

# Rebelz Basketball Club Incorporated Constitution



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## 1. Name

The name of the incorporated Club is Rebelz Basketball Club Incorporated and is hereinafter referred to as the "Club".

## 2. Objectives

The objectives of the Club shall be to:

- Develop and promote the sport of basketball within the Northeast suburban community and surrounding areas.
- Provide opportunities for youth to participate in and enjoy the game of basketball in a safe and inclusive environment.
- Cultivate strong character, sportsmanship, and teamwork among our members.
- Raise and secure funds to support the club's operations and programs.
- To ensure a safe, secure and inclusive environment for all members that encourages fosters positive behaviour and social interaction and growth in line with club policies and procedures.

## 3. Powers of the Club

1. To acquire, hold, deal with and dispose of any real or personal property for the purpose of satisfying the Objectives of the Club.
2. To open and operate bank accounts:
3. To invest its money -:
  - a. in any security in which trust moneys may be invested; or
  - b. in any other manner authorised by the rules of the Club:
4. To borrow money for capital works for the purpose of satisfying the Objectives of the Club upon such terms and conditions as the Club thinks fit;
5. To give such security for the discharge of liabilities incurred by the Club on its behalf for reward or otherwise.
6. To build construct, erect, maintain, alter and repair any premises, building or the other structure of any kind and to furnish, equip and improve the same for use by the Club for the purpose of satisfying the Objectives of the Club.
7. Accept donations and gifts in accordance with the Objectives of the Club.
8. Print and publish any approved information by any media including newsletters, newspapers, articles or leaflets for promotion of the Club.
9. Provide gifts and prizes in accordance with the Objectives of the Club;



10. Organise social events for members and the promotion of the Club.
11. To enter into any other contract the Club considers necessary or desirable for the purpose of satisfying the Objectives of the Club:
12. Appoint such sub-committees as from time to time are considered necessary for the good conduct of the affairs of the Club;
13. Make By-laws governing the conduct of the Club's activities; and
14. Otherwise do all things which are incidental to or necessary for the attainment of the Objectives of the Club.
15. Teams should not exceed 8 players unless in exceptional circumstances. Whilst the Club strives to ensure that all teams may only have a maximum of 8 players per team, the Club reserves the right to increase this number to a maximum of 10 players in exceptional circumstances. The Club reserves the right to exercise such powers of discretion on a case by case basis that the Club believes is in the best interests of that particular team impacted and/or the Club. Prior to any decision being made to exceed 8 players in any team, a committee member of The Club must consult the Coach, Players and Parents of that team.

#### 4. Not for Profit Organisation

1. The Club must not distribute any surplus, income or assets directly or indirectly to its members.
2. Subrule (1) does not prevent the Club from paying a member -
  - a. reimbursement for expenses provided by the member; or
  - b. for goods or services provided by the member

If this is done in good faith on terms no more favourable than if the member was not a member.

#### 5. Definitions

In these clauses, unless the contrary intention appears-

**Act** - means the Clubs Incorporation Reform Act 2012.

**By-laws** - means the playing conditions set by the Committee for the conduct of domestic competition.

**The Club** - means the Rebelz Basketball Club Incorporated

**Committee** - means the Committee of Management of the Incorporation

**Member** - means a member of the basketball club

**Financial Report** - means a report within the meaning of these Rules

**Financial year** - means the year ending on 30 June.



**General Meeting** - means a general meeting of members convened in accordance with these Rules.

**Office Bearer** - means those persons appointed to the positions set out in these Rules  
**Objectives** - means the powers of the Club as set out in clause 2.

**Regulations** - means regulations under the Act.

**Relevant documents** - has the same meaning as in the Act.

**Rules** - means the rules of the Club as set out in the terms of these Rules.

**President** - means the President of the Incorporation

**Vice-President** - means the Vice-President of the Incorporation

**Secretary** - means the Secretary of the Incorporation

**Treasurer** - means the Treasurer of the Incorporation

## 6. Alteration of the Rules

These Rules and Objectives of the Club must not be altered except in accordance with the Act.

