

# IVANHOE DAREBIN BASKETBALL ASSOCIATION INCORPORATED CONSTITUTION

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## **1 NAME**

The Association shall be called the "Ivanhoe Darebin Basketball Association Incorporated" and shall hereinafter be referred to as "**The Association**".

## **2 OBJECTIVES**

- (a) Encouragement & promotion of basketball in the Cities of Darebin & Banyule.
- (b) The conduct and management of basketball at the Darebin Community Sports Stadium and associated venues.
- (c) To be affiliated with 'Basketball Victoria'.

## **3 MEMBERSHIP**

- (a) The following shall be deemed to be members of the Association
  - (i) Active clubs, comprising of
    - (1) Darebin Junior Domestic players
    - (2) Ivanhoe Knights Basketball Club
    - (3) Ivanhoe Darebin Knights championship players
    - (4) Open Age Domestic players.
  - (ii) Life Members
  - (iii) All members of the Executive committee and sub-committees
  - (iv) All players playing the game of basketball and who have registered with The Association, or with the active clubs

## **4 REGISTRATION.**

- (a) The Association shall consist of such players playing the game of basketball and have registered with The Association.
- (b) The registered player shall be deemed a player if she/he is financial at the date specified by the relevant competition administrator.
- (c) The conditions of registration of players as members shall be that the player agrees to abide by the rules, by-laws, codes of conduct of both the Association and Basketball Victoria and accept all decisions made in accordance with the relevant rules, by-laws and codes of conduct.
- (d) Register of members:
  - (i) Players must register in each competition that they play in.
  - (ii) Each of the member clubs must keep a register of players in their club, and make that register available to the Secretary of the Association.

- (iii) The Ivanhoe Knights Basketball Club Incorporated will administer its own register.
  - (iv) The Darebin Junior Domestic Competition, the Open Age Domestic competition(s) and the Championship competition will be run by separate subcommittees of the Association, each with a Registrar and an Administrator/Treasurer, who will report to the Executive committee via their respective Liaison Representatives.
  - (v) The Registrars must keep and maintain a register of members containing a) the name & address of each member and b) the date on which each members name was entered in the register.
  - (vi) The register is available for inspection free of charge by any member upon request.
- (e) All adults on all committees and all adult coaches for junior competitions must comply with Basketball Victoria's policy on Working With Children Checks, and the Secretary shall keep a record of Card numbers and their expiry dates as evidence of compliance.

## **5 OFFICE BEARERS & EXECUTIVE COMMITTEE**

- (a) The Office Bearers of the Association shall be President, Vice President, Secretary, and Treasurer
- (b) Office Bearers shall be elected at the Annual General Meeting (AGM) of the Association (clause 5) and shall continue to hold office until their successors have been duly elected at the next Annual General Meeting of the Association
- (c) The Executive Committee shall consist of the Office Bearers and Committee Members elected at the Annual General Meeting of the Association. There shall be no more than three (3) general committee members elected onto the executive committee.
- (d) The Executive Committee shall manage the business and affairs of the Association in accordance with the provisions of the rules contained therein.
- (e) The Committee shall meet when directed by the President or in his/her absence the interim chairperson. At least six (6) committee meetings of the association will be held each year.
  - (i) The executive shall call a Special Meeting of Extraordinary Meeting in the case of an emergency to deal with any matter placed before it and its decision shall be accepted.
- (f) Four (4) members shall form a quorum at all meetings of the executive committee.
- (g) At any meeting of the Executive Committee each member shall be entitled to one (1) vote. All votes shall be of equal value. The President or Chairperson shall have a deliberative vote and in the case of equality, also have the casting vote.

- (h) The Office of a Committee member becomes vacant if the member:
  - (i) Becomes an insolvent under administration within the meaning of the Companies (Victorian) Code.
  - (ii) Resigns the office by notice in writing given to the secretary.
  - (iii) Ceases to be a member of the committee if the member is absent without reasonable excuse from three (3) consecutive meetings of the committee.
- (i) The executive committee may fill any vacancy caused by the death or resignation of any member of the executive committee. The executive also reserves the right to fill this position immediately and not necessarily at an Annual General Meeting.
- (j) The executive committee has the power to co-opt (non-voting) members as the need arises.

## 6 ANNUAL GENERAL & SPECIAL MEETINGS

- (a) An Annual General Meeting of the association shall be held before the end of September each year at such time and place as the Executive Committee shall determine for the following purposes:
  - (i) To receive the Annual reports, balance sheet and statements of accounts for the preceding year.
  - (ii) To elect office bearers/executive committee and to appoint the Auditor for the ensuing year.
- (b) The secretary shall give at least twenty-eight (28) days' notice of time, place and agenda of meeting. This notice shall be posted at the Darebin Community Sports Stadium and also on the association and member clubs' websites.
- (c) A **Special Meeting** may be called at any time by the President at the request of the Executive Committee. The date and place of the meeting and the business to be transacted shall be notified by the Secretary fourteen (14) days prior to the meeting.

