

FRANKSTON & DISTRICT BASKETBALL ASSOCIATION

RULES for THE FRANKSTON and DISTRICT BASKETBALL ASSOCIATION INCORPORATED

1. Name

The name of the incorporated association is The Frankston & District Basketball Association Incorporated ("the Association").

2. Definitions

- (1) In these Rules, unless the contrary intention appears "Act" means the Associations Incorporation Act 1981;
"board" means the board of management of the Association;
"financial year" means the year starting the 1st of January and ending the 31st December of the same year;
"general meeting" means a general meeting of members convened in accordance with rule 13.
"member" means a member of the Association;
"ordinary member of the board" means a member of the board who is not an officer of the Association under Rule 22;
"Regulations" means regulations under the Act;
"relevant documents" has the same meaning as in the Act.
- (2) In these Rules, a reference to the Secretary of an Association is a reference-
- (a) if a person holds office under these Rules as Secretary of the Association--to that person; and
- (b) in any other case, to the public officer of the Association.
- (3) In these rules a reference to the General Manager of the Association is a reference-
- (a) if a person holds office under these rules as General Manager of the Association - to that person; and or
- (b) In any other case, to the Public Officer of the Association.
- (4) In these Rules all rights of the clubs who are members may be exercised by a duly authorised and nominated representative of the club (hereinafter referred to as the "authorised delegate"), being a person who has attained the age of 18 and who may be, but does not have to be a member of the club.

3. Objects of the Association

The general objects of the Association are:

- (a) To foster, encourage and administer the development and playing of junior and senior basketball within the Frankston areas and as an affiliated association of Basketball Victoria;
- (b) To provide an enjoyable and safe environment for players to both play and learn the skills of basketball and for all other basketball participants, providing all essential support services, facilities and resources as are required to achieve these ends;
- (c) Represent the Association by promoting and sanctioning clinics, intrastate, interstate and international games and competitions which will create or heighten public interest in basketball in general and for the Association in particular;
- (d) Administer the rules of the game of basketball to be adopted among the registered members of the Association;
- (e) Provide, operate, maintain, develop and manage such playing and recreational facilities as are required by members of the Association and including the provision of such materials and equipment as are necessary for playing and developmental activities;
- (f) Choose, manage and promote teams to represent the Association;
- (g) Provide such trophies, awards and other forms of encouragement and recognition as the members of the Association may determine as necessary from time to time;
- (h) Provide effective refereeing, coaching, secretarial, management, publishing and such other support services as the Association may require from time to time;

Public Officer Signature: _____ Public Officer Name: _____ Date: 22/04/2010

Board Member 1 Signature: _____ Board Member 1 Name: _____ Date: 22/04/2010

Board Member 2 Signature: _____ Board Member 2 Name: _____ Date: 22/04/2010

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- (i) Represent the members of the Association on all affiliated and related basketball bodies, Associations and other bodies, provide support as may be required from time to time and report back to the members on matters affecting or likely to affect the Association;
- (j) Develop and maintain an archive of materials relating to the activities of the Association for display, study and or publishing.

4. Powers of the Association

The Association subject to the Act and these Rules shall have the following powers:

- (a) To invest any monies of the Association not immediately required for operating purposes in bank or term deposits as may from time to time be determined by the Association;
- (b) To make, vary or discharge any contract;
- (c) To effect insurance of any type;
- (d) To appoint or remove bankers, solicitors and auditors for the Association;
- (e) To raise money in such manner as it thinks fit;
- (f) To accept and hold upon trust real and personal property;
- (g) To dispose of property; and
- (h) To make such by-laws as are necessary to allow proper conduct of basketball competitions and further the objects of the Association.

5. Alteration of the rules

- (a) These Rules and the statement of purposes of the Association must not be altered except in accordance with the Act.
- (b) Alteration and amendments to these rules may be made after a motion for such alteration or addition has been carried by a three-fourths majority of the members of the Association present at a general meeting, called for the purpose of considering the proposed alteration or addition.