## 7. Membership

Membership shall be open to all persons subscribing to the objects of the Club and paying the prescribed subscription. Such rights and privileges are not transferrable.

There shall be four categories of membership;

### 1. Playing Members

A person who is registered to play in any competition conducted by the Club or any team entered by the Club in any other competition is a member. Only playing members who have reached the age of 18 at the time of a General Meeting may exercise a vote at a General Meeting or propose any motion to a General Meeting of the Club, or to be a member of the Committee, or to propose any other person as a member of the Committee.

A playing member who has registered for a competition and paid the relevant registration fee shall not be required to pay a membership fee and in receipt of the registration and all relevant fees, the Secretary shall enter the name of the playing member in the register of members.

### 2. Parent Members

A parent or guardian of a playing member who has not reached the age of 18 at the time of a General Meeting may nominate to the Secretary in writing prior to the General Meeting that they represent the junior playing member under 18 years of age, and that parent or guardian will become a member with full voting rights. Only one parent or guardian may nominate per junior playing member. If more than one parent or guardian nominates per junior playing member, only the first nomination shall be accepted.



The nominated parent or guardian of a junior playing member who has registered for a competition and paid the relevant registration fee shall not be required to pay a membership fee and in receipt of all fees, the Secretary shall enter the name of the parent or guardian in the register of members 30 days after receipt of the nomination unless the Committee rejects the nomination.

Within 30 days of receipt of the nomination under this clause, the Committee may reject the nomination and is not obliged to give reasons for the rejection.

### **3. Other Members**

- a. A person with an interest in basketball who is not a playing member or parent member over the age of 18 who applies for membership, whose application is approved by the Committee and who pays the membership fee is eligible to be a member of the Club.
- b. A nomination of a person for membership of Club:
  - i. Shall be made in writing in the form set out in Appendix 1; and
  - ii. Shall be lodged with the Secretary of the Club.
- c. As soon as practicable after the receipt of a nomination, the Secretary shall refer the nomination to the Executive.
- d. The nomination being referred to the Executive, the Committee shall determine whether to approve or to reject the nomination but shall not be required to state any reason for failing or refusing to admit any person to membership. Upon the nomination being approved by the Executive, the Secretary shall, with as little delay as possible, notify the nominee in writing that he or she is approved for membership of the Club and request payment within the period of 28 days after receipt of the notification of the sum payable under these Rules as the entrance fee and the first year's annual subscription.
- e. The Secretary shall, upon payment of the amounts referred to in sub-clause 12 within the period referred to in that sub-clause, enter the nominee's name in the register of members kept by him or her and, upon the name being so entered, the nominee becomes a member of the Club.

### **4. Life Members**

Life Members of the Club may be elected at the Annual General Meeting by a 75% majority of eligible votes, provided that written notice of nomination for such election shall have been given to the Secretary of the Club at least seven (7) days prior to the meeting.

- a. Life Membership shall be restricted to those whose service to basketball and the Club has been worthy of the highest honour.
- b. The Committee shall present a written report to the Annual General Meeting on the services of any nominee together with its recommendations as to the suitability for the honour.
- c. By resolution of 75% majority of eligible votes at an Annual General Meeting of the Club, life membership may be cancelled.



- d. Life members shall be granted the privileges of free admission to all functions held by the Club and the right to attend and vote at the Annual General Meeting.
- e. Life members shall be awarded a badge of appropriate design.

## 8. Register of Members

1. The Secretary must keep and maintain a register of members containing:
  - a. the name, postal and email address of each member
  - b. postal and email address for Club and contact details for each person listed on Club registration form
  - c. postal and email address and contact details for persons listed on Team registration form and
  - d. 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 except that contact details will not be disclosed.
3. A member may make a copy of entries in the register other than contact details of members.

