

CONSTITUTION
OF THE
STRATHALBYN & DISTRICT BASKETBALL ASSOCIATION INC
(Amended July 2011)

1. **NAME:** The name of the Association shall be the Strathalbyn and District Basketball Association Incorporated, herein after called "The Association".

2. In these rules, unless the contrary intention appears -
 - * 'Committee' means the Committee of Management of the Association.
 - * 'Meeting' means a general meeting of members of the Association convened in accordance with these rules.
 - * 'Member' means a member of the Association.
 - * 'The Act' means the Associations Incorporation Act, 1985.
 - * 'The Regulations' means the Association Regulations 1985.
 - * 'Rules' means the provisions from time to time of the Constitution governing the Association.

3. **AFFILIATION:** The Association shall be affiliated with the South Australian Country Basketball Council Incorporated.

4. **OBJECTS AND PURPOSES:** The objects of the Association are:-
 - (a) To promote the game of basketball in the State of South Australia generally and in the district of Strathalbyn in particular.
 - (b) To co-operate with the South Australian Country Basketball Council Inc. and other basketball clubs in the attainment of the above object.
 - (c) To provide for members, basketball courts and other facilities and buildings for the use and enjoyment of members.
 - (d) To take such steps as may be necessary to represent the views and the requirements of the members of the Association in all matters affecting the game of basketball in Strathalbyn and District.

5. **POWERS:** In order to achieve its Objects and Purposes, The Association may:-
 - (a) Act alone or with other bodies in the interest of basketball in Strathalbyn and District.
 - (b) Organise and oversee the playing of basketball in Strathalbyn and District.
 - (c) Arrange for the holding of such meetings and other events as may from time to time seen desirable.
 - (d) Obtain by purchase, lease, hire or otherwise, grounds, buildings and other equipment for the holding of basketball meetings or matches, and lay out such courts or other facilities as may be necessary.
 - (e) Invest monies of the Association not immediately required, in such a manner as may be determined by the Committee.
 - (f) Select players or teams of players to represent The Association.
 - (g) Determine such By-Laws as are deemed necessary for the satisfactory regulation of the Association's activities.

- (h) To raise or borrow money upon such terms and in such manner and upon such securities as the Association shall think fit and to secure the same or the repayment or performance of any debt, liability, contract or engagement incurred or to be entered into by the Association in any way and in particular by the issue of Debentures or Debenture Stock or by giving Mortgages, Charges or Securities charged upon or over all or any of the Association's real and personal property (both present and future) and to purchase, pay off or redeem any such securities.

6. **MEMBERSHIP:** Membership of the Association shall be open to all persons having a direct or indirect interest in the playing of basketball.

Nomination for membership shall be available in three (3) categories:-

1. LIFE MEMBERS
2. PLAYING MEMBERS
3. NON PLAYING MEMBERS

a) Life Members

a.1 The Committee shall have power to elect as honorary Life Members without payments of any further subscription, any member of not less than ten (10) years standing of this Association or who shall in the opinion of the Committee have rendered meritorious services to the Association but such election shall not take effect unless and until the same is confirmed at a committee meeting.

a.2 A Maximum of two (2) Life Members elected each year.

a.3 Shall have full playing member rights.

b) Playing Members

b.1 Playing Members shall be categorised as either:
SENIOR Playing Members (eighteen (18) years and over) or
JUNIOR Playing Members (Under eighteen (18) as at the 31st of December at the completion of the Season.

b.2 Shall pay such membership fees as are from time to time determined by the Committee.

b.3 Will have such access to the Association's facilities as is from time to time determined by the Committee.

b.4 Must abide by the Constitution and directions of the Committee.

b.5 Must abide by such By-Laws as are from time to time determined by the Association.

b.6 A Member must be eighteen (18) years and over to have voting rights.

c) Non-Playing Members

c.1 Each family (of a financial Junior member) will be entitled to voting rights at any general meeting without any subscription fee required.

c.2 Shall pay such annual membership fees as are from time to time determined by the Association.

c.3. Will have such access to the Association's facilities as is from time to time determined by the committee.

- c.4 The nomination form should be in the hands of the Association Secretary thirty (14) days prior to the A.G.M. In the event of no nominations being received for any position, nominations shall be accepted from the floor at the A.G.M.
- c.5 Must abide by the constitution and directions of the committee.
- c.6 Must abide by such By-Laws as are from time to time determined by the Association.
- c.7 Any person who applies for non-playing membership of the Association by payment of appropriate fee shall be exempt from the "proposed seconder/acceptance" provisions of section 6 © part 1 provided that person has been "financial playing member" in the proceeding 12 months.