6. Membership

Members of the Frankston & District Basketball Association shall consist of Life Members and clubs that enter teams in the senior domestic competitions conducted by the Association.

"Life Member" being a person who in the opinion of the board has rendered exceptional services to the Association or conferred on it some special benefit and has been elected as Life Member of the Association by a majority of the members present at an Annual general meeting or general meeting of the Association.

A life member will have conferred upon them; free admission to all venues and functions held by the Association, hold one vote and have their name recorded on the Life Member board.

"Clubs" may comprise of one or more teams. A single team entered into a competition conducted by the Association with no other teams entered in competitions within the Association with the same name or associated with the team shall be deemed to be one club. Where teams associated with each other enter competitions conducted by the Association in the same name, all the teams collectively shall be deemed to be one club. Each member club shall be entitled to be represented by an authorised delegate who shall have one vote in accordance with rule 1(4). An authorised delegate may only represent one member. It is compulsory for each member to ensure an authorised delegate attends general and annual general meetings.

An eligible team is a team for which the club has paid all fees due to the Association in the current season of competition. Where a meeting of the Association is held between seasons of competition, then the most recent season of competition played is deemed to be the current season.

Public Officer Signature: _____ Public Officer Name: _____ Date: 22/04/2010

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7. Register of members

- (1) The General Manager must keep and maintain a register of members at the registered office of the association, containing
 - (a) the name and address of each member including the name and address of the authorised delegate; and
 - (b) the date on which each member's name was entered in the register.
- (2) The register is available for inspection free of charge by any member upon request.
- (3) A member may make a copy of entries in the register.
- (4) Sub-Rules (2) and (3) are subject to relevant Privacy legislation and if a person, or member requests that certain information not be made available, the association will not do so.

8. Discipline, suspension and expulsion of members

- (1) Subject to these Rules, if the board 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 board may by resolution-
 - (a) fine that member an amount not exceeding \$500; or
 - (b) suspend that member from membership of the Association for a specified period; or
 - (c) expel that member from the Association.
- (2) A resolution of the board under sub-rule (1) does not take effect unless-
 - (a) at a meeting held in accordance with sub-rule (3), the board confirms the resolution; and
 - (b) if the member exercises a right of appeal to the Association under this rule, the Association confirms the resolution in accordance with this rule.
- (3) A meeting of the board to confirm or revoke a resolution passed under sub-rule (1) must be held not earlier than 14 days, and not later than 28 days, after notice has been given to the member in accordance with sub-rule (4).
- (4) For the purposes of giving notice in accordance with sub-rule (3), the General Manager or the Secretary must, as soon as practicable, cause to be given to the member a written notice
 - (a) setting out the resolution of the board and the grounds on which it is based; and
 - (b) stating that the member, or his or her representative or authorised delegate, may address the board at a meeting to be held not earlier than 14 days and not later than 28 days after the notice has been given to that member; and
 - (c) stating the date, place and time of that meeting; and
 - (d) informing the member that he or she or its authorised delegate may do one or both of the following
 - (i) attend that meeting;
 - (ii) give to the board before the date of that meeting a written statement seeking the revocation of the resolution;
 - (e) informing the member that, if at that meeting, the board confirms the resolution, he or she or the club may, not later than 48 hours after that meeting, give the Secretary a notice to the effect that he or she or the club wishes to appeal to the Association in general meeting against the resolution.
- (5) At a meeting of the board to confirm or revoke a resolution passed under sub-rule (1), the board must
 - (a) give the member, or his or her representative or authorised delegate, an opportunity to be heard; and
 - (b) give due consideration to any written statement submitted by the member; and
 - (c) determine by resolution whether to confirm or to revoke the resolution.
- (6) If at the meeting of the board, the board 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 or the club wishes to appeal to the Association in general meeting against the resolution.

