

CONSTITUTION

for the

HORSHAM AMATEUR BASKETBALL ASSOCIATION

Inc. A0007106X

Adopted

August 21st, 2006

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CONSTITUTION

HORSHAM AMATEUR BASKETBALL ASSOCIATION INCORPORATED **A0007106X**

1. **NAME:**

The Association shall be called -
'HORSHAM AMATEUR BASKETBALL ASSOCIATION INCORPORATED A0007106X'

And hereinafter referred to as the "Association".

2. **OBJECTS:**

The objects of the Association shall be:

- 2.1 The encouragement and control of the game of basketball in the Horsham district;
- 2.2 The selection and management of teams representing the Association;
- 2.3 The settlement and final determination of disputes between affiliated clubs, teams and members;
- 2.5 To make rules, regulations, by-laws and conditions for the pursuit of its objects;
- 2.6 To prevent racial, religious or political discrimination, or distinction between players, members, officers and officials;
- 2.7 To deal with any other matters that may be deemed to be in the interests of the game of basketball.

3. **DEFINITIONS:**

- 3.1 In this Constitution, unless the contrary intention appears-

"Act" means the Associations Incorporation Act 1981

"Affiliation fee" means a fee required to be paid by each player at the commencement of each basketball season and an affiliated player shall be interpreted accordingly

"Board" means the Board of Management of the Association;

"Calendar year" means the year ending on 31 December

"Director" means any person voted onto the board of management who is not an officer

"elected officers of the Association" means the President, Senior Vice President, and Junior Vice President of the Association

"Executive Committee" means the committee established by the Board under clause 9 of this Constitution

"Executive Secretary" means the person occupying the position of the secretary on the Board of Management

"General meeting" means a general meeting of members convened in accordance with rule 12 of the Rules

“Life member” is a person who has been granted membership of the association for their lifetime at an annual general meeting.

"member" means a person who has paid the membership fee in any particular year and includes life members

“membership fee” is the relevant amount determined at the Annual General Meeting of the Association and is payable in advance on or before 1 January in each year.

“nominated officer” means the Executive Secretary, Treasurer and Competition Manager of the Association

"ordinary member of the committee" means a member of the Board of Management who is not an officer of the association

“receipt” means documentation received by the Executive Secretary of the Association and recorded as received in the official log book of the Association

"Regulations" means the regulations made under section 54 of the Act

"relevant documents" has the same meaning as in the Act;

“Rules” means the rules appearing in Schedule 5 to the regulations as altered by the provisions of this Constitution.

4. **MEMBERSHIP AND MEMBERSHIP FEES:**

MEMBERS

- 4.1 A person over the age of eighteen who applies for membership, whose application is approved by the Board and who pays the membership fee is eligible to be a member of the association.
- 4.2 A person who was not a member of the Association at the time of the incorporation of the Association, or who was a member at that time but has ceased to be a member, must not be admitted to membership unless-
 - 4.2.1 He or she applies for membership in accordance with sub-rule 4.3; and
 - 4.2.2 The Board approves the application.
- 4.3 An application of a person over the age of eighteen for membership of the Association must-
 - 4.3.1 Be made in writing in the form set out in Appendix 1; and
 - 4.3.2 Be submitted to the Executive Secretary.
- 4.4 As soon as practicable after the receipt of an application, the Executive Secretary must refer the application to the Board.
- 4.5 The Board must determine whether to approve or reject the application.
- 4.6 If the Board approves an application for membership, the Executive Secretary must as soon as practicable-
 - 4.6.1 Notify the applicant in writing of the approval; and
 - 4.6.2 within 28 days of receipt of notification request payment of the membership fee

- 4.6.3 if the membership fee is not paid within 28 days of the approval of membership by the Board the approval shall expire -
 - 4.6.3.1 A person who wishes to become a member whose approval has expired must re-apply for membership as provided for by the rules.
- 4.7 Within 14 days of the receipt of the membership fee the Executive Secretary must enter the applicant's name in the register of members.
- 4.8 An applicant for membership becomes a member and is entitled to exercise the rights of membership when his or her name is entered in the register of members.
- 4.9 If the Board rejects an application, it must, as soon as practicable, notify the applicant in writing that the application has been rejected.
- 4.10 Rights, privileges, or obligations of a member are not capable of being transferred or transmitted to other persons; and terminate upon the cessation of membership.
- 4.11 The membership fee is to be set annually at the Annual General Meeting of the Association.
- 4.12 The voting and other rights of members who have not paid the membership fee by the date for payment are suspended until the membership is paid.
- 4.13 Except for the membership fee, there are no entrance fees or other amounts to be paid in respect of membership of the association.

