heard or been heard but attempts to utilise technology to just cast a vote, their vote shall be deemed a proxy vote and as such not counted.
- (15) **Membership fee** as mentioned in Rule 7 (1) refers to Association membership fee only and doesn't refer to operating, activity, program or event costs and/or fees.
- (16) **Activity Fees and Charges** as mentioned in Rule 7 (2) refers to fees and charges, including but not limited to governing Body Fees, Administration, Facility, Equipment, Volunteer and Team Costs and/or representative fees, competition costs, fees and/or levies to name a few.
- (17) **Program Area & Player Groups** as mentioned throughout these rules refers to the various clubs and activities of the Association, including but not limited to: Junior Boys Clubs, Aussie Hoops Girls, Aussie Hoops Boys, Girls Program and Senior Men's and Women's teams, QBL, Representative teams, state teams and event teams
- (18) **Active Life Member** as mentioned in Rule 5 (3)(c) means a Life Member who actively participates in or contributes to the Association's programs and services within the season or year.
- (19) **Volunteer** as mentioned in Rule 5 (5) refers to the Board and all volunteers selected or appointed by the Board to deliver the Association's operations, programs and services for the Association in an official capacity.
- (20) **Operational Volunteers** as mentioned in Rule 26 (3)(h) means those volunteers who support the Board with operational tasks including but not limited to game officials, coaches, co-ordinators, marketing, fundraising and IT support.
- (21) **General Volunteers** as mentioned in Rule 26 (3)(i) means those volunteers who provide service delivery support for Association competitions, events, canteen and any other activity required of the Board from time to time.
- (22) **Audit Requirements** as mentioned in Rule 31 (1)(f)  
**Level 1 Association** defined under the Act as an Association that has current assets of more than \$100,000 or total revenue of more than \$100,000. This level Association requires a certified accountant or auditor to audit the Association's full financial statements.
- (23) **User Pays Financial System** referenced in Rule 42 (2) means a user pays fees and charges payment system: members will be charged only for what they use.

- (24) Meetings of the Board** as mentioned in Rule 22 (1) means the Board Members only. Operational Volunteers, Club committee personnel or program area managers, members of the Association are not entitled to attend any such meetings. The Board may from time to time invite a club, manager, or others to participate in a specific section of the meeting that is relevant to the individual as an invited guest, if 75% of the Board members agree.
- (25) Attendance at Meetings** as mentioned in Rule 19 (8) the intent is as follows: when a member is elected or appointed to the Board their attendance at meetings is expected to ensure the business of the Association can be discharged: hence if a member of the Board attends less than 80% of the meetings called and/or does not attend two (2) consecutive official meetings, irrespective if the person has provided a written apology their position will be declared vacant and will be filled under Rule 20.
- (26) Secretary** as mentioned throughout the Rules refers to the person appointed as the paid General Manager.
- (27) Treasurer** as mentioned throughout the Rules refers to the person appointed as the paid General Manager.
- (28) Finance Committee** as mentioned in Rule 42 (10) and (11) refers to financial committee made up of a minimum of two (2) paid and/or volunteer personnel who are at least a registered Auditor, and/or Accountant. This group will also include the Chairperson and/or Deputy Chair and General Manager.
- (29) Finance Committee Obligations** as mentioned in Rule 42 (11) is to provide the Board with appropriate financial advice that ensures the Association can grow and prosper - the Board's obligation is to operate within the advice provided and to do otherwise would be seen as a breach of these Rules.
- (30) Employed Member of Staff** as mentioned in Rule 17 (5) refers to those individuals who have been employed under contract as a full time, part time and/or casual employee. It does not refer to those individuals who casually provide the Association service from time to time. The status of staff will be determined by the Board in consideration of these Rules.
- (31) Club Affiliation Agreement** as mentioned throughout these rules refers to the signed document between the association and member groups that stipulates the requirements of the association to its members and the members requirements and expectations to the Association to breach this signed agreement is considered to be a serious breach.

**(31) Affiliated Clubs**

as mentioned in Rule 5 (1) and throughout these Rules means incorporated and or non-incorporated Basketball Clubs or Program Areas including but not limited to Aussie Hoops Girls and Aussie Hoops Boys, Girls, Senior Mens and Womens whose club or program area has at least three (3) Basketball teams comprising of no fewer than seven (7) Basketball players per team and has a current, signed Club Affiliation Agreement in place with the Association or a Program area approved by the Board and funded

**(32) Two (2) Members**

as mentioned in Rule 26 (5)(d) and Rule 46 (2)(d) refers to Club persons elected as a member of the Management Committee - at least one such person must be the Club Manager and or for program area their appointed managers and/or representative .

**(33) General Funds**

as mentioned in Rule 41 (2) rules refers to the primary Association account and as such means under these Rules the BWMBBA Inc Account. All funds allocated to this general account must be recorded in a manner that accurately reflects the Junior, Women's and Girls and Senior individual funds, income and expenditure as required under the user pays model. All shared and program area funds are to be managed under separate accounts as described under Rule 41 (2)

## 2 NAME

The name of the incorporated Association is Brisbane Men's and Women's Basketball Association Incorporated. (BMWBA) (*the Association*).

## 3 OBJECTS

The objects of the Association are to:-

- (1) foster, develop, promote, control and manage all aspects of the game of Basketball in the north Brisbane region and surrounding areas on behalf of the members;
- (2) coordinate and manage facility access, usage and operational requirements on behalf of the Association and its member Branches, clubs and Program Areas;
- (3) manage and deliver the administration and financial requirements of the Association and Affiliated Member Clubs;
- (4) set and oversee the Association and member clubs basketball programs and service delivery standards;
- (5) to participate in the arranged events of the governing bodies for Basketball;
- (6) to promote, control and manage competition matches amongst affiliated members;
- (7) to provide and support representative pathways for players and technical personnel;
- (8) to seek, obtain and maintain facilities for the sport of basketball in the region;
- (9) to be an affiliated member of the sport's recognised governing bodies for Basketball within the state of Queensland.

## 4 POWERS

- (1) The Association has the powers of an individual.
- (2) The Association may, for example
  - (a) enter into contracts; and
  - (b) acquire, hold, deal with and dispose of property; and
  - (c) make charges for services and facilities it supplies; and
  - (d) do other things necessary or convenient to be done in carrying out its affairs.
- (3) The Association may also issue secured and unsecured notes, debentures and debenture stock for the Association.

## 5 CLASSES OF MEMBERS

The membership of the Association shall consist of the following classes of members:

- 1) Affiliated Club/Program Area Members
- 2) Associate Club Members
- 3) Life Members
- 4) Playing Members
- 5) Non-playing (Volunteer) Members
- 6) Corporate Members.

- (1) **AFFILIATED CLUB MEMBERS** shall be any Basketball Club and or Program Area comprising at least three (3) teams as described in Rule 1 (31) who sign to operate under the Associations Affiliated Clubs Membership Agreement on payment of the subscription or such other sum as may be determined from time to time by the Board.