7. **SUBSCRIPTIONS:**

- 7.1 The subscription fees for each class of membership shall be such sum as the Committee shall determine from time to time.
- 7.2
 - a. The subscription fees for non-playing members shall be payable annually fourteen (14) days prior to the Annual General Meeting or at such other time as the Committee shall determine from time to time.
 - b. Playing members are deemed to be financial if they are registered with the Association during the pre-ceding twelve (12) months.

8. **RESIGNATION:**

A member may resign from membership of the Association by giving written notice thereof to the Secretary or Public Officer of the Association. Any member so resigning shall be liable for any outstanding subscriptions/monies which shall be recovered as a debt due to the Association.

9. **EXPULSION OF A MEMBER:**

- 9.1 Subject to giving a member an opportunity to be heard or to make a written submission, the Committee may resolve to expel a member upon a charge of misconduct detrimental to the interests of the Association.
- 9.2 Particulars of the charge shall be communicated to the member at least fourteen (14) days before the meeting of the Committee at which the matter will be determined.
- 9.3 The determination of the Committee shall be communicated to the member, and in the event of an adverse determination the member shall, subject to sub rule (4), cease to be a member immediately after the Committee has communicated its determination to him/her.
- 9.4 It shall be open to a member to appeal to the Association in general meeting against the expulsion. The intention of appeal shall be communicated to the Secretary or Public Officer of the Association within fourteen (14) days after the determination of the Committee has been communicated to the member.

- 9.5 In the event of an appeal under sub-rule (4) the appellant's membership of the Association shall not be terminated unless the determination of the Committee to expel the member is upheld by the members of the Association in general meeting after the appellant has been heard, and in such event membership will be terminated at the date of the general meeting at which the determination of the Committee is upheld.

10. **THE COMMITTEE:**

- 10.1 The affairs of the Association shall be managed and controlled exclusively by a Committee which, in addition to any powers and authorities conferred by these rules, may exercise all such powers and do all such things as are within the objects of the Association, and are not by the Act or by these rules required to be done by the Association in general meeting.
- 10.2 The Committee shall have the power to appoint such officers and employees as are required to carry out the objects of the Association, including a Public Officer required by the Act, and may discuss or delegate any of its powers to such officers and employees.
- 10.3
- a. The Executive Committee shall be comprised of a President, Vice-President, Secretary and Treasurer.
 - b. The Committee shall consist of no more than 11 nominated representatives including executive members.
 - c. The committee shall consist of one nominated representative and one nominated proxy representative, nominated from each affiliated club, with the proxy representative only to attend meetings when the nominated club representative is unable to do so. Either representative's are to have the one voting right per club at Association Committee Meetings.
 - d. The remainder of the committee will be made up by the members of the Association.
 - e. The nomination form shall be in the hands of the Association Secretary, seven (7) days prior to the A.G.M.
 - f. In the event of the Committee nominee being elected to the Executive Committee, or a casual vacancy, the club shall use a second nominee for the Committee.
- 10.4 Election of Office Bearers and Voting:
- a.1 The President, Vice President, Secretary and Treasurer shall hold office for two (2) years, the President and Treasurer being elected in odd numbered years and the Vice President and Secretary in even numbered years.
 - a.2 The nomination form should be in the hands of the Association Secretary fourteen (14) days prior to the A.G.M. In the event of no nominations being received for any position, nominations shall be accepted from the floor at the A.G.M.

- b. The Association voting of office bearers shall be by secret ballot.
- c. All other Association decisions will rest on a simple majority unless otherwise stated in the Constitution.

10.5 Sub Committees

- a. The Committee shall appoint from time to time such sub-committees as are deemed necessary.
- b. On the appointment of such sub-committee, a convenor shall be appointed, who shall arrange all meetings and report in detail to the next committee or general meeting.

10.6 The President:

- a. Will preside as chairperson over all meetings which he/she is able to attend. He or she may, at his or her discretion, pass over the chair to a present committee member.
- b. Shall have a casting vote in all Association matters at deadlock at any meeting.
- c. In the case of non-attendance of the President, the chair will be taken by the Vice President, the Secretary, Treasurer and Committee members, in that order.

The Vice President

Will accept Presidential duties whenever the President is unable to fulfil these duties.

The Secretary

Will be responsible for correspondence, minutes and Association records as the committee sees fit, and is required to show these to any committee member at any reasonable time.

The Treasurer

- a. Will be responsible for the maintenance of the Association's financial records.
- b. Will ensure safe banking procedures and speedy dispatch of accounts and receipts.
- c. Submit a current financial report to all committee meetings.
- d. Shall, upon request by motion submit a financial report at any General Meeting.
- e. The signatories shall be the Executive Committee with any two (2) to sign.

Committee Members

- a. Shall assist the Executive on all Association matters.
- b. Relieve the Executive whenever possible of responsibility for Association Social activities.
- c. Shall have the responsibility to pass on any relevant information to their respective clubs.