## 9. Cessation Of Membership

1. A member of the Club who has paid all monies due and payable by him or her to the Club may resign from the Club by first giving one month's notice in writing to the Secretary of his or her intention to resign.
2. After the expiry of the period referred to in sub rule 1
  - a. The member ceases to be a member; and
  - b. The Secretary must record in the register of members the date on which the member ceased to be a member.
3. A playing member ceases to be a member if he or she is not registered or has not paid the relevant fees in full to play in a competition conducted by the Club.
4. A parent member ceases to be a member if the playing member with respect to which he or she is nominated under Rule 7(3) turns the age of eighteen (18) years of if that child is not registered or has not paid the relevant fees in full to play in a competition conducted by the Club.
5. Any other member ceases to be a member if their membership is unfinancial for more than six (6) months.

## 10. Conditions of Membership



The conditions of membership shall be as follows:

1. That the member agrees to abide and be bound by these Rules and By-Laws of the Club, and to accept, comply with and enforce all decisions of the Club.
2. That all members shall manage their affairs in a manner that will not discredit basketball in Victoria and in accordance with the policies of the Club.

## 11. Discipline, Suspension and Expulsion of Members

1. 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 of a member or prejudicial to the interests of the Club, the Committee may by resolution:
  - a. fine that member an amount not exceeding \$500; or
  - b. suspend that member from membership of the Club for a specified period; or
  - c. expel that member from the Club.
2. A resolution of the Committee under clause 11(1) does not take effect unless:
  - a. at a meeting held in accordance with clause 11(3), the Committee confirms the resolution; and
  - b. if the member exercises a right of appeal to the Club under this rule, the Club confirms the resolution in accordance with this rule.
3. A meeting of the Committee to confirm or revoke a resolution passed under clause 11(1) must be held not earlier than fourteen (14) days, and not later than twenty-eight (28) days, after notice has been given to the member in accordance with clause 11(4).
4. For the purposes of giving notice in accordance with clause 11(3), the Secretary must, as soon as practicable, cause to be given to the member a written notice:
  - a. setting out the resolution of the Committee and the grounds on which it is based; and
  - b. stating that the member or the member's representative (not being a legal practitioner), 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
  - c. stating the date, place and time of that meeting; and
  - d. informing the member that he she or it may do one or both of the following-
    - i. attend that meeting personally or by a representative;
    - ii. give to the Committee before the date of that meeting a written statement seeking the revocation or diminution of the resolution;
  - e. informing the member that, if at that meeting, the Committee confirms the resolution, he, she or it may, not later than forty-eight (48) hours after that meeting, give the Secretary a notice to the effect that he, she or it wishes to appeal to the Club in a General Meeting against the resolution.



5. At a meeting of the Committee to confirm or revoke a resolution passed under clause 11(1), the Committee must-
  - a. give the member, or his, her or its representative (not being a legal practitioner), 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 Committee, the Committee confirms the resolution, the member may, not later than forty-eight (48) hours after that meeting, give the Secretary a notice to the effect that he, she or it wishes to appeal to the Club in a General Meeting against the resolution.
7. If the Secretary receives a notice under clause 11(6), he or she must notify the Committee, and the Committee must convene a General Meeting of the Club to be held within twenty-one (21) days after the date on which the Secretary received the notice.
8. At a General Meeting of the Club convened under clause 11(7):
  - a. no business other than the question of the appeal may be conducted; and
  - b. the Committee 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, her or its representative, 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 vote in favour of the resolution. In any other case, the resolution is revoked.

## 12. Disputes and Mediation

1. The grievance procedure set out in this rule applies to disputes under these clauses between-
  - a. a member and another member; or
  - b. a member and the Club.
2. 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 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 ten (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 Committee of the Club; or
    - ii. in the case of a dispute between a member and the Club, a person who is a mediator appointed or employed by the Dispute Settlement Centre of Victoria (Department of Justice).
5. A member of the Club 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 act, in good faith and commercially, making reasonable attempts 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; and
    - d. Conduct themselves in a manner that is consistent with the Club's Code of Conduct and expectations regarding appropriate behaviour.
  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.