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(7) If the Secretary receives a notice under sub-rule (6), he or she must notify the board and the board must convene a general meeting of the Association to be held within 21 days after the date on which the Secretary received the notice.

(8) At a general meeting of the Association convened under sub-rule (7)-

(a) no business other than the question of the appeal may be conducted; and

(b) the board may place before the meeting details of the grounds for the resolution and the reasons for the passing of the resolution; and

(c) the member, or his or her representative or authorised delegate, must be given an opportunity to be heard; and

(d) the members present must vote by secret ballot on the question whether the resolution should be confirmed or revoked.

(9) A resolution is confirmed if, at the general meeting, not less than two-thirds of the members present at the meeting vote in person in favour of the resolution. In any other case, the resolution is revoked.

9. Disputes and mediation

(1) The grievance procedure set out in this rule applies to disputes under these Rules between

(a) a member and another member; or

(b) a member and the Association.

(2) The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within 14 days after the dispute comes to the attention of all of the parties.

(3) 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 the presence of a mediator.

(4) The mediator must be

(a) a person chosen by agreement between the parties; or

(b) in the absence of agreement

(i) in the case of a dispute between a member and another member, a person appointed by the board of the Association; or

(ii) in the case of a dispute between a member and the Association, a person nominated by Basketball Victoria.

(5) A member of the Association can be a mediator.

(6) The mediator cannot be a member who is a party to the dispute.

(7) The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.

(8) The mediator, in conducting the mediation, must-

(a) give the parties to the mediation process every opportunity to be heard; and

(b) allow due consideration by all parties of any written statement submitted by any party; and

(c) ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.

(9) The mediator must not determine the dispute.

(10) 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 or otherwise at law.

10. Annual general meetings

(1) The board may determine the date, time and place of the annual general meeting of the Association, which must be held in February of each year or as soon thereafter as is practical.

(2) The notice convening the annual general meeting must specify that the meeting is an annual general meeting.

(3) The ordinary business of the annual general meeting shall be

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- (a) to confirm the minutes of the previous annual general meeting and of any general meeting held since that meeting; and
 - (b) to receive from the board reports upon the transactions of the Association during the last preceding financial year; and
 - (c) to elect members of the board; and
 - (d) to receive and consider the statement submitted by the Association in accordance with section 31(3) of the Act.
- (4) The annual general meeting may conduct any special business of which notice has been given in accordance with these Rules.

11. Special general meetings

- (1) In addition to the annual general meeting, any other general meetings may be held in the same year.
- (2) All general meetings other than the annual general meeting are special general meetings.
- (3) The board may, whenever it thinks fit, convene a special general meeting of the Association.
- (4) If, but for this sub-rule, more than 15 months would elapse between annual general meetings, the board must convene a special general meeting before the expiration of that period.
- (5) The board must, on the request in writing of members to the General Manager, representing not less than 33 per cent of the total number of members, convene a special general meeting of the Association.
- (6) The request for a special general meeting must-
 - (a) state the objects of the meeting; and
 - (b) be signed by the members requesting the meeting; and
 - (c) be sent to the address of the General Manager.
- (7) If the board does not cause a special general meeting to be held within one month after the date on which the request is sent to the address of the General Manager, the members making the request, or any of them, may convene a special general meeting to be held not later than 3 months after that date.
- (8) If a special general meeting is convened by members in accordance with this rule, it must be convened in the same manner so far as possible as a meeting convened by the board and all reasonable expenses incurred in convening the special general meeting must be refunded by the Association to the persons incurring the expenses.

12. Special business

All business that is conducted at a special general meeting and all business that is conducted at the annual general meeting, except for business conducted under the rules as ordinary business of the annual general meeting, is deemed to be special business.