Affiliated Club Members shall be:

- (a) subject to the provisions of these Rules and Affiliate Membership Agreement
- (b) when participating in activities provided by the Association, subject to the Rules stipulated by the Association and the Association's governing bodies
- (c) on signing the membership agreement and the payment of subscription shall be entitled to one (1) vote and
- (d) its members are entitled to hold office or otherwise take part in the management of the Association and all privileges connected therewith irrespective of their club's legal status.

The Affiliated Club Members shall be unlimited.

- (2) **ASSOCIATE CLUB MEMBERS** shall be any incorporated or non-incorporated association/team/club comprising of less than three (3) teams of seven (7) players and/or a sporting organisation, school and other education body and such other entities on approval of its application and on payment of the subscription or such other sum as may be determined from time to time by the Board.

Associate Club Members shall be:

- (a) subject to the provisions of these Rules
- (b) eligible to participate in events and courses arranged by the Association
- (c) when participating in activities provided by the Association, subject to the Rules stipulated by the Association and the Association's governing bodies
- (d) be entitled attend at General Meetings of the Association but not entitled to vote
- (e) its members are entitled to hold office or otherwise take part in the management of the Association and all privileges connected therewith irrespective of their club's legal status.

The Associate Club Members shall be limited.



- (3) **LIFE MEMBER** shall be a person who has provided positive and meritorious services to the Association and meets the criteria as set by the Association and whose nomination has been passed by the Board and confirmed by a majority of members present at the Annual General Meeting of the Association.

Life Members shall be:-

- (a) subject to the provisions of these Rules and all Rules of the activity
- (b) exempt from the payment of membership fees only
- (c) if they have been determined by the Board to be an active Life Member as described in Rule 1 (18) shall be entitled to attend all General Meetings of the Association and entitled to speak but not vote, and if a life member has been determined by the Board to be inactive they shall be entitled to attend General Meetings of the Association, but not be entitled to speak or vote
- (d) be afforded all the entitlements offered to Life Members.

The Life Members numbers shall be limited so that no more than two (2) Life Memberships are nominated in any one year.

- (4) **PLAYING MEMBER** shall be a person who is a player of an Affiliated, Associate Club or Northside Wizards Program Area while that player remains a fully compliant member/player of the Affiliated, Associate Club and or Program Area.

Player Member shall be:

- (a) effected on acceptance of membership by an Affiliated, Associate Club Member or Northside Wizards Program Area; and
- (b) subject to the provisions of these Rules; and
- (c) when participating in activities provided by the Association, subject to the Rules stipulated by the Association and the Association's governing bodies; and
- (d) are not entitled to attend, speak or vote at General Meetings of the Association; though
- (d) playing members over eighteen (18) years are entitled to hold office or otherwise take part in the management of the Association and all privileges connected therewith; and
- (e) junior player members under eighteen (18) years parent or legal guardian aged over eighteen (18) years, are entitled to hold office or otherwise take part in the management of the Association and all privileges connected therewith.

The Playing Members shall be unlimited.

- (5) **NON-PLAYING (VOLUNTEER) MEMBER** shall be a person who is not a registered player, who serves on the Board or as a Volunteer described in Rule 1 (19).

Non-playing Member shall be:

- (a) subject to the provisions of these Rules
- (b) exempt from the payment of membership fees
- (c) if a member of the Board at the time of a General Meeting then they shall be entitled to attend and speak but not vote. All other non-playing (volunteer) members shall not be entitled to attend, speak or vote at General Meetings
- (d) members over eighteen (18) years are entitled to hold office or otherwise take part in the management of the Association and all privileges connected therewith.

The Non-player Members shall be unlimited.

- (6) **CORPORATE MEMBERS** shall be a Company, Business, Co-op, Incorporated Group or Individual who supports the Association's objectives and on payment of the subscription or such other sum as may be nominated from time to time by the Board and/or declared upon the Association at any General Meeting.

**Corporate Members shall be:-**

- (a) subject to the provisions of these Rules while participating at Association functions and activities; and
- (b) not entitled to attend or vote at any Meetings of the Association or to hold office or otherwise take part in the management of the Association.

The number of Corporate Members shall be determined by the Board from time to time.

## 6 NEW MEMBERSHIPS

- (1) An applicant for membership of the Association must be proposed by one (1) member of the Association (the **proposer**) and seconded by another member (the **second**er).
- (2) An application for membership must be—
  - (a) in writing as defined in Rule 1 (9) ; and
  - (b) signed by the applicant and the applicant's proposer and second; and
  - (c) in the form decided by the Board.

## 7 FEES AND CHARGES

- (1) The membership fee as mentioned in Rule 1 (15):
  - (a) is the amount decided by the Association Members eligible to vote from time to time at a General Meeting; and
  - (b) is payable when, and in the way, the Board decides.
- (2) Activity Fees and Charges (Registration) as mentioned in Rule 1 (16):
  - (a) is the amount decided by the Board in conjunction with the Finance Committee from time to time; and
  - (b) is payable when, and in the way, the Board decides.
- (3) Annual membership subscriptions shall be payable in advance on a date determined by the Board from time to time and shall be valid until the day on which the next annual subscription is payable.
- (4) No resignation, termination or forfeiture of membership shall entitle the former member to refunds of the current year's subscription or other related fees.

## 8 ADMISSION AND REJECTION OF NEW MEMBERS

- (1) The Board must consider an application for membership at the next Board Meeting held after it receives the application for membership; and the appropriate membership fee for the application.
- (2) The Board must ensure that, as soon as possible after the person applies to become a member of the Association, and before the Board considers the person's application, the person is advised:
  - (a) whether or not the Association has public liability insurance; and
  - (b) if the Association has public liability insurance, the amount of the insurance.
- (3) The Board must decide at the meeting whether to accept or reject a Club application for membership and decide whether to accept or reject an application for individual membership: though any application from a person or persons under a suspension order for failure to pay and/or breaches of behaviour from another Basketball club and/or association and/or any other recognised sporting club within Australia shall be denied the privileges of membership for the period of suspension, expulsion or removal.
- (4) If a majority of the members of the Board present at the meeting vote to accept the applicant as a member, the applicant must be accepted as a member for the class of membership applied for.
- (5) The Secretary of the Association must, as soon as practicable after the Board decides to accept or reject an application, give the applicant a written notice of the decision.

## 9 WHEN MEMBERSHIP ENDS

- (1) A member may resign from the Association by giving a written notice of resignation to the Secretary.
- (2) The resignation takes effect at—
  - (a) the time the notice is received by the Secretary; or
  - (b) if a later time is stated in the notice, the later time.
- (3) The Board may terminate a member's membership if the member:
  - (a) is convicted of an indictable offence; or
  - (b) does not comply with any of the provisions of these Rules and/or the Rules of the Association's Club; or
  - (c) has membership fees in arrears with the Association and/or Club; or
  - (d) conducts himself or herself in a way considered to be injurious or prejudicial to the character or interests of the Association and/or Club.
- (4) Before the Board terminates a member's membership, the Board must give the member a full and fair opportunity to show why the membership should not be terminated.
- (5) If, after considering all representations made by the member, the Board decides to terminate the membership, the Secretary must give the member a written notice of the decision.
- (6) If a member withdraws from the Association, the member is required to pay all outstanding membership fees, activity fees and any other money due to the Association.