## 13. Annual General Meetings

1. The Committee may determine the date, time and place of the Annual General Meeting of the Club provided it is held within five (5) months of the end of the financial year.
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--
  - 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 Committee reports upon the transactions of the Club during the last preceding financial year including;
    - i. President's Report;



- ii. Financial Report (including Treasurer Statement, Income Statement, Balance Sheet and Auditor's Report); and
  - c. to elect the Office Bearers of the Club;
  - d. to appoint an auditor for the forthcoming year if required; and
  - e. to transact any other business of which notice in writing shall have been given to the Secretary of the Club at least seven (7) days prior to the date of the meeting.
4. The Annual General Meeting may conduct any special business of which notice has been given in accordance with these Rules.
  5. The Secretary of the Club shall give seven (7) days' notice of the agenda to members and office bearers.

### 13.1 Amendment of Constitution

1. Subject to clause 4 of this section, the members may amend this constitution by passing a **majority vote at the Clubs Annual General Meeting by members physically present at the meeting.**
2. The Club MUST ensure that it sends an invitation to ALL members outlining the date and time of the Annual General Meeting.
3. Any amendment to this constitution will take effect from the date the majority vote passing the amendment is made, or from any later date specified in the resolution passing the amendment.
4. The members must not pass a **vote** that amends this constitution if passing it causes the **Club** to no longer be a non-for-profit Incorporation.

### 14. Extraordinary General Meetings

1. In addition to the Annual General Meeting, other General Meetings may be held in the same year.
2. All General Meetings other than the Annual General Meeting are Extraordinary General Meetings.
3. The Committee may, whenever it thinks fit, convene an Extraordinary General Meeting of the Club.
4. The Committee must, on the request in writing of members representing not less than twenty (20) members, convene an Extraordinary General Meeting of the Club.
5. The request for an Extraordinary General Meeting must—
  - a. state the objectives of the meeting; and
  - b. be signed by the members requesting the meeting; and
  - c. be sent to the postal or email address of the Club.
6. If the Committee does not cause an Extraordinary General Meeting to be held within one (1) month after the date on which the request is sent to the address of the Club,



the members making the request, or any of them, may convene an Extraordinary General Meeting to be held not later than three (3) months after that date.

7. If an Extraordinary 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 Committee and all reasonable expenses incurred in convening the Extraordinary General Meeting must be refunded by the Club to the persons incurring the expenses.

## 15. Special Business

All business that is conducted at an Extraordinary General Meeting is special business.

## 16. Notice of General Meetings

1. The Secretary of the Club shall, at least 14 days before the date fixed for holding a General Meeting of the Club, cause to be sent to each member of the Club, a notice stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
2. Notice may be given –
  - a. By email
  - b. By prepaid post to the address appearing in the register of member
  - c. By placing an advertisement in the local newspaper; or
  - d. By placing the notice on the notice Committee of the stadium
3. No business other than that set out in the notice convening the meeting shall be transacted at the meeting.
4. A member desiring to bring any business before a meeting may give notice of that business in writing to the Secretary, who shall include that business in the notice calling the next General Meeting after the receipt of the notice.

## 17. Quorum at General Meetings

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. Ten (10) members 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-
  - a. in the case of a meeting convened upon the request of members - the meeting must be dissolved; and



- b. in any other case - 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 meeting must be dissolved.

## 18. Presiding at General Meetings

1. The President, or in the President's absence, the Vice-President, shall preside as Chairperson at each General Meeting of the Club.
2. If the President and the Vice-President are absent from a General Meeting, or are otherwise unable to preside, the members present must select one of their members to preside as Chairperson or a representative of Basketball Victoria.

## 19. 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 fourteen (14) days or more, notice of the adjourned meeting must be given in accordance with these Rules.

## 20. Voting at General Meetings

1. All Office Bearers of the Club and all members eligible to vote shall exercise one vote only at the Annual General Meeting and/or Extraordinary General Meetings of the Club.
2. No proxy or postal votes will be allowed at any meeting of the Club.
3. A member not physically present at a general meeting may be permitted to participate in the meeting using technology that allows that member, and the members present at the meeting to clearly and simultaneously communicate with each other.
4. A member participating in a general meeting as permitted under sub rule (3) is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

## 21. Manner of determining whether Resolution Carried

If a question arising at a general meeting of the Club is determined on a show of hands a declaration by the Chairperson that a resolution has been—

- carried; or
- carried unanimously; or
- carried by a particular majority; or
- lost;



An entry to that effect in the minutes of the Club is evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.