13. Notice of general meetings [including annual general meeting]

- (1) The General Manager of the Association, at least 21 days, or if a special resolution has been proposed at least 30 days, before the date fixed for holding a general meeting of the Association, must cause to be sent to each member of the Association, a notice stating the place, date and time of the meeting and the nature of the business to be conducted at the meeting.
- (2) Notice may be sent-
 - (a) by prepaid post to the address appearing in the register of members; or
 - (b) by facsimile transmission or electronic transmission; or
 - (c) by the display of notices in prominent positions in the Frankston Basketball Stadium
- (3) No business other than that set out in the notice convening the meeting may be conducted at the meeting.

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(4) A member intending to bring any business before a meeting may notify in writing, the General Manager of that business at least 28 days prior to the meeting, who must include that business in the notice calling the next general meeting after the receipt of the notice.

14. Quorum at general meetings [including annual general meeting]

(1) 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.

(2) Twenty five members (25) or their authorised delegate 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.

(3) If, within half an hour after the appointed time for the commencement of a general meeting, a quorum is not present

(i) in the case of a meeting convened upon the request of members--the meeting must be dissolved; and

(ii) in any other case the board at their discretion may ask the members present that are eligible to vote and are no less than five (5) to pass a motion to accept those present to be a quorum, otherwise the meeting shall stand adjourned to the same day in the next week at the same time and (unless another place is specified by the Chairperson at the time of the adjournment or by written notice to members given before the day to which the meeting is adjourned) at the same place.

(4) If at the adjourned meeting the quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members authorised delegates personally present (being not less than 5) shall be a quorum.

15. Presiding at general meetings [including annual general meeting]

(1) The President, or in the President's absence, the Vice-President, shall preside as Chairperson at each general meeting of the Association.

(2) If the President and the Vice-President are absent from a general meeting, or are unable to preside, the board members present must select one of their number to preside as Chairperson.

16. Adjournment of meetings

(1) 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.

(2) No business may be conducted at an adjourned meeting other than the unfinished business from the meeting that was adjourned.

(3) If a meeting is adjourned for 14 days or more, notice of the adjourned meeting must be given in accordance with rule 13.

(4) Except as provided in sub-rule (3), it is not necessary to give notice of an adjournment or of the business to be conducted at an adjourned meeting.

17. Voting at general meetings [including annual general meeting]

(1) Upon any question arising at a general meeting of the Association,

(a) Life Members and members of the board shall have one vote each;

(b) Each member club shall be entitled to be represented by the authorised delegate who shall have one vote for the club that authorised delegate represents.

(2) All votes must be given personally.

(3) In the case of an equality of voting on a question, the Chairperson of the meeting is entitled to exercise a second or casting vote.

(4) A member is not entitled to vote at a general meeting unless all moneys due and payable by the member to the Association have been paid.

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18. Poll at general meetings [including annual general meeting]

(1) If at a meeting a poll on any question is demanded by not less than 3 members, it must be taken at that meeting in such 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.

(2) A poll that is demanded on the election of a Chairperson or on a 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.

19. Manner of determining whether resolution carried

If a question arising at a general meeting of the Association is determined on a show of hands

(a) a declaration by the Chairperson that a resolution has been

(i) carried; or

(ii) lost; and

(b) an entry to that effect in the minutes of the Association--is evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.

20. Proxies

There is no proxy voting used by the Association, it is a requirement that all members vote in person by representation of their authorised delegate at general meetings and annual general meetings.

21. Board of Management

(1) The affairs of the Association shall be managed by the board of management.

(2) The board-

(a) shall control and manage the business and affairs of the Association; and

(b) may, subject to these Rules, the Act and the Regulations, exercise all such powers and functions as may be exercised by the Association other than those powers and functions that are required by these Rules to be exercised by general meetings of the members of the Association; and

(c) subject to these Rules, the Act and the Regulations, has power to perform all such acts and things as appear to the board to be essential for the proper management of the business and affairs of the Association.

(3) Subject to section 24 of the Act, the board shall consist of

nine (9) ordinary members, each of whom shall be elected at the annual general meeting of the Association and shall not be contracted employees of the Association.