11. **DELEGATES MEETINGS:**

- a. Non attendance by clubs shall incur a fine at the discretion of the committee.

12. **DISQUALIFICATION OF COMMITTEE MEMBERS:**

The office of committee member shall become vacant if a committee member is:-

- a. disqualified by the Act.
b. expelled under these rules
c. permanently incapacitated by ill health.
d. absent for three (3) consecutive meetings and the Committee resolves by way of a motion that it is appropriate for the member to be expelled from the Committee.

13. **PROCEEDINGS OF COMMITTEE:**

- 13.1 The Committee shall meet together for the dispatch of business at least monthly.
13.2 Questions arising at any meeting shall be decided by a majority of votes and in the event of equality of votes the chairperson shall have a casting vote.
13.3 A quorum for a meeting of the Committee shall be more than 50% of the members.
13.4 A member of the Committee, having a pecuniary interest in a contract with the Association, must disclose that interest to the Committee as required by the Act, and shall not vote with respect to that contract.

14. **FINANCIAL YEAR:**

The financial year of the Association shall be the period beginning on the 1st of July 2000 and thereafter a period of twelve (12) months ending 30th June each year.

15. **FINANCIAL BORROWINGS:**

The Association may from time to time borrow such funds as are deemed necessary to foster the aims and objectives of the Association. All borrowings shall be approved by a three quarter (3/4) majority at any General Meeting.

16. **RULES:**

- 16.1 Subject to approval by a resolution of the members of the Association, these rules may be altered (including an alteration to name), or be rescinded and replaced by substituted rules. Such an alteration shall be registered with the Commission as required by the Act.
16.2 The registered rules shall bind the Association and every member to the same extent as if they had respectively signed and sealed them, and agreed to be bound by all of the provisions thereof.

17. BY-LAWS:

- 17.1 The Association shall from time to time pass such By-Laws as are necessary for the correct and proper functioning of its activities.
- 17.2 Such By-Laws may be submitted to and decided upon at any General Meeting by two-thirds (2/3) majority, provided fourteen (14) days notice is given in writing to each affiliated club secretary.
- 17.3 All By-Laws shall be circularised to all clubs by the Secretary as soon as practicable after the meeting at which they are adopted.

18. THE SEAL:

- 18.1 The Association shall have a common seal upon which its corporate name shall appear in legible characters.
- 18.2 The seal shall not be used without the express authorisation of the Committee, and every use of the seal shall be recorded in the minute book of the Association. The affixing of the seal shall be witnessed by the Public Officer.
- 18.3 The seal shall be kept in the custody of the Secretary or such other person as the Committee may from time to time decide.

19. MEETINGS:

- 19.1 The Committee may call a Special General Meeting of the Association at any time, and shall call an Annual General Meeting in accordance with the Act.
- 19.2 a. The Annual General Meeting shall be held with two (2) months after the end of the financial year.
b. Notice of Annual General Meeting shall be given in the local press a minimum of three (3) weeks prior to the date of such meeting.
- 19.3 Upon a requisition in writing of not less than six (6) of the total number of members of the Association, the Committee shall within one month of the receipt of the requisition, convene a Special General Meeting for the purpose specified in the requisition.
- 19.4 Every requisition for a Special General Meeting shall be signed by the members making the same and shall state the purpose of the meeting.
- 19.5 If a Special General Meeting is not convened within one month as required by sub-rule (3) the requisition's may convene a Special General Meeting. Such a meeting shall be convened in the same manner as a meeting convened by the Committee, and for this purpose the Committee shall ensure that the requisitionists are supplied free of charge with particulars of the members entitled to receive a notice of meeting. The reasonable expenses of convening and conducting such a meeting shall be borne by the Association.

- 19.6 Subject to sub-rule (7) at least fourteen (14) days notice of any General Meeting shall be given to members. The notice shall set out where and when the meeting will be held, and particulars of the nature and order of the business to be transacted at the meeting. In the case of an Annual General Meeting, the order of the business at the meeting shall be the consideration of the accounts and reports of the Committee and the auditors, the appointment of auditors and committee members (if required), and any other business requiring consideration by the Association in General Meeting.
- 19.7 Notice of meeting at which a special resolution is to be proposed shall be given at least fourteen (14) days prior to the date of the meeting.
- 19.8 At the discretion of the Committee a notice may be given by the Association to any member by serving the member with the notice personally, or by sending it by post to the address appearing in the register of members, or by public notice.
- 19.9 Where a notice is sent by post, service of the notice shall be deemed to be effected if it is properly addressed and posted to the member by ordinary mail.