## 22. Poll at General Meetings

(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.

## 23. Committee

1. The affairs of the Club shall be managed by the Committee.
2. The Committee shall:
  - a. control and manage the business and affairs of the Club; and
  - b. subject to these Rules, the Act and the Regulations, exercise all such powers and functions as may be exercised by the Club other than those powers and functions that are required by these Rules to be exercised by general meetings of the members of the Club; and
  - c. subject to these Rules, the Act and the Regulations, has power to perform all such acts and things as appear to the Committee to be essential for the proper management of the business and affairs of the Club.
3. Subject to section 23 of the Act, the Committee shall consist of:
  - a. the Office Bearers of the Club; and
  - b. three (3) ordinary members.
4. All members of the Committee are required to have a satisfactory Victoria Police criminal record check and Working with Children Check completed.

## 24. Office Bearers

1. The Office Bearers of the Club shall be—
  - a. a President;
  - b. a Vice-President;
  - c. a Treasurer; and
  - d. a Secretary.
2. The provisions of clause 23, so far as they are applicable and with the necessary modifications, apply to and are in relation to the election of persons to any of the offices referred to in clause 24(1).



3. Each Office Bearer of the Club shall hold office for a period of two (2) years. When a person's term of office has come to an end, he or she will relinquish the position at the end of the next annual general meeting two years after the date of his or her election. This person is eligible for re-election.
4. In the event of a casual vacancy on the Committee, the Committee may appoint another member 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.
5. The President, Treasurer and two (2) ordinary members will be elected in each odd calendar year. The Vice President, Secretary and one ordinary member will be elected in each even calendar year.
6. The Committee may co-opt up to two (2) other persons to become members of the Committee for a period which will not exceed the time to the next Annual General Meeting.
7. The Secretary of the Club is also the Public Officer.
8. A member is eligible to be elected or appointed as a committee member if the member –
  - a. is 18 years or over; and
  - b. is a playing, ordinary or life member with voting rights,
  - c. has a membership that is not suspended for any reason.
  - d. Is not a current employee of the Club.

## 25. Election of Office Bearers

1. Nominations of candidates for election as Office Bearers of the Club must be:
  - a. made in writing, signed by two members of the Club and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination); and
  - b. delivered to the Secretary of the Club not less than seven (7) days before the date fixed for the holding of the Annual General Meeting.
2. A candidate may only be nominated for one position prior to the Annual General Meeting.
3. If no nomination is received for any vacancy, nominations may be called for at the meeting.
4. If only one nomination is received for any vacancy to be filled, the candidate nominated shall be deemed elected.
5. If the number of nominations for any vacancy exceeds one, a ballot shall be held. If a person nominated for a position as an Office Bearer is defeated in that election, they



may be nominated at the Annual General Meeting for any position that is at that time not determined.

6. The ballot for the election of Office Bearers must be conducted at the Annual General Meeting in such manner as the Committee directs.

## 26. Vacancies

The office of an Office Bearer of the Club becomes vacant if the Office Bearer:

- a. becomes subject to the provisions of the Bankruptcy Act; or
- b. resigns from office by notice in writing given to the Secretary; or
- c. is removed from office under rule 30; or
- d. is deceased; or
- e. becomes a represented person within the Guardianship and Administration Act 2019.

## 27. Meetings of the Committee

1. The Committee must meet at least six (6) times in each year at such place and such times as the Committee may determine.
2. Special meetings of the Committee may be convened by the President or by any four (4) members of the Committee.
3. Meetings of the Committee may be conducted electronically whereby each Office Bearer is able to hear and be heard by all other Office Bearers present. Office Bearers present in any such electronic meeting shall be deemed to be physically present for the meeting.

## 28. Notice of Committee Meetings

1. Notice of each Committee meeting must be given to each member of the Committee at least five (5) business days before the date of the meeting.
2. Notice must be given to members of the Committee of any special meeting specifying the general nature of the business to be conducted and no other business may be conducted at such a meeting.