## 10 APPEAL AGAINST REJECTION OR TERMINATION OF MEMBERSHIP

- (1) A person whose application for membership has been rejected, or whose membership has been terminated, may give the Secretary written notice of the person's intention to appeal against the decision.
- (2) A notice of intention to appeal must be given to the Secretary within one (1) month after the person receives written notice of the decision.
- (3) If the Secretary receives a notice of intention to appeal, the Secretary must, within one (1) month after receiving the notice, call a General Meeting to decide the appeal.

## 11 GENERAL MEETING TO DECIDE APPEAL

- (1) The General Meeting to decide an appeal must be held within three (3) months after the Secretary receives the notice of intention to appeal.
- (2) At the meeting, the applicant must be given a full and fair opportunity to show why the application should not be rejected or the membership should not be terminated.
- (3) Also, the Board and the members of the Board who rejected the application or terminated the membership must be given a full and fair opportunity to show why the application should be rejected or the membership should be terminated.
- (4) An appeal must be decided by a majority vote of the members present and eligible to vote at the meeting.
- (5) If a person whose application for membership has been rejected does not appeal against the decision within one (1) month after receiving written notice of the decision, or the person appeals but the appeal is unsuccessful, the Secretary must, as soon as practicable, refund the membership fee paid by the person.

## 12 REGISTER OF MEMBERS

- (1) The Board must keep a register of members of the Association.
- (2) The register must include the following particulars for each member—
  - (a) the full name of the member;
  - (b) the postal or residential address of the member;
  - (c) the date of admission as a member;
  - (d) the date of death or time of resignation of the member;
  - (e) details about the termination or reinstatement of membership;
  - (f) any other particulars the Board or the members at a General Meeting decide.
- (3) The register must be open for inspection by members of the Association at all reasonable times.
- (4) A member of the Association must contact the Secretary to arrange an inspection of the register
- (5) However, the Board may, on the application of a member of the Association, withhold information about the member (other than the members full name) from the register available for inspection if the Board has reasonable grounds for believing the disclosure of the information would put the member at risk of harm.

## 13 PROHIBITION ON USE OF INFORMATION ON REGISTER OF MEMBERS

- (1) A member of the Association must not—
  - (a) use information obtained from the register of members of the Association to contact, or send material to, another member of the Association for the purpose of advertising for political, religious, charitable or commercial purposes; or
  - (b) disclose information obtained from the register to someone else, knowing that the information is likely to be used to contact, or send material to, another member of the Association for the purpose of advertising for political, religious, charitable or commercial purposes.

- (2) Subrule (1) does not apply if the use or disclosure of the information is approved by the Association.

#### **14 APPOINTMENT OR ELECTION OF SECRETARY (GENERAL MANAGER)**

- (1) The Secretary must be an individual residing in Queensland, or in another State but not more than 65km from the Queensland border, who is a member of the Association elected by the Association as Secretary or any person who is appointed by the Board.
- (2) If a vacancy happens in the office of Secretary, the members of the Board must ensure a Secretary is appointed or elected for the Association within one (1) month after the vacancy happens.
- (3) If the Board appoints a Secretary, other than to fill a casual vacancy on the Board, the person does not become a member of the Board.
- (4) However, if the Board appoints a person as Secretary to fill a casual vacancy on the Board, the person becomes a member of the Board.
- (5) If the appointed Secretary is not remunerated for the services provided over and above reimbursements for expenses incurred while executing the duties of the position, these Rules will deem that the Appointed Secretary is a volunteer and as such will be subject to Rule 17 (9).
- (6) In this Rule— **casual vacancy**, on a Board, means a vacancy that happens when an elected member of the Board resigns, dies or otherwise stops holding office.

#### **15 REMOVAL OF SECRETARY (GENERAL MANAGER)**

- (1) The Board of the Association may at any time remove a person appointed by the Board as the Secretary.
- (2) The Board of the Association may remove a Secretary elected by the members, **though the person remains a member of the Board**.

#### **16 FUNCTIONS OF SECRETARY (GENERAL MANAGER)**

- (1) The Secretary's functions include, but are not limited to:
  - (a) calling meetings of the Association, including preparing notices of a meeting and of the business to be conducted at the meeting in consultation with the Chairman of the Board of the Association; and
  - (b) keeping minutes of each meeting; and copies of all correspondence and other documents relating to the Association; and maintaining the register of members.

## 17 MEMBERSHIP OF BOARD

- (1) The Board of the Association shall be a minimum of five (5) and maximum of seven (7). The Board of the Association shall consist of:
  - (1) Chairperson
  - (2) General Manager (non-voting – Secretary, Treasurer)
  - (3) Director Participation
  - (4) Director High Performance
  - (5) Director Marketing
  - (6) Director Resources (Vice Chair)
  - (7) Spare (for Board's internal use only)
- (2) A member of the Board, other than a Secretary if appointed by the Board, must be a member of the Association.
- (3) The Office Bearers of the Association shall be positions one (1), two (2) and six (6).
- (4) The Board member voluntary and/or paid must be fully independent and as such must not hold a management committee position on an Affiliated or Associate Member Club or any other Basketball association unless 75% of voting members of the Association agree.
- (5) No person who is currently employed or has been employed as a member of staff as defined in Rule 1 (30) within the previous twenty-four (24) months can nominate for any elected volunteer Board positions.
- (6) No Affiliated or Associate Club shall be represented by more than two (2) representatives on the Board at any one time unless it is agreed to unanimously by the voting members of the Association.
- (7) At each Annual General Meeting (AGM) of the Association, the members of the Board must retire from office in line with Subrule (8) and are eligible, on nomination, for re-election in line with Subrule (9).
- (8) At the Annual General Meeting of the Association held on odd years, all positions with an odd number in the list above, if held by volunteer members of the Board, shall be declared vacant. At the Annual General Meeting of the Association held on even years all even numbered positions similarly held shall be declared vacant. Any Board member whose position has been declared vacant under this sub-rule shall be eligible upon nomination for re-election subject to Subrule (9).
- (9) No volunteer member of the Board or the appointed Secretary as defined in Rule 14 (5) can hold any position on the Management Committee for more than four (4) consecutive years and must retire for a minimum of one (1) year from the Board before they will be eligible for re-election to any Board position and on said retirement are entitled to hold an operational and/or service delivery volunteer position within the organisation in line with Rule 26 (3)(h)(i).
- (9) A member of the Association may be appointed to a casual vacancy on the Board under Rule 20.