(4) The board may establish as many sub-committees as required for the running of the Association.

(a) Each sub-committee shall have as its Chairperson, a board member and shall consist of a minimum of three (3) additional sub-committee members approved by the board; and

(b) Each sub-committee shall also appoint a Secretary to record minutes of sub-committee meetings, these minutes are to be reported to the board of management as requested by the board of management; and

(c) Sub-committees will be responsible for control and management in respect of the purpose for which they were established but can only make recommendations to the board for ratification; and

(d) If any sub-committee member is absent for more than three (3) consecutive meetings without just cause, his/her position on such sub-committee shall cease and a new sub-committee member appointed to fill the vacancy.

22. Office bearers

(1) The officers of the Association shall be-

(a) a President;

(b) a Vice-President;

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- (c) a Treasurer; and
- (d) a Secretary.
- (2) The provisions of rule 24, so far as they are applicable and with the necessary modifications, apply to and in relation to the election of persons to any of the offices referred to in sub-rule (1).
- (3) The board hold a meeting within 7 days after the Annual General Meeting each year to elect the office bearers for a one year term from amongst the ordinary members of the board.
- (4) Each officer of the Association shall hold office until the next Annual General Meeting but is eligible for re-election, unless they become an insolvent under administration within the meaning of the Corporations Act or are removed by special resolution at a general meeting or as a result of rule 31 (4).
- (5) In the event of a casual vacancy in any office referred to in sub-rule (1), the board may appoint one of its members to the vacant office and the member appointed may continue in office up to and including the conclusion of the annual general meeting next following the date of the appointment.
- (6) A President may not hold the office of president for more than four consecutive years and may not hold the office of president for more than five years accumulated in an eight year period.

23. Members of the board

- (1) Three members of the board will be elected each year.
- (2) Subject to these Rules, each member of the board shall hold office until the third annual general meeting after the date of election but is eligible for re-election, unless;
 - (a) the board member become an insolvent under administration within the meaning of the Corporations Act or
 - (b) the board member is removed by special resolution at a general meeting or is removed by the board as a result of rule 31 (4) or;
 - (c) the board member becomes an employee of the Association or receive any payment from the Association otherwise than in accordance with these rules.
- (3) In the event of a casual vacancy occurring in the office of an ordinary member of the board, the board may appoint by a majority vote, a person to fill the vacancy and the person appointed shall hold office, subject to these Rules, until the conclusion of the annual general meeting next following the date of the appointment.

24. Election of board members

- (1) Nominations of candidates for election of the Association ordinary members of the board must be-
 - (a) made in writing on the approved FDBA nomination form, signed by two members of the Association authorised delegates and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination); and
 - (b) delivered to the General Manager of the Association not less than 14 days before the date fixed for the holding of the annual general meeting.
- (2) At the first election of ordinary members after the adoption of these amended rules, the board of management vacancies that are filled shall be elected to a term that provides alignment of the terms within rule 23 (1) and rule 23 (2).
- (3) The board of management vacancies and election terms for the first election held after the adoption of these amended rules shall be as approved by the members at the Annual General Meeting or a special general meeting that was called specifically to approve these amended rules. Subject to these rules, previously elected board members are to be eligible to complete their elected terms and board members completing terms must stand for re-election.
- (4) A candidate may only be nominated as an ordinary member of the board prior to the annual general meeting.

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- (5) If insufficient nominations are received to fill all vacancies on the board the candidates nominated shall be deemed to be elected and further nominations may be received at the annual general meeting at the discretion of the board.
- (6) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.
- (7) If the number of nominations exceeds the number of vacancies to be filled, a ballot must be held.
- (8) The ballot for the election of ordinary members of the board must be conducted at the annual general meeting in such manner as the board may direct.