## 7 NOMINATIONS FOR OFFICE BEARERS & COMMITTEE MEMBERS

- (a) Nominations for persons to fill the positions vacated by the Committee Members at the Annual General Meeting must be lodged with the Secretary of the association not less than seven (7) days prior to the meeting. If nomination/s are received in advance then no nomination can be taken from the floor. However if no nominations are received in advance for a particular position, then nominations can be taken from the floor.
- (b) Each nomination must have a mover and seconder before the nomination is accepted by the chair.

- (c) Candidates may nominate for more than one position, but may only be elected to one
- (d) If only one nomination is received the person is duly elected and if more than one (1) nomination is received then a vote will be taken.

## **8        PROTOCOL OF THE ANNUAL GENERAL & SPECIAL MEETINGS**

- (a) Voting rights for Annual General Meetings and Special Meetings will be as follows: Before the AGM or SGM, each Active Club shall appoint delegates as its representatives to vote on their behalf.
  - (i) Voting Rights are:
    - (1) One (1) vote per club with up to and including 10 teams
    - (2) Two (2) votes per club with 11 up to 20 teams
    - (3) Three (3) votes per club over 20 teams. (Three votes is the maximum number of votes per club)
    - (4) One vote per Member of the current executive committee of the Association
    - (5) One vote per life member of the Association
- (b) All of the above voting rights are based on that person or family or team being financial at the time of the AGM. Any un-financial member of the association shall have no voting powers.
- (c) The president, or in his/her absence the Chairperson, shall not have a deliberative vote, but in the case of equality, has the casting vote.
- (d) All voting, required to pass any resolution, shall be by the show of hands, unless a request for a secret ballot of a poll of members be made by the mover, the President or Chairperson.
- (e) All AGM elections shall be by secret ballot.
- (f) AGM elections shall be carried out in the following order:
  - (i) President, Vice President, Secretary, Treasurer, three (3) general committee members. The fourth member, from The Ivanhoe Knights, shall be appointed by that club's elected committee of Management
  - (ii) A defeated candidate in an earlier election may contest a later election, if nominations are taken from the floor.
  - (iii) Proxy votes under any circumstances are invalid.

(g) Quorum at General Meetings

- (i) No item of business may be conducted at a general meeting unless a quorum of members entitled under these rules to vote is present at the time when the meeting is considering that item.
- (ii) Five (5) members personally present (being members entitled under these Rules to vote at a General Meeting) constitute a quorum for the conduct of the business of a General Meeting.
- (iii) If, within half an hour after the appointment time for the commencement of a General Meeting, a quorum is not present-
  - (1) In the case of a meeting convened upon the request of members, the meeting must be dissolved; and
  - (2) In any other case, the meeting shall stand adjourned to the same day in the next week at the same time and place.
- (iv) If, at the adjourned meeting, the quorum is not present within half an hour of the meeting time, the members personally present (not less than three (3)) shall be a quorum.

(h) Adjournment of Meetings:

- (i) The person presiding may, with the consent of a majority of members present at the meeting, adjourn the meeting from time to time and place to place.
- (ii) No business may be conducted at an adjourned meeting other than unfinished business from the meeting that was adjourned.
- (iii) If a meeting is adjourned for fourteen (14) days or more, notice of the adjourned meeting must be given in accordance with Clause 5.

(i) Poll at General Meetings:

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

(j) Manner of Determining whether a resolution is carried:

- (i) If a question arising at a General Meeting of the Association is determined on a show of hands:

- (1) A declaration by the chairperson that a resolution has been -  
1) carried, 2) carried unanimously, 3) carried by a particular majority, and 4) lost.
- (2) An entry to that effect must be entered in the minute book of the association. This is evidence of the fact without proof of the number or proportion of the votes recorded in favour or, or against, that resolution.

## 9 DUTIES OF OFFICE BEARERS

- (a) **Chairperson:** At all meetings of the association and Executive Committee the President shall be chairperson and in his/her absence the Vice-President. In the absence of the Vice-President the meeting shall appoint its own chairperson from those present.
- (b) **Secretary:** It shall be the duty of the Secretary to attend all meetings and proceedings and record minutes. He/She shall conduct the correspondence of the association, keep a record of all reports from Committees and keep a register of all meetings. Except as otherwise provided in these rules, the Secretary shall keep in his/her custody or under his/her control all books, documents and securities of the Association.
- (c) **Treasurer:** The Treasurer shall keep correct accounts of all monies received and disbursed and shall produce a financial statement at all meetings. He/She shall immediately upon their receipt, bank in the name of the association all monies received by him/her and pay all claims against the Association only after they have been duly passed for payment by the executive committee. The treasurer shall be responsible for all the property, credits and liabilities of the association. The treasurer shall also liaise with the sub-committees and programs run by the association and can request all relevant financial information including balance sheets, budgets, cash flow in and out (line by line), asset registers and any other financial information.
- (d) **General members:** These representatives shall be the voice of their respective programs. It is their responsibility to update the Executive Committee of the progress of the program and any other information requested. They shall also be the liaison point between the Executive Committee and their own program sub-committee.