## 18 ELECTING THE BOARD

A member of the Board may only be elected as follows:

- (1) A person may be a candidate only if the person –
  - (a) is an adult eligible to be elected as a member under section 61A of the Act;
  - (b) is not in conflict with Rules 17 (4), (5), and (9); and
  - (c) has not been expelled as a Board, Committee Member or Director of any not-for-profit or Australian Company Limited by Guarantee.
- (2) All nominations for membership of the Board are to be in writing and in the hands of the Secretary eighteen (18) days prior to the Annual General Meeting.
- (3) All candidates will be required to indicate in writing their ability to meet the skills, tasks and time required for the applied position as defined by the Association's 'Position Statements'. All prospective candidates will be required to complete the Board's Position Statement nomination form.
- (4) Candidates application forms must be posted via email to member clubs at least fourteen (14) days immediately preceding the Annual General Meeting.
- (5) Each member of the Association present and eligible to vote at the Annual General Meeting may vote for one (1) candidate for each vacant position on the Board.
- (6) In the absence of any valid written nominations, candidates may be called or accepted from the floor of the Annual General Meeting. Those nominating from the floor will be required to verbally provide the members with evidence of their ability to meet skills, tasks and time required for the specified position as defined by the Board's Position Statements. The members present and eligible to vote will accept or reject the candidate's nomination based on the information provided by the candidate.
- (7) If any position has only one candidate, the members present and eligible to vote will accept or reject the nomination based on the candidate's ability to meet the Position Statement duties, if it is known. If there is doubt that the candidate possesses the skills to fill the position, the nomination shall be rejected, the position shall remain vacant until a suitable volunteer can be found under Rule 20 or until such time as the Association has the ability to buy in the services of skilled personnel.
- (8) Balloting lists shall be prepared, if necessary, containing the names of the accepted candidates in alphabetical order for each position and each voting member present at the Annual General Meeting shall be entitled to vote.
- (9) If after a vote has been conducted and candidates for one (1) position remains tied and deadlocked, the members present and entitled to vote can vote to accept or reject both candidates.
- (10) If both candidates are accepted the number of Board members may be increased by one (1) additional position until such time as the position is up for re-election as defined in Rule 17 (8)
- (11) If rejected then the position shall remain vacant until a suitable volunteer can be found under Rule 20 or that the Association has the ability to buy in the services of skilled personnel.



**19 RESIGNATION, REMOVAL OR VACANCIES OF OFFICE OF BOARD MEMBER**

- (1) A member of the Board may resign from the Committee by giving written notice of resignation to the Secretary.
- (2) The resignation takes effect at:
  - (a) the time the notice is received by the Secretary; or
  - (b) if a later time is stated in the notice, the later time.
- (3) The member who has resigned from the Board will not be eligible for election or nomination to any position on the Board for a two (2) year period from their resignation date irrespective of their circumstances.
- (4) A member may be removed from office at a General Meeting of the Association if a majority of the members present and eligible to vote at the meeting vote in favour of removing the member.
- (5) Before a vote of members is taken about removing the member from office, the member must be given a full and fair opportunity to show cause why he or she should not be removed from office.
- (6) A member has no right of appeal against the member's removal from office under this Rule.
- (7) A member immediately vacates the office of member in the circumstances mentioned in section 64(2) of the Act.
- (8) A member of the Board may be removed from their position but retain a position more suitable on the Board if it is proven they are unable to deliver their position responsibilities as stipulated in the organisation's Operational Task Sheets as defined in Rule 1 (3) and/or their position declared vacant if they fail to attend official meetings of the Board as described in Rule 1 (25).
- (9) A member of the Board may be removed from office and/or their membership revoked if it is proven to the members of the Board that they fail to abide by the Association's Rules, Policies, Confidentiality Agreements, Procedures, Codes of Conduct and Behaviour and/or if they have placed the Association's reputation within the community or sport at risk, they shall be terminated in accordance with Rule 9 and provided opportunity to appeal as stipulated under Rule 10.

**20 VACANCIES ON BOARD**

- (1) If a casual vacancy happens on the Board, the continuing members of the Board may appoint another member of the Association to fill the vacancy in line with Rule 17 (8) until the next Annual General Meeting.
- (2) The continuing members of the Board may act despite a casual vacancy on the Board.
- (3) However, if the number of Board members is less than the number fixed under Rule 23 (1) as a quorum of the Board, the continuing members may act only to:
  - (a) increase the number of Board members to the number required for a quorum; or
  - (b) call a General Meeting of the Association.

## 21 FUNCTIONS OF BOARD

- (1) Subject to these Rules or a resolution of the members of the Association carried at a General Meeting, the Board has the general control and management of the administration of the affairs, property and funds of the Association.
- (2) The Board has authority to interpret the meaning of these Rules and its member Clubs' Associations Rules and any matters relating to the Association and its member Clubs on which the Rules are silent, but any interpretation must have regard to the Act, including any regulation made under the Act.

*Note:* The Act prevails if the Association's Rules are inconsistent with the Act – see section 1B of the Act.

- (3) The Board may exercise the powers of the Association:
  - (a) to borrow, raise or secure the payment of amounts in a way the members of the Association decide; and
  - (b) to secure the amounts mentioned in paragraph (a) or the payment or performance of any debt, liability, contract, guarantee or other engagement incurred or to be entered into by the Association in any way, including by the issue of debentures (perpetual or otherwise) charged upon the whole or part of the Associations property, both present and future; and
  - (c) to purchase, redeem or pay off any securities issued; and
  - (d) to borrow amounts from members and pay interest on the amounts borrowed; and
  - (e) to mortgage or charge the whole or part of its property; and
  - (f) to issue debentures and other securities, whether outright or as security for any debt, liability or obligation of the Association; and
  - (g) to provide and pay off any securities issued; and
  - (h) to invest in a way the members of the Association may from time to time decide.
- (4) For Subrule (3)(d), the rate of interest must not be more than the current rate being charged for overdrawn accounts on money lent (regardless of the term of the loan) by:
  - (a) the financial institution for the Association; or
  - (b) if there is more than one (1) financial institution for the Association, the financial institution nominated by the Board.

**22 MEETINGS OF BOARD**

- (1) Subject to this Rule, the Board may meet as described in Rule 1 (24) and conduct its proceedings as it considers appropriate.
- (2) To exercise its functions the Board must meet at least four (4) times a year with at least two (2) being conducted within the championship season.
- (3) The Board must decide how a meeting is to be called.
- (4) Notice of a meeting is to be given in the way decided by the Board.
- (5) The Board may hold meetings, or permit a Board member to take part in its meetings, by using any technology that reasonably allows the member to hear and take part in discussions as they happen.
- (6) A Board member who participates in the meeting as mentioned in Subrule (5) is taken to be present at the meeting.
- (7) A question arising at a Board Meeting is to be decided by a majority vote of members of the Board present at the meeting and if the votes are equal, the question is decided in the negative.
- (8) A member of the Board must not vote on a question about a contract or proposed contract with the Association if the member has an interest in the contract or proposed contract and, if the member does vote, the members vote must not be counted.
- (9) The Chairperson is to preside as Chairperson at a Board Meeting.
- (10) If there is no Chairperson or if the Chairperson is not present within ten (10) minutes after the time fixed for a Board Meeting, the members may choose one (1) of their number to preside as Chairperson at the meeting.