LIFE MEMBERS

- 4.14 An application for honorary life membership of the Association must be in writing, seconded by another current member and be received by the Horsham Amateur Basketball Association (HABA) Executive Secretary 7 days prior to a scheduled general meeting.
- 4.15 The Association may elect nominees for honorary life membership at a general meeting of the association.
- 4.16 Life membership nominations should list the achievements of the nominee and detail how he/she has contributed to the HABA in such a way that is worthy of nomination for life membership as per the following criteria-
 - 4.16.1 Nominees length of service to HABA shall be at least 10 years in either or both on court and off court
 - 4.16.2 Nominees who are nominated based on an on-court playing contribution shall have played, coached or been involved in a minimum of 200 senior representative games at the highest elite level of competition that HABA was involved with at the time of contribution
 - 4.16.3 Nominees who have played, coached or been involved in less than 200 senior representative games will only be considered if their contribution in this area and in other areas of HABA has been exceptional
 - 4.16.4 Participated as a Board Member, Director or Committee member within HABA for a minimum of 10 years
 - 4.16.5 Participated as a volunteer with HABA for a period of 10 years. When considering volunteers, the roles and contribution during the period of their service will be considered.

- 4.16.6 The nominee must display an attitude and values that reflect a dedication to HABA and a commitment to the principles of fair play and good sportsmanship
 - 4.16.7 The nominee will have provided valued leadership and/or been an outstanding role model in general
 - 4.16.8 Nominees may be considered if their service to HABA consists of a number of these criteria all of which in combination meet the exceptional service standard required for Life Membership.
 - 4.16.9 Achievement of any or all the above criteria does not automatically qualify a person for life membership with HABA.
- 4.17 Life members-are entitled to-
- 4.17.1 Free admission to all local Association games and functions.
 - 4.17.2 Attend all general Board meetings of the Association.
- 4.18 Life members shall be provided with a badge of appropriate design by the Association at the Association's expense.
- 4.19 Save for the provisions of this section, life members have the same rights, privileges and obligations as ordinary members and remain subject to the requirements of this Constitution, the Rules, the Regulations and the Act.
- 4.20 Life membership can be revoked if exceptional circumstances warrant.
5. **CEASING MEMBERSHIP:**
- 5.1 A member may resign from the Association by giving one month's notice in writing to the Executive Secretary of his or her intention.
 - 5.2 Members cease to be members on resignation, expulsion or ceasing to have legal capacity.
 - 5.3 Immediately upon the expiry of the period referred to in sub-rule 5.1 of this constitution or upon the expulsion or cessation of legal capacity of the member-
 - 5.3.1 The Executive Secretary shall draw a red line through the member's name in the register of members without delay;
 - 5.3.2 Immediately upon the Executive Secretary complying with sub-rule 5.3.1 of this constitution the member ceases to be a member;
 - 5.3.3 the Executive Secretary must record in the register of members the date and time on which the member ceased to be a member.
 - 5.4 Members whose membership fees are more than six weeks in arrears are taken to have resigned.
6. **REGISTER OF MEMBERS:**
- 6.1 The Executive Secretary shall keep and maintain a register of members containing;
 - 6.1.1 the name and address for notices last given by the member;
 - 6.1.2 the date on which each member's name was entered in the register;

- 6.1.3 in the case of former members, the time and date when members ceased being members;
 - 6.1.4 in the case of suspended members, the date when membership rights were suspended;
 - 6.1.5 the names of all elected officers of the Association, nominated officers of the Association, members of the Board, and members of the Executive Committee including the dates of both their appointments and the termination of their appointments.
- 6.2 The register shall be available for inspection free of charge by any member upon request.
- 6.3 Members inspecting the register may make copies of entries at their own expense.

7. **PATRONS:**

The Association may from time to time appoint such persons as it shall deem fit as Patrons of the Association.

8. BOARD OF MANAGEMENT:

- 8.1 The Board of Management shall consist of the elected officers and the nominated officers of the Association, together with no less than five and no more than nine directors. Each shall have one vote at board meetings. Decisions of the Board shall be decided by a simple majority.
- 8.2 The elected officers of the Association and the directors of the Association shall be directly elected by the members at the Annual General Meeting.
- 8.3 The elected officers of the Association and the directors of the Association shall be deemed to take office at the closure of the annual general meeting at which they are elected
- 8.4 The nominated officers of the Association shall be appointed by the elected officers and the directors at the first board meeting following the annual general meeting of the Association by and by a simple majority of the directors and elected officers of the Association.
- 8.5 The nominated officers of the Association shall be deemed to take office following the passing of the motion by the board appointing the nominated officers of the Association.
- 8.6 The Board may call for nominations to fill casual vacancies of the Board and the Executive Committee. If more than one nomination is received, the Board shall decide the appointment to the casual vacancy by a simple majority.
- 8.7 Any member appointed to fill a casual vacancy on the Board or the Executive Committee shall hold office up to the closure of the annual general meeting next following the date of his or her appointment.
- 8.8 Casual vacancies on the Board or Executive Committee shall exist:
 - 8.8.1 should the holder absent himself/herself without reasonable excuse from two consecutive Board or executive committee meetings;
 - 8.8.1 as a result of the resignation or death of any officer or director.
- 8.9 The Board shall conduct monthly meetings.
- 8.10 The Board shall settle all disputes and protests in connection with any competition, subject to clause 23 of this Constitution.
- 8.11 The Board shall have the power to make and terminate casual appointments to the Board as the Board sees fit. In any case, such appointments shall expire at the conclusion of the annual general meeting following the appointment. Such appointments shall have no vote at Board meetings.
- 8.12 Quorum at Board meetings will be fifty percent of people who are entitled to vote plus one.
- 8.13 The affairs of the Association shall be managed by the Board.
- 8.14 The Board of Management shall have the responsibility of promoting the game of basketball generally and for the management of competitions and the Association teams and shall subject to this Constitution, the Rules, the Act and the Regulations:
 - 8.14.1 control and manage the business and affairs of the Association;