## 29. Quorum for Committee Meetings

1. Any four (4) members of the Committee constitute a quorum for the conduct of the business of a meeting of the Executive.
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:
  - a. in the case of a special meeting - the meeting lapses;



- b. in any other case - the meeting shall stand adjourned to the same place and the same time and day in the following week.

### 30. Presiding at Committee Meetings

1. The President, or in the President's absence, the Vice-President, shall preside as Chairperson at each Committee meeting.
2. If the President and the Vice-President are absent from a Committee meeting, or are otherwise unable to preside, the Office Bearers present must select one of their number to preside as Chairperson.

### 31. Voting at Committee Meetings

1. Questions arising at a meeting of the Committee, or at a meeting of any sub-committee appointed by the Committee, 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 Committee, or at a meeting of any sub-committee appointed by the Committee
3. (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 casting vote.
4. A member not physically present at a general meeting may be permitted to participate in the meeting using technology that allows that member and the members present at the meeting to clearly and simultaneously communicate with each other.
5. A member participating in a general meeting as permitted under subrule (3) is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

### 32. Removal of Officer Bearer

1. The members may, by a resolution of 80% of the members present and eligible to vote at a general meeting remove an Office Bearer from the Committee
2. An Office Bearer who is the subject of a proposed resolution referred to in clause 32(1) may no later than 7 days prior to a general meeting at which a motion for removal is proposed make representations in writing to the Secretary of the Club (not exceeding a reasonable length) and may request that the representations be provided to the members of the Club.
3. The Secretary may give a copy of the representations to each member of the Club or, if they are not so given, the Office Bearer may require that they be read out at the meeting.

### 33. Minutes of Meetings



The Secretary of the Club must keep minutes of the resolutions and proceedings of each General Meeting, and each Committee meeting, together with a record of the names of Committee members and other persons present at Committee meetings.

## 34. Funds

1. The Treasurer of the Club must-
  - a. collect and receive all moneys due to the Club and authorise all payments made by the Club; and
  - b. keep correct accounts and books showing the financial affairs of the Club with full details of all receipts and expenditure connected with the activities of the Club.
2. All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by the two members of the Committee or such other persons as it considers prudent.
3. The funds of the Club shall be derived from entrance fees, annual subscriptions, donations and such other sources as the Committee determines.

## 35. Seal

1. The common seal of the Club 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 Committee and the affixing of the common seal must be attested by the signatures either of two members of the Committee or, of one member of the Committee and of the public officer of the Club.

## 36. Notice to Members

1. Except for the requirement in clause 16, any notice that is required to be given to a member, by or on behalf of the Club, under these Rules may be given by-
  - a. delivering the notice to the member personally; or
  - b. sending it by prepaid post addressed to the member at that member's address shown in the register of members; or
  - c. sending it by email addressed to the member at that member's email address shown in the register of members.
2. Where a document is properly addressed, pre-paid and posted, the document shall, unless the contrary is proved, be deemed to have been delivered at the time at which the document would have been delivered in the ordinary course of post.
3. Where a document is sent by facsimile or by e-mail or other electronic means it shall be deemed to have been delivered in the ordinary course of time for delivery by that means.



4. Where the time for giving notice under these Rules falls on a non-business day, the notice shall be required to be given by the next business day.

## 37. Procedural Irregularities

1. No decision of the Club or its Committee or committees shall be invalid merely because of a failure to give proper notice under this constitution or the bylaws or other irregularity in procedure required by this constitution or the bylaws unless a person suffers serious detriment as a result of that failure to give proper notice or irregularity in procedure.
2. The Club or its relevant Committee or committee may confirm an earlier decision which may have been otherwise invalid because of a failure to give proper notice or other irregularity in procedure and the decision shall be deemed to be valid from the time it was originally made.

## 38. Unforeseen Matter.

Should any matter arise for which provision has not been made in the Constitution, the Club via the Committee shall take such action as is necessary to protect the interests of the Club.