**23 QUORUM FOR, AND ADJOURNMENT OF, BOARD MEETING**

- (1) At a Board Meeting four (4) elected or appointed members are required to form a quorum.
- (2) If there is no quorum within thirty (30) minutes after the time fixed for a Board Meeting called on the request of members of the Board, the meeting lapses, other than on the request of the members of the Board for:
  - (a) the meeting is to be adjourned for at least one (1) day; and
  - (b) the members of the Board who are present are to decide the day, time and place of the adjourned meeting; or
  - (c) if a Board quorum cannot be achieved, the continuing members may act as required under Rule 20 (3).
- (3) If, at an adjourned meeting mentioned in Subrule (2a, 2b), there is no quorum within thirty (30) minutes after the time fixed for the meeting, the meeting lapses.

## **24 SPECIAL MEETING OF BOARD**

- (1) If the Secretary receives a written request signed by at least 33% of the members of the Board, the Secretary must call a special meeting of the Board by giving each member of the Board notice of the meeting within 14 days after the Secretary receives the request.
- (2) If the Secretary is unable or unwilling to call the special meeting, the Chairman of the Board must call the meeting.
- (3) A request for a special meeting must state:
  - (a) why the special meeting is called; and
  - (b) the business to be conducted at the meeting.
- (4) A notice of a special meeting must state:
  - (a) the day, time and place of the meeting; and
  - (b) the business to be conducted at the meeting.
- (5) A special meeting of the Board must be held within 14 days after notice of the meeting is given to the members of the Board.

## **25 MINUTES OF BOARD MEETINGS**

- (1) The Secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each Board Meeting are entered in a minute book.
- (2) To ensure the accuracy of the minutes, the minutes of each Board Meeting must be signed by the Chairperson of the meeting, or the Chairperson of the next Board Meeting, verifying their accuracy.
- (3) The minutes compiled by the Secretary and duly signed by the Chairperson authenticating their accuracy shall be deemed as the official minutes.

## **26 DUTIES OF THE ASSOCIATION: BOARD AND MEMBERS**

### **(1) The duty of the Association to the Board Personnel**

Shall be to:

- (a) ensure all individual Board personnel are compensated for the costs associated with completing their duties in accordance with the 'Association's Board Reimbursement Policy and Procedures'.
- (b) provide the support and training required to complete the tasks required of their position according to the Association's 'Volunteer' policies and procedures by ensuring that all Board personnel receive appropriate:
  - (i) 'Board Induction Training' prior to the commencement of their duties; and
  - (ii) 'Board Positional Task Sheet'; and
  - (iii) 'Education and/or training' required to complete their tasks or position requirements at the Association's cost.

**(2) The duties of Board and Board Personnel to the Association**

Shall be to:

- (a) continue to develop the Association by implementing modern, efficient and effective administration, management and financial practises that support the longevity of the Association;
- (b) develop, approve and administer the Association and Association policies, procedures, sport's operational framework, management and compliance requirements and set the fines and penalties for breaches or non-compliance;
- (c) provide members with the support they require to develop within the constraints of the Association's financial and human capacity;
- (d) not dismiss or disregard lightly the concepts, issues or advice provided, raised or presented by the Affiliated Club Members;
- (e) ensure that the differences and variances in usage and volunteer contributions are reflected in the members' affiliation fee/s; and
- (f) ensure NO Affiliated Member Club and or Program Area/Player Group as described in Rule 1 (17) is sacrificed or suppressed for the development of another.

**The individual Board members duty shall be to:**

- (g) attend meetings, actively and constructively participate in the discussions and decision-making process and know that non-attendance or disruptive behaviour may result in disciplinary action or expulsion;
- (h) effectively and efficiently deliver their roles and responsibilities as stipulated under their Position Statements and Operational Task Sheets;
- (i) deliver their portfolio responsibilities in accordance to the Associations strategic plan and oversee the Board, Staff and operational volunteer service delivery outcomes;
- (j) support the majority decisions made by the Board irrespective of personal opinion; and
- (k) make decisions based on what is best for the collective not individuals.

**(3) The duties of the Board to the Association Workforce, Paid and/or Volunteer**

The duty to paid Staff shall be to:

- (a) undertake ongoing recruitment to ensure there are appropriately qualified and motivated personnel with sufficient time to fulfil all paid positions in the Association
- (b) place staff based on experience, skills and/or their potential to develop the skills
- (c) provide staff with a document that clarifies the requirements of the paid position such as length of tenure, hours, entitlements, line manager, reporting process, communication requirements, review process
- (d) provide all staff with a Position Description, Task Sheet and Codes of Conduct and Behaviour and
- (e) conduct appraisals at least once per annum with the Chairperson and the General Manager.

The duty to **Volunteers** shall be to:

- (f) undertake ongoing recruitment to ensure there are appropriately qualified and motivated personnel with sufficient time to fulfil the volunteer positions in the Association.
- (g) place Association volunteers based on experience, skills and/or their potential to develop the skills in order that no volunteer is placed knowingly in a position or given a task that is beyond his or her known capabilities unless adequate support is provided. If the skills cannot be obtained or supported, the volunteer shall be removed from the position or task with the option of being redeployed to a new position or task that better suits their situation and ability.
- (h) ensure that key operational volunteers who are required to volunteer throughout the year described in Rule 1 (20), are rested from all operational voluntary duties within or for the Association for a period of not less than one season after four (4) consecutive years continuous service but shall be entitled to hold a service delivery volunteer position within the organisation in line with Subrule (d).
- (i) ensure that general volunteers and team volunteers as mentioned in Rule 1 (21), are provided an off-season from all voluntary duties within or for the Association.
- (j) ensure the needs of the Association's most valued resource, its volunteer workforce, are supported by modern volunteer policies, procedures, codes and practises.
- (k) recognise and reward the commitment and contribution of the Association's volunteers according to the club's volunteer policies, procedures and industry standards.
- (l) if the Association is unable to recruit personnel with the appropriate skills, time or commitment to key and/or high risk positions, the Board will buy in the service/s at the members' cost.

**(4) The duty of the Association/Board to Club Members**

The duty to Affiliated Clubs shall be to:

- (a) manage Affiliated Clubs; management, administration, facility and financial obligations and oversee the standard of Affiliated Clubs service deliver; and
- (b) organise and control the Basketball competition/s, selections, representative and development system

The duty to Associate Clubs shall be to

- (e) organise and control the Basketball competition/s and representative system

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**(5) The duty of Affiliated Club Members and Associate Club Members to the Association**

Shall be to:-

- (a) notify the Secretary of the Association of any change in the particulars given on the application form within seven (7) days of the change occurring
- (b) adopt the rules of Basketball as determined by the sport's governing body in the State
- (c) refer questions pertaining to Basketball to the Association for a decision
- (d) provide two (2) Club Committee Members as described in Rule 1 (32) to represent your organisation and/or to make decisions on behalf of your organisation
- (e) attend meetings, actively and constructively participate in the discussions and decision making process and know that non-attendance or disruptive or disrespectful behaviour may result in individual and/or club disciplinary action or expulsion
- (f) follow the Rules of the Association, management, administration, processes, policies and procedures, rules of the sport, code of conduct and codes of behaviour of the Association, and its representatives, land owners and/or land managers
- (g) be responsible for the actions of your organisation's members and those visitors attending or participating in the Association's activities and/or events
- (h) ensure the needs of the Club's most valued resource, its volunteer workforce, are supported by modern volunteer policies, procedures, codes and practises
- (i) recognise and reward the commitment and contribution of the Club's volunteers according to the Association's volunteer policies, procedures and industry standards
- (j) know if the Club is unable to recruit personnel with the appropriate skills, time or commitment to key and/or high risk positions, the Club will buy in the service/s at the members' cost in order to decrease the risk to the Club or Basketball in the region
- (k) when representing the Association, do so in a manner that reflects and promotes the objectives of the Association and Basketball
- (l) know the Association is empowered to set the standard and penalties for non-compliance.