## 10 INSPECTION OF BOOKS

- (a) Subject to any restrictions that may be imposed by the Executive Committee, all books of account of the association shall be opened for inspection by any financial member of the association and/or programs, or any committee member at a time that is reasonable to both parties at a place designated by the Executive Committee.
  - (i) This request shall be submitted in writing to the Treasurer of the association. The treasurer shall submit this information to the Executive Committee.

**11 BANKING**

- (a) All monies of the association shall be deposited in a current account in such bank that is approved by the Executive Committee and all cheques operating on the account shall be signed by the Treasurer of the Association and counter-signed by either the President or Secretary of the Association.
- (b) With approval from the executive, all programs operated under the association banner may have their own bank accounts and these accounts can be reviewed by the Executive Committee at any time. All cheques operating on the program accounts must be signed by the Treasurer of the program sub-committee and counter signed by the President of the Sub-Committee.
- (c) The Executive Committee shall make investments as it deems advisable in the interest of the Association and these shall be passed at any normal meeting.

**12 FINANCIAL YEAR**

The financial year of the Association shall commence on the first day of July each year and end on the 30<sup>th</sup> day of June of the next year.

**13 ALTERATION TO THE CONSTITUTION**

- (a) The statement of purpose and constitution shall not be altered, varied, added to or revoked except at an Annual General Meeting of the association or at a Special Meeting called for that purpose. Notice of the proposed amendment must be given in writing and lodged in accordance with clause 6.
- (b) All amendments or variations must be passed by a three-quarter majority at the meeting.

**14 ALTERATIONS TO BY-LAWS**

Alterations to By-Laws may be made at any meeting of the Committee by a simple majority decision. Club grievances should be tabled at the relevant sub-committee meeting for referral to the Committee by the nominated delegate.

**15 UNFORESEEN MATTERS**

Should any matters arise for which provision has not been made in the constitution the Executive Committee shall take such action as is necessary to protect the interest of the Association.

**16 DISSOLUTION**

- (a) The Association may be wound up by special resolution carried at an Annual General Meeting or a special meeting called for that purpose.
- (b) After satisfaction of any outstanding debts and liabilities, any surplus fund and property shall be distributed to charitable groups as deemed fit by a three-quarter majority at the meeting.



**17 COMMON SEAL**

- (a) The Common Seal of the Association shall be kept in the custody of the Secretary.
- (b) The Common Seal shall not be affixed to an instrument except by the authority of the Committee at the affixing of the Common Seal & shall be attested by the signatures of either of the two (2) members of the committee or one (1) member of the Committee & the public officer

**18 SOURCE OF ASSOCIATION FUNDS**

- (a) The funds of the association shall be derived from the programs that operate under the association. These funds can be derived from registration fees, game fees, door takings, fines, profits from sales and such donations/sponsorships that may be received.
- (b) The assets and income of the association shall be applied exclusively to the promotion of its objects and no portion shall be paid or distributed directly or indirectly to the members of the Association except as bona fide remuneration for services rendered or expenses incurred on behalf of the association.

**19 DISPUTES AND MEDIATION**

- (a) The grievance procedure set out in this rule applies to disputes between:
  - (i) A member and another member
  - (ii) A member and the association
- (b) The parties to the dispute must meet and discuss the matter in dispute and if possible resolve the dispute within fourteen (14) days after the dispute comes to the attention of all parties.
- (c) If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties must, within 10 days, hold a meeting in presence of a mediator.
- (d) The mediator as referred to in clause 19(c), must be:
  - (i) A person chosen by agreement between the parties; or
  - (ii) In the absence of agreement:
    - (1) In the case of a dispute between a member and another member, a person who is appointed by the committee or the association; or
    - (2) In the case of a dispute between a member and the association, a person who is a mediator appointed or employed by Basketball Victoria.
  - (iii) A member of the association can be a mediator.
  - (iv) The mediator cannot be a member who is in party to the dispute.