## 39. Dissolution.

If, on the winding up of the Club, any property or funds of the Club remains after satisfaction of the debts and liabilities of the Club and the costs, charges and expenses of that winding up, that property and funds shall be distributed to Diamond Valley Basketball Association to use re-establishing or maintaining basketball in the Northeastern Region.

## 40. Custody and Inspection of Books and Records

1. Except as otherwise provided in this Constitution, the Secretary must keep in his or her custody or under his or her control all books, documents and securities of the Club.
2. All accounts, books, securities and any other relevant documents of the Club (other than members contact details) must be available for inspection free of charge by any member upon request.
3. A member may make a copy of any accounts, books, securities and any other relevant documents of the Club unless to do so would compromise the privacy of another member.
4. No inspection or copying of documents by members is permitted where to do so would breach a requirement of confidentiality in contract or at law or would breach a provision of privacy legislation.

## 41. Committee May Delegate Functions

1. The Committee may, by instrument in writing, create, establish or appoint from amongst its own members, or otherwise, special committees, sub-committees, individuals and consultants to carry out such duties and functions, and with such powers, as the Committee otherwise determines.



2. The Committee may in the establishing instrument, delegate such functions as are specified in the instrument, other than:
  - a. this power of delegation; and
  - b. a function imposed on the Committee by the Act or any other law, or this Constitution or by resolution of any issue raised in General Meeting.
  - c. At any time, the Committee may by instrument in writing, revoke wholly or in part any delegation made under this clause and may amend or repeal any decision made by such body or person under this clause.

## 41.1 Exercise of Delegated Functions

1. A function, the exercise of which has been delegated under this clause, may whilst the delegation remains unrevoked, be exercised from time to time in accordance with the terms of the delegation.
2. A delegation under this clause may be made subject to such conditions or limitations as to the exercise of any function or at the time or circumstances as may be specified in the delegation.

## 42 Procedure of Delegated Entity

1. The procedures for any entity exercising delegated power shall, subject to this Constitution and with any necessary or incidental amendment, be the same as that applicable to meetings of the Committee under clause 23. This includes those rules governing conflicts of interest.
2. The entity exercising delegated powers shall make decisions in accordance with the Objects, and it shall promptly provide the Committee with details of all material decisions.
3. The entity shall also provide any other reports, minutes and information required by the Committee.

## 43 Indemnity for Committee Members and Club Officials

All Committee Members and Club Office Bearers of The Rebelz Basketball Club are indemnified from any decision made in good faith on behalf of the Rebelz Basketball Club.



4.

## APPENDIX 1

### APPLICATION FOR MEMBERSHIP OF THE REBELZ BASKETBALL CLUB INCORPORATED.

I \_\_\_\_\_ of \_\_\_\_\_  
(name and occupation) (address)

Desire to become a member of the Rebelz Basketball Club.

In the event of my admission as a member, I agree to be bound by the rules of the Club for the time being in force.

\_\_\_\_\_  
Signature of Applicant  
Date / /

I \_\_\_\_\_, a member of the Club  
(name)

Nominate of the applicant who is personally known to me, for membership of the Club.

\_\_\_\_\_  
Signature of Proposer  
Date / /

I \_\_\_\_\_, a member of the Club second the  
(name)

Nomination of the applicant who is personally known to me, for membership of the Rebelz Basketball Club.

\_\_\_\_\_  
Signature of Seconder  
Date / /



**APPLICATION FOR NOMINATION OF COMMITTEE MEMBER FOR ANNUAL GENERAL MEETING**

I, \_\_\_\_\_(name)

of \_\_\_\_\_(address)

being a member of Rebelz Basketball Club Inc. nominate, \_\_\_\_\_(name of

nominee) of \_\_\_\_\_(address of nominee)

being a member of that Incorporation as \_\_\_\_\_(position)

of the Incorporation at the Annual General Meeting to be held on \_\_\_\_\_(date of meeting) and/or at any adjournment of that meeting. Signed

.....

Date \_\_\_\_\_

Seconded

Date \_\_\_\_\_

Nominee Consent

Date