**(6) The duty of all Players and Members to the Association**

Shall be to:

- (a) follow the Rules of the Association and Club, the rules of the activity, codes of conduct and codes of behaviour of the Association, the sport and land owners and/or land managers;
- (b) when representing the Association and/or a member Club, do so in a manner that reflects and promotes the objectives of the Association and Club and the sport's governing bodies; and
- (c) know the Board of the Association is empowered to set the standard and penalties for non-compliance.

**(7) The duty of all Family/Friends of Association Members to the Association**

Shall be to:

- (a) follow the Rules of the Association and/or a member Club, the rules of the activity, codes of conduct and codes of behaviour of the Association, the sport and land owners and/or land managers;
- (b) when attending Association and/or member Club events, competition, training or activities, do so in a manner that reflects and promotes the objectives of the Association, its member Clubs and the sport's governing bodies; and
- (c) know the Board of the Association is empowered to set the standard and penalties for non-compliance.

**(8) The duty of all Corporate Members to the Association**

Shall be to:

- (a) follow the Rules of the Association, policies and procedures, codes of conduct and codes of behaviour of the Association and land owners and/or land managers;
- (b) when attending the facilities, activities, programs and events, do so in a manner that reflects and promotes the objectives of the Association and ensure your actions do not place the Association and/or its member Clubs reputation at risk with the community, Basketball Queensland and/or local council; and
- (c) know the Board of the Association is empowered to set the standard and penalties for non-compliance.

**27 APPOINTMENT OF OPERATIONAL GROUPS**

- (1) The Board may appoint a group consisting of members of the Association considered appropriate by the Board to help with the conduct of the Associations operations.
- (2) The Board will determine the manner in which the group will operate and report from time to time.

**28 ACTS NOT AFFECTED BY DEFECTS OR DISQUALIFICATIONS**

- (1) An act performed by the Board, an operational group or a person acting as a member of the Board is taken to have been validly performed.
- (2) Subrule (1) applies even if the act was performed when:
  - (a) there was a defect in the appointment of a member of the Board, operational group or person acting as a member of the Board; or
  - (b) a Board member, operational group or person acting as a member of the Board was disqualified from being a member.

**29 RESOLUTIONS OF BOARD WITHOUT MEETING**

- (1) A written resolution signed by each member of the Board is as valid and effectual as if it had been passed at a Board Meeting that was properly called and held.
- (2) A resolution mentioned in Subrule (1) may consist of several documents in like form, each signed by one (1) or more members of the Board.



### **30 ANNUAL GENERAL MEETINGS (AGM)**

Annual General Meeting must be held at least once each year and within **6 months** after the end date of the Association's reportable financial year.

### **31 BUSINESS TO BE CONDUCTED AT ANNUAL GENERAL MEETING**

- (1) The following business must be conducted at each Annual General Meeting of the Association:
  - (a) Opening, recording of attendance and apologies
  - (b) Chairperson's welcome
  - (c) Approval of minutes of the previous Annual General Meeting
  - (d) Business arising from the minutes
  - (e) Association Reports
  - (f) Financial Auditor's Report as described in Rule 1 (22) and its receipt for the last reportable financial year
  - (g) Approval of the Association membership fee for the next financial year
  - (h) Board recommendations
  - (i) Notice of motions and/or Special Resolutions
  - (j) Election of Life Members, Service Award recipients and Merit Certificate recipients
  - (k) Election of members of the Board
  - (l) Appointment of an auditor for the new financial year

### **32 NOTICE OF ANNUAL GENERAL MEETING AND GENERAL MEETINGS**

- (1) The Secretary may call a General Meeting of the Association.
- (2) The Secretary must give at least fourteen (14) days notice of the meeting.
- (3) If the Secretary is unable or unwilling to call the meeting, the Chairman of the Board must call the meeting.
- (4) The Board may decide the way in which the notice must be given.
- (5) However, notice of the following meetings must be given in writing:
  - (a) a meeting called to hear and decide the appeal of a person against the Board's decision—
    - (i) to reject the person's application for membership of the Association; or
    - (ii) to terminate the person's membership of the Association;
  - (b) a meeting called to hear and decide a proposed special resolution of the Association.
- (6) A notice of a General Meeting must state the business to be conducted at the meeting.

### 33 QUORUM FOR, AND ADJOURNMENT OF, ALL GENERAL MEETINGS

- (1) The quorum for a General Meeting will be half the number of Fully Affiliated Member Clubs plus one (1) who are compliant at that time of the meeting and whose members are deemed present and eligible to vote.
- (2) No business may be conducted at a General Meeting unless there is a quorum of members when the meeting proceeds to business.
- (3) If there is no quorum within thirty (30) minutes after the time fixed for a General Meeting called on the request of members of the Board or the Association, the meeting lapses.
- (4) In any other case it shall stand adjourned to the same day in the next week at the same time and place, or to such other day and at such other time and place as the Board may determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the members present shall be a quorum.
- (5) The Chairperson may, with the consent of any meeting at which there is a quorum, and must if directed by the meeting, adjourn the meeting from time to time and from place to place.
- (6) If a meeting is adjourned under Subrule (4), only the business left unfinished at the meeting from which the adjournment took place may be conducted at the adjourned meeting.
- (7) The Secretary is not required to give the members notice of an adjournment or of the business to be conducted at an adjourned meeting unless a meeting is adjourned for at least thirty (30) days.
- (8) If a meeting is adjourned for at least thirty (30) days, notice of the adjourned meeting must be given in the same way notice is given for an original meeting.

### 34 PROCEDURE AT GENERAL MEETING

- (1) A member may take part and vote in a General Meeting in person as described in [Rule 1 \(14\)](#), or by using any technology that reasonably allows the member to hear and take part in discussions as they happen.
- (2) A member who participates in a meeting as mentioned in Subrule (1) is taken to be present at the meeting.
- (3) At each General Meeting:
  - (a) the Chairman of the Board is to preside as Chairperson; and
  - (b) if there is no Chairman of the Board or if the Chairman of the Board is not present within fifteen (15) minutes after the time fixed for the meeting or is unwilling to act, the members present must elect one (1) of their number to be Chairperson of the meeting; and
  - (c) the Chairperson must conduct the meeting in a proper and orderly way; and
  - (d) accordingly members must conduct their manner and behaviour properly and according to the direction of the Chair and the majority of members' wishes.