25. Vacancies

The position of a member of the board becomes vacant if the member-

- (a) becomes an insolvent under administration within the meaning of the Corporations Law; or
- (b) the board member resigns from office by notice in writing given to the Secretary; or
- (c) the board member is removed by special resolution of the members at a general meeting; or
- (d) the board member is removed in accordance with and under the operation of rule 31 (4).

26. Meetings of the board

- (1) The board must meet at least 4 times in each year at such place and such times as the board may determine.
- (2) Special meetings of the board may be convened by the President or by any 6 members of the board.

27. Notice of board meetings

Notice of each board meeting must be given to each member of the board at least 2 business days before the date of the meeting.

28. Quorum for board meetings

- (1) Any 5 members of the board constitute a quorum for the conduct of the business of a meeting of the board.
- (2) No business may be conducted unless a quorum is present.
- (3) If within half an hour of the time appointed for the meeting a quorum is not present-
- (i) in the case of a special meeting--the meeting lapses;
- (ii) in any other case--the meeting shall stand adjourned to the same place and the same time and day in the following week.
- (4) The board may act notwithstanding any vacancy on the board.

29. Presiding at meetings of the board

- (a) the President or, in the President's absence, the Vice-President presides; or
- (b) if the President and the Vice-President are absent, or are unable to preside, the board members present must choose one of their number to preside.

30. Voting at board meetings

- (1) Questions arising at a meeting of the board shall be determined on a show of hands or, if a member requests, by a poll taken in such manner as the person presiding at that meeting may determine.
- (2) Each member present at a meeting of the board (including the person presiding at the meeting), is entitled to one vote and, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.

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31. Removal of board member

- (1) The Association in general meeting may, by resolution, remove any member of the board before the expiration of the member's term of office and appoint another member in his or her place to hold office until the expiration of the term of the first-mentioned member.
- (2) A board member who is the subject of a proposed resolution referred to in sub-rule (1) may make representations in writing to the Secretary or President of the Association (not exceeding a reasonable length) and may request that the representations be provided to the members of the Association.
- (3) The Secretary or the President may give a copy of the representations to each member of the Association or, if they are not so given, the member may require that they be read out at the meeting.
- (4) The board of management may remove a board member by a majority vote of the board, where the board considers a member to have;
- (a) Failed to carry out the duties entailed in the position; or
 - (b) Fails to work in the best interests of the Association; or
 - (c) Failed to act within the spirit of the board code of conduct; or
 - (d) Been absent for three consecutive meetings of the board, without leave of absence of the board.
- (5) At the meeting of the board to confirm or revoke a resolution passed under sub-rule (4), held not before 7 days and not later than 14 days after the vote of the board, the board must
- (a) give the board member an opportunity to be heard; and
 - (b) give due consideration to any written statement submitted by the board member; and
 - (c) determine by resolution whether to confirm or to revoke the resolution.
- (6) If at the meeting of the board, the board confirms the resolution, the board 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.
- (7) If the Secretary receives a notice under sub-rule (6), he or she must notify the board and the board must convene a general meeting of the Association to be held within 21 days after the date on which the Secretary received the notice.
- (8) At a general meeting of the Association convened under sub-rule (7)-
- (a) no business other than the question of the appeal may be conducted; and
 - (b) the board may place before the meeting details of the grounds for the resolution and the reasons for the passing of the resolution; and
 - (c) the board member must be given an opportunity to be heard; and
 - (d) The members present must vote by secret ballot on the question whether the resolution should be confirmed or revoked.
- (9) 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.

32. Minutes of meetings

The General Manager of the Association or his/her appointee must keep minutes of the resolutions and proceedings of each general meeting, and each board meeting, together with a record of the names of persons present at board meetings.

33. Funds

- (1) The Treasurer of the Association must (personally or through delegation)
- (a) collect and receive all moneys due to the Association and make all payments authorised by the Association; and
 - (b) keep correct accounts and books showing the financial affairs of the Association with full details of all receipts and expenditure connected with the activities of the Association.