20. **PROCEEDINGS AT GENERAL MEETINGS:**

- 20.1 Twelve (12) members present personally or by proxy representing more than 50% of clubs, plus two (2) Executive Committee members shall constitute a quorum at any General Meeting.
- 20.2 If within thirty (30) minutes after the time appointed for the meeting a quorum of members is not present, a meeting convened upon the requisition of members shall lapse. In any other case, the meeting shall stand adjourned to the same day in the next week, at the same time and place and if at such adjourned meeting a quorum is not present within thirty (30) minutes of the time appointed for the meeting the members present shall form a quorum.
- 20.3 The chairperson of the Committee or if there shall be no chairperson, then the vice-chairperson of the Committee or in their absence, or on their declining to take, or retiring from the chair, one of the Committee members chosen by the meeting shall preside as chairperson at every General Meeting of the Association.
- 20.4 If there is no such chairperson or vice-chairperson present within five minutes after the time appointed for holding the meeting, the members present may choose one of their number to be the chairperson.
- 20.5 The chairperson may with the consent of any meeting at which a quorum is present, and shall if so directed by the meeting, adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.
- 20.6 When a meeting is adjourned for thirty (30) days or more, notice of the adjourned meeting shall be given as if that meeting were an original meeting of members.

- 20.7 At any General Meeting a resolution put to a vote shall be decided on a show of hands, and a declaration by the chairperson of the meeting that a resolution has been carried or lost, shall, unless a poll is demanded by conclusive evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, the resolution.
- 20.8 If a poll is demanded by the chairperson of the meeting or by three or more members present personally or by proxy, it shall be taken in such manner as the chairperson directs. The result of such poll shall be the resolution of the meeting, except that the case of a special resolution a majority of not less than three quarters (3/4) of the members who, being entitled to do so, vote personally or by proxy at the meeting is required.
- 20.9 A poll demanded on the election of a chairperson of a meeting or on any question of an adjournment, shall be taken at the meeting and without adjournment.

21. **AMENDMENTS TO THE CONSTITUTION:**

The constitution may be amended and/or altered by a two third (2/3) majority at any General Meeting, provided that a written notice of motion of the proposed change to the Constitution, signed by at least two (2) seconders, is submitted to the Secretary, who will then notify each club secretary at least fourteen (14) days prior to that meeting at which notice is to be served.

22. **TRIBUNAL:**

- a. The Tribunal Chairperson shall be appointed at the A.G.M. of the Association. The Chairperson will then recommend an additional four (4) impartial members of the community for the approval of the Management Committee.
- b. The Tribunal shall consist of not less than five (5) impartial members of the community, three (3) of whom shall sit as a Tribunal in the event of a player/s, official or umpire being reported.

23. **MINUTES:**

- 23.1 Proper minutes of all proceedings of meetings of the Association and of meetings of the Committee, shall be entered within one month after the relevant meeting in minute books kept for the purpose.
- 23.2 The minutes kept pursuant to this rule shall be signed by the chairperson of the meeting at which the proceedings took place or by the chairperson of the next succeeding meeting.
- 23.3 Where minutes are entered and signed, they shall until the contrary is proved by evidence that the meeting was convened and duly held, that all proceedings held at the meeting shall be deemed to have been duly held, and that all appointments made at a meeting shall be deemed to be valid.

24. **VOTING RIGHTS - GENERAL MEETINGS:**

24.1 Subject to these rules each member present shall be entitled to one vote.

24.2 A member shall be entitled to register their vote in writing to vote at any meeting of the Association. Votes must be in the hands of the Association Secretary twenty-four (24) hours prior to the meeting.

25. **PUBLIC OFFICER:**

There shall be a public officer of the Association who shall hold office until termination by a resolution of the Executive Committee which shall have the power to appoint a person to be the Public Officer. The Public Officer shall be a member of the Executive Committee. Such Public Officer shall do all things required of them to be done by statute.

26. **ACCOUNTS:**

26.1 The Association shall keep such accounting records as are necessary to correctly record and explain the financial transactions and financial position of the Association.

26.2 The Auditor shall be elected at the Annual General Meeting.

26.3 The Auditor is required to certify the accuracy of all the Association's financial reports presented to the Annual General Meeting.

27. **WINDING UP:**

The Association may be wound up in the manner provided by the Act.

28. **APPLICATION OF SURPLUS FUNDS:**

28.1 If after the winding up of the Association there remains surplus assets as defined in the Act, such surplus assets shall be appointed in accordance with this rule.

28.2 In the event of the Association disbanding through the decisions of an absolute majority at any General Meeting, then any Association funds remaining after settlement of all accounts shall be donated to a charity or community organisation determined at the meeting.

29. **HONORARIA:**

Subject hereto any office holder of the Association may receive an honorarium, to be recommended by the Committee to the Annual General Meeting.