### 35 VOTING AT AGM OR GENERAL MEETING OF THE ASSOCIATION

- (1) At a General Meeting, each question, matter or resolution, other than a special resolution, must be decided by a majority of votes of the members present and eligible to vote.
  - (a) A **special resolution** must be decided by a 75% of votes of the Affiliated Club Members present and eligible to vote.
- (2) Each Affiliated Club Member representative present and eligible to vote is entitled to one (1) vote and if the votes are equal, the motion, matter, or resolution shall be determined to retain the status quo.
- (3) The method of voting is to be decided by the Board and in order to protect the voting member clubs right to view how their representative have cast the Associations (clubs) vote a secret ballot may not be conducted
- (4) A Special General Meeting called in line with Rule 36 shall have only questions, matters or resolutions circulated to members within the 'Notice of Meeting' in accordance with these Rules discussed and determined by the members present and eligible to vote at the meeting.

### 36 SPECIAL GENERAL MEETING

- (1) The Secretary must call a Special General Meeting by giving each member of the Association notice of the meeting within fourteen (14) days after:
  - (a) being directed to call the meeting by the Board; or
  - (b) being given a written request signed by—
    - (i) at least three (3) persons who at the time of signing the request are members of the Board; or
    - (ii) at least half of Affiliated Club Members who are eligible members of the Association plus one (1) when the request is signed;
  - (c) being given a written notice of an intention to appeal against the decision of the Board:
    - (i) to reject an application for membership; or
    - (ii) to terminate a person's membership.
- (2) A request mentioned in Subrule (1)(b) must state:
  - (a) why the Special General Meeting is being called; and
  - (b) the business to be conducted at the meeting.
- (3) A Special General Meeting must be held within three (3) months after the Secretary:
  - (a) is directed to call the meeting by the Board; or
  - (b) is given the written request mentioned in Subrule (1)(b); or
- (c) is given the written notice of an intention to appeal mentioned in Subrule (1)(c).
- (4) If the Secretary is unable or unwilling to call the special meeting, the Chairman of the Board must call the meeting.
- (5) A Special General Meeting called in line with Subrule 1 to 4 must be conducted in accordance with Rule 34, 35, and 37.

### 37 MINUTES OF GENERAL MEETINGS

- (1) The Secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each General Meeting are entered in a minute book.
- (2) To ensure the accuracy of the minutes:
  - (a) the minutes of each General Meeting must be signed by the Chairperson of the meeting, or the Chairperson of the next General Meeting, verifying their accuracy;
  - (b) the minutes of each Annual General Meeting must be signed by the Chairperson of the meeting, or the Chairperson of the next meeting of the Association that is a General Meeting or Annual General Meeting, verifying their accuracy.
  - (c) the minutes compiled by the Secretary and duly signed by the Chairperson authenticating their accuracy shall be deemed as the official minutes.
- (3) If asked by a member of the Association, the Secretary must, within twenty-eight (28) days after the request is made:
  - (a) make the minute book for a particular General Meeting available for inspection by the member at a mutually agreed time and place; and
  - (b) give the member copies of the minutes of the meeting.
- (4) The Association may require the member to pay the reasonable costs of providing copies of the minutes.

### 38 BY-LAWS

- (1) The Board may make, amend or repeal By-laws, not inconsistent with these Rules, for the internal management of the Association.
- (2) A By-law may be set aside by a vote of members at a General Meeting of the Association.

### 39 ALTERATION OF RULES

- (1) Subject to the Act, these Rules may be amended, repealed or added to **by a special resolution** as defined in Rule 35 1 (a) carried at a General Meeting.
- (2) However an amendment, repeal or addition is valid only if it is registered by the Chief Executive as defined in Rule 1 (12).

### 40 COMMON SEAL

- (1) The Board must ensure the Association has a common seal.
- (2) The common seal must be:
  - (a) kept securely by the Board; and
  - (b) used only under the authority of the Board.
- (3) Each instrument to which the seal is attached must be signed by a member of the Board and countersigned by:
  - (a) the Secretary; or
  - (b) another member of the Board; or
  - (c) someone authorised by the Board.

#### 41 FUNDS AND ACCOUNTS

- (1) The funds of the Association must be kept in an account in the name of the Association in a financial institution decided by the Board.
- (2) Records and accounts must be kept in the English language showing full and accurate particulars of the financial affairs of the Club.
- (3) All amounts must be deposited in the financial institution accounts as soon as practicable after receipt.
- (4) The Board is required to keep the following accounts;
  - (a) **General Account**
  - (b) **Asset Account** for applicable items including but not limited to facility maintenance, lighting, building, canteen and amenities repair and sport and office equipment replacement; and
  - (c) **Government** for Taxes, BAS and Staff entitlements, superannuation and Grants, though from time to time Grants may be kept in a separate account if so determined by the Board; and
- (5) The accounts mentioned in subrule 4 must be managed in the following manner;
  - (a) The **General Account** mentioned in Subrule (4)(a) must accurately reflect each Clubs, income and expenditure and ensure such funds used for the specific clubs contribution to their use or their specific programs and services only unless 75% of the clubs members determine differently
  - (b) **Asset Fund Account** mentioned in Subrule (4)(b) is to be managed by the Board as described below:
    - (i) Funds charged and collected from Clubs, members and user groups for facility maintenance, repair and equipment replacement under the Association's User-Pay Policy are to be placed in said account to meet the Association's asset repair and replacement obligations and Association's asset replacement and maintenance schedule.
    - (ii) Funds collected from players for replacement of specific equipment or uniform costs are to be identified and protected for future replacement of said equipment.
  - (c) **Government Account** as mentioned in Subrule (4)(c) may only be used for the purpose described within this Subrule, though all established surpluses at the end of the Government reporting timeframe may be transferred to general funds other than staff entitlements or Grants.
- (7) A payment by the Association of one hundred dollars (\$100) or more must be made by cheque or electronic funds transfer that has been approved by the Board in line with the Association's financial policy.

- (8) If a payment of one hundred dollars (\$100) or more is made by cheque or electronic funds transfer, the cheque or transfer must be signed by any two (2) of the following not a family member as defined in Rule 1 (13):
- (a) the Chairperson
  - (b) the Vice Chairperson
  - (c) the General Manager ( Sec/Treasurer)
  - (d) any other member of the Association authorised by the Board from time to time.
- However, one (1) of the persons who signs the cheque or authorises the payment electronically must be the Treasurer and if the Treasurer is unavailable then it must be the Chairperson.
- (9) Cheques, other than cheques for wages, allowances or petty cash recoupment, must be crossed not negotiable.
- (10) All expenditure must be approved or ratified at a Board Meeting.
- (11) The Association is entitled and authorised under these Rules to issue Bank Debit Cards for the Association and its member Clubs.
- (12) Each Bank Debit Card dollar (\$) and usage limits will be determined by the Board in consideration of the Association's budget and operational requirements from time to time.
- (13) Association Bank Debit Card use will be managed by the Finance Committee in line with the approved financial expenditure and reporting requirements of these Rules and good financial management practises associated with debit card use applied from time to time by the Board.
- (14) A petty cash account must be kept on the imprest system, and the Board must decide the amount of petty cash to be kept in the account.