- (e) The parties to a dispute must, in good faith, attempt to settle the dispute by mediation.
- (f) The mediator must:
  - (i) Give the parties to the mediation process every opportunity to be heard.
  - (ii) Allow due consideration by all parties of any written statement submitted by any party; and
  - (iii) Ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.
  - (iv) The mediator must not determine the dispute
- (g) If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act otherwise at Law.
- (h) All reportable offences by players, teams and spectators must be referred to the regional Basketball Victoria Tribunal. Any other matters of discipline shall be dealt with by the association.
- (i) The Association will abide by all policy statements produced and outlined by Basketball Victoria.

## **20 DISCIPLINE, SUSPENSION AND EXPULSION OF MEMBERS**

- (a) Subject to these rules, if the committee is of the opinion that a member has refused or neglected to comply with these rules, or has been guilty of conduct unbecoming a member or prejudicial to the interests of the association, the committee may by resolution:
  - (i) Fine that member an amount not exceeding \$500; or
  - (ii) Suspend that member from membership from the association for a specified period; or
  - (iii) Expel that member from the association.
- (b) A resolution of the committee under clause 20(a) does not take effect unless:
  - (i) At a meeting held in accordance with clause 20(c) the committee confirms the resolution; and
  - (ii) If the member exercises a right of appeal to the Association under the rule, the association confirms the resolution in accordance with this rule.
- (c) A meeting of the committee to confirm or revoke a resolution passed under clause 20(a) must be held not earlier than fourteen (14) days and not less than twenty eight (28) days, after notice has been given to the member in accordance with sub-rule 20(d).

- (d) For the purposes of giving notice in accordance with clause 19.3, the secretary must, as soon as practicable, cause to be given to the member a written notice:
- (i) Setting out the resolution of the committee and the grounds on which it is based; and
  - (ii) Stating that the member, or his or her representative, may address the committee at a meeting to be held not earlier than fourteen (14) days and not later than twenty eight (28) days after the notice has been given to that member, and
  - (iii) Stating the date, place and time of that meeting; and
  - (iv) Informing the member that he or she may either, attend that meeting, or give to the committee before the date of that meeting a written statement seeking the revocation of the resolution.
  - (v) Informing the member that, if at the meeting, the committee confirms the resolution, he or she may not later than 48 hours after that meeting give the secretary a notice to that effect that he or she wishes to appeal to the Association in general meeting against the resolution.
- (e) At a meeting of the committee to confirm or revoke a resolution passed under clause 20(a), the committee must:
- (i) Give the member, or his/her representative, an opportunity to be heard; and
  - (ii) Give due consideration to any written statement submitted by the member; and
  - (iii) Determine by resolution whether to confirm or to revoke the resolution.
- (f) If at the meeting of the committee, the committee confirms the resolution the member may, not later than 48 hours after that meeting, give the secretary a notice to the effect that he or she wishes to appeal to the association in general meeting against the resolution.
- (g) If the secretary receives a notice under clause 20(f), he or she must notify the committee and the committee must convene a general meeting of the Association to be held within twenty one (21) days after the date on which the secretary received the notice.
- (h) At a general meeting of the association convened under clause 20(g):
- (i) No business other than the question of the appeal may be conducted; and
  - (ii) The committee may place before the meeting details of the grounds for the resolution and the reasons for passing of the resolution; and

- (iii) The member, or his/her representative must be given an opportunity to be heard; and
- (iv) The members present must vote by secret ballot on the question whether the resolution should be confirmed or revoked.
- (v) A resolution is confirmed if, at the general meeting, not less than two-thirds of the members vote in person, in favour of the resolution. In any other case, the resolution is revoked.

## **21 SUB-COMMITTEES**

- (a) Any sub-committees that may be formed by the Ivanhoe Darebin Basketball Association Incorporated for the purpose of furthering basketball and to select and manage representative or other teams, shall remain tributary organisations directly under the Ivanhoe Darebin Basketball Association Incorporated auspices.
- (b) Sub-Committees will be run by sub-committee charters approved by the executive committee.
- (c) These sub-committees shall be governed by the Ivanhoe Darebin Basketball Association Constitution. They may in addition have their own charters as stated in clause 21(b).

## **22 LIFE MEMBERSHIP**

- (a) Persons are eligible to be nominated for Life Membership of the Association by a member upon meeting the requirement of a minimum of ten (10) years distinguished service to the association.
- (b) Seconded nominations should be lodged in writing stating clearly the grounds for nomination with the secretary for final approval by the executive committee.
- (c) Honorary Life Membership, without voting rights, may be granted by the Executive Committee at their discretion.
- (d) Privileges of Life Membership:
  - (i) Life members have the right to observe any Committee Meetings.
  - (ii) They hold full voting rights in their capacity as Life Members at the Annual General Meeting and Special Meetings only. They also have the right for a separate vote in their capacity should they hold a position on the executive committee or are part of the outgoing executive committee.
  - (iii) Free Entry to all Association Functions.