Public Officer Signature: _____ Public Officer Name: _____ Date: 22/04/2010

Board Member 1 Signature: _____ Board Member 1 Name: _____ Date: 22/04/2010

Board Member 2 Signature: _____ Board Member 2 Name: _____ Date: 22/04/2010

RULES for THE FRANKSTON and DISTRICT BASKETBALL ASSOCIATION INCORPORATED

(c) The accounts and books referred to in sub clause (a) shall be available for inspection by members.

(2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by any two of the--President, Secretary, Treasurer, General Manager.

(3) The funds of the Association shall be derived from entrance fees, annual subscriptions, donations and such other sources as the board determines.

(4) The accounts and books of the Association shall be audited annually, and a statement of receipts and expenditure duly audited, shall be presented to the Annual General Meeting.

(5) Date for closing of books for the annual balance shall be the last day of December of each year.

(6) Borrowing of moneys by this Association shall be upon obtaining a three-fourths majority of a board vote, in favour of a resolution presented at a duly constituted board of management meeting.

34. Seal

(1) The common seal of the Association must be kept in the custody of the Secretary.

(2) The common seal must not be affixed to any instrument except by the authority of the board and the affixing of the common seal must be attested by the signatures either of two office holders of the board or, of one office holder of the board and of the public officer of the Association.

35. Notice to members

Except for the requirement in rule 13, any notice that is required to be given to a member, by on behalf of the Association, under these Rules may be given by

(a) delivering the notice to the member personally or in the case of a club, to the nominated authorised delegate; or

(b) sending it by prepaid post addressed to the member at that member's address shown in the register of members; or

(c) facsimile transmission; or

(d) electronic transmission; or

(e) in the case of notice of a general meeting and notice of the business of a general meeting, by the display of notices in prominent positions in the Frankston Basketball Stadium.

36. Winding up

In the event of the winding up or the cancellation of the incorporation of the Association, the assets of the Association must be disposed of in accordance with the provisions of the Act.

37. Custody and inspection of books and records

(1) Except as otherwise provided in these Rules, the General Manager shall keep in his/her custody or under his/her control, all books, documents and securities of the Association.

(2) All accounts, books, securities and any other relevant documents of the Association must be available for inspection free of charge by any member upon reasonable request.

(3) Sub-Rule (2) is subject to relevant Privacy legislation and if a person, employee or member requests that certain information not be made available, the association will not do so.

38. Referees

The position of the referee's advisor and/or training and development coach shall be advertised annually, with the nominees name forwarded to Basketball Victoria for approval in accordance with Basketball Victoria's By-laws.

Public Officer Signature: _____ Public Officer Name: _____ Date: 22/04/2010

Board Member 1 Signature: _____ Board Member 1 Name: _____ Date: 22/04/2010

Board Member 2 Signature: _____ Board Member 2 Name: _____ Date: 22/04/2010

FRANKSTON & DISTRICT BASKETBALL ASSOCIATION

RULES for THE FRANKSTON and DISTRICT BASKETBALL ASSOCIATION INCORPORATED

39. General Manager

- (a) The board shall select and appoint the General Manager.
- (b) When necessary, such position to be advertised in two major Victorian newspapers on two consecutive Saturdays.

40. Unforeseen matters

Should any matters arise for which provision has not been made in these rules, the board shall take such action as is necessary to protect the interests of the Association.

41. Liquor

The Association shall comply with the terms of any License it holds under the Liquor Control Act 1987 (or any amendment of re-enactment thereof) and shall take all necessary steps to ensure the renewal of the appropriate License/s where such renewal is deemed to be in the best interests of the Association.

Public Officer Signature: _____ Public Officer Name: _____ Date: 22/04/2010

Board Member 1 Signature: _____ Board Member 1 Name: _____ Date: 22/04/2010

Board Member 2 Signature: _____ Board Member 2 Name: _____ Date: 22/04/2010