## 42 GENERAL FINANCIAL MATTERS

### The duty of the Board is to:

- (1) develop, manage and administer the Association, cash management, payment system, payment compliance, utilising modern electronic financial management practises and policies;
- (2) manage the Association under a user-pays financial management system as described in Rule 1 (23) and ensure this system applies to all users irrespective of their membership status or usage;
- (3) develop and operate an Association budget annually and this budget must report the projected income and expenditure against the previous year's actual income and expenditure (if available) for the Association;
- (4) ensure all Board members sight the most recent bank statement at each official Board Meeting;
- (5) ensure all funds raised, collected and/or paid by Program Areas & Player Groups as defined in Rule 1 (17), are held and recorded in the Association's for distribution by the Board in accordance with Subrule (6); and
- (6) ensure the specified raised funds, be held by the Association for their express use and/or development unless the specified members eligible to vote agree at a General Meeting;
- (7) the income and property of the Association must be used solely in promoting the Association's objects and exercising the Association's powers;
- (8) ensure no items can be purchased by the Association, Club or a representative of the Association without a Purchase Order from the Treasurer or his or her representative;
- (9) conduct a stock take of canteen, bar, uniforms and any other stock items held by the Association or Club once every three months;
- (10) have a fully functioning Financial Committee as described in Rule 1 (28) whose task is to oversee financial and budget matters and provide advice to the Board as described in Rule 1 (29);
- (11) to take the advice provided by the Financial Committee in the manner described in Rule 1 (29) and if it disagrees then it will be required to take the matter to the members for a decision.

**The Treasurer** on behalf of the Board must:

- (12) produce a Profit and Loss reporting process that clarifies the income and expenditure costs for the: Association, Competitions and Program Areas as described in Rule 1 (17), . Each income stream is required to record its real expenditure costs including the income streams percentage (%) to costs such as power, water, equipment, administration, staff, volunteers to ensure accurate reporting of the income stream's real profit or loss.
- (13) provide a written financial report at every official meeting of the Board and such a report must include a minimum of the following:
  - (a) profit and loss report and bank reconciliation for the period and
  - (b) the budgeted (expected) income and expenditure forecast against the actual income and expenditure for the report period; and
  - (c) produce the most recent bank statements for all Board members to view.
- (14) manage the electronic payment, purchase order and cash management systems internally and externally;
- (15) review the findings of the Association 'Stock Takes' within thirty (30) days of the stock take and report the percentage (%) of returns for each area to the Board for consideration; and
- (16) the Treasurer must, as soon as practicable after the end date of each financial year, ensure a financial statement for its last reportable financial year is prepared in the manner required by the Act as defined Rule 1 (2).

**43 DOCUMENTS**

The Board must ensure the safe custody of books, documents, instruments of title and securities of the Association.

**44 FINANCIAL YEAR**

The end date of the Association's financial year is 30 June in each year.

**45 MEMBER CLUBS, PROGRAM AREAS**

- (1) management committee's personnel and or program area managers are responsible for managing service delivery standards and requirements in accordance with the signed members agreement, BMWBA and the sport's governing bodies operating and service delivery requirements, policies and procedures
- (2) management committee's personnel and or program area managers are required to work constructively with the BMWBA Board and other member Clubs and/or Teams
- (3) non-incorporated clubs and or program areas are protected by BMWBA's incorporation: to receive such protection will require the club and or program area managers sign the BMWBA Members Agreement and action the obligations within the agreement; and
- (4) if a breach was to occur the Board will determine the action/s required to remedy the breach, the timeframe for compliance, penalties for non-compliance and or ceasing the agreement and protection offered.



**46 MEETING BOARD AND AFFILIATED CLUB MEMBERS/ PROGRAM AREA**

- (1) Club Members/Program Area meetings as described in Rule 1 (8) must be held:
  - (a) at least twice a year separate to the AGM; and
  - (b) the meeting is to be scheduled on a date and time determined by the Board
- (2) Meeting procedures are to be conducted as follows:
  - (a) the notice of such meetings will be determined by the Board;
  - (b) the Board will Chair the meeting;
  - (c) the Chairperson must conduct the meeting in a proper and orderly way;
  - (d) Member Clubs and Program Area are entitled to have **two (2) members** as described in Rule 1 (33) attend any such meeting and each individual must conduct themselves in an appropriate manner and in accordance with the direction of the Chair; and
  - (e) the Board Secretary must ensure full and accurate minutes are taken and ensure all matters raised for Board consideration are placed on the agenda of the next official meeting of the Board.
- (3) Voting procedures:
  - (a) the Board and each Member Club and Program Areas representatives present and eligible to vote will be entitled to one (1) vote each on all matters and/or motions directly related to BMWBA Strategic Business, Administration and or Finance circulated and advertised under a notice of meeting as requiring a member's vote;
  - (b) Member Clubs and Program Areas representatives present and eligible to vote will be entitled to one (1) vote on all matters directly related to BMWBA service delivery if such matters have been circulated and advertised under a notice of meeting as requiring a member's vote, however member clubs and Program Areas representatives who are not directly utilising the service requiring a decision shall be entitled to speak on the matter but not entitled to vote; and
  - (c) the Member Clubs and Program Areas representatives present and eligible to vote on the matter shall be provided a vote and the total value of this vote will be determined in line with subrule (b); and
  - (d) on all other matters a Club and Program Areas representative's vote and/or suggestions will be taken under consideration by the Board at the next official meeting of the Board.

**47 BUSINESS TO BE CONDUCTED AT BOARD AND CLUB PROGRAM AREA MEETINGS**

- (1) The following business must be conducted at Club Meetings of the Association:
  - (a) update members on all alterations to budget projections that may impact the Club or the Association's financial status;
  - (b) discuss Association events and activities;
  - (c) discuss Associations activities, training, competition and event schedule needs;
  - (d) discuss any critical matters requiring Club input;
  - (e) discuss the Association activity and capitation fees and charges for the following year; and
  - (f) discuss any matter raised officially by the Club as an item for discussion.

**48 DISTRIBUTION OF SURPLUS ASSETS TO ANOTHER ENTITY**

- (1) This Rule applies if the Association:
  - (a) is wound-up under part 10 of the Act; and
  - (b) has surplus assets.
- (2) The surplus assets must not be distributed among the members of the Association.
- (3) The surplus assets must be given to another Basketball entity:
  - (a) having objects similar to the Association's objects; and
  - (b) the Rules of which prohibit the distribution of the entity's income and assets to its members.
- (4) In this Rule— **surplus assets** see section 92(3) of the Act.