- 8.14.2 exercise all powers and functions as may be exercisable by the Association other than those powers and functions that are required by this Constitution to be exercised by general meetings;
- 8.14.3 have 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 including the creation and management of committees;
- 8.14.4 have the power to make rules for the conduct of meetings of the Association;
- 8.14.5 be responsible for the financial management of the Association through the ratification of monthly reports presented to the Board by the Treasurer of the Association; and
- 8.14.6 Make policy and/or procedural decisions on the Association's behalf.

9. **EXECUTIVE COMMITTEE:**

- 9.1 Subject to this Constitution, the Rules, the Act, the Regulations and decisions of the Board and the Annual General Meeting the Executive Committee shall be responsible for the management of the Association and its members, including -
 - 9.1.1 The Board of Management shall have the power to adjust the door fee and subscriptions anytime throughout the year.
 - 9.1.2 the preparation of budgets setting the expenditure of the Association for ratification at the Annual General Meeting;
 - 9.1.3 the authorisation of special expenditure of the Association; and
 - 9.1.4 The making of day-to-day decisions relating to the proper maintenance and running of the Association.
- 9.2 The Executive Committee shall meet as required.
- 9.3 The Executive Committee shall consist of the elected officers and the nominated officers of the Association.
- 9.4 Decisions of the Executive Committee shall be made by vote at Executive Committee meetings convened in accordance with clause of this constitution. Each member shall have one vote and the decision of the committee shall be made on the basis of a simple majority.
- 9.5 Quorum at Executive Committee meetings shall be four people who are entitled to vote
- 9.6 The Executive Committee shall be able to make casual appointments to the Executive Committee as and when it thinks fit. Such casual appointments shall have no vote at Executive Committee meetings.
- 9.7 Appointments to the Executive Committee shall be extant until terminated by the Executive Committee or the commencement of the annual general meeting next following the appointment.

10. EXECUTIVE SECRETARY:

- 10.1 It shall be the duty of the Executive Secretary to attend personally or arrange another person to attend all meetings of the Association and Executive Committee and to record attendances and proper minutes of the meeting in a minute book.
- 10.2 The Executive Secretary shall conduct the correspondence of the Association, maintain a record of all committee and sub-committee reports.

11. TREASURER:

- 11.1 The Treasurer shall ensure that a correct account of all monies received and disbursed are kept, and shall produce a financial statement for Board meetings for approval by the Board.
- 11.2 The Treasurer shall ensure that all monies are banked in the name of the Association as soon as practical following receipt and pay all monies owed by the Association.
- 11.3 The Treasurer shall prepare an annual statement in accordance with s30 (3) of the Act for presentation at the Annual General Meeting.

12. ELECTION OF OFFICERS AND BOARD MEMBERS OF THE ASSOCIATION:

- 12.1 Nominations for Board positions shall be made in writing signed by two members of the Association and accompanied by the written consent of the nominee (which may be endorsed on the form of nomination).
- 12.2 Nominees for Board positions must be members of the Association.
- 12.3 Nominations shall be delivered to the Executive Secretary 7 days before the date fixed for the Annual General Meeting.
- 12.4 Nominations shall be received upon receipt by the Executive Secretary.
- 12.5 If the number of nominations received is equal to the number of vacancies to be filled, the candidates nominated shall be deemed elected.
- 12.6 If insufficient nominations are received to fill the advertised vacancies, further nominations shall be received from members present at the Annual General Meeting.
- 12.7 If the number of nominations exceeds the number of vacancies to be filled a ballot shall be held.
- 12.8 Nominations requiring ballots, will be passed by a simple majority.
- 12.9 The appointment of Board members including elected officers and nominated officers of the Association shall occur at the conclusion of the annual general meeting following their nomination.
- 12.10 Nominated and elected officers of the association and directors of the Board shall hold office for a term of one year.
 - 12.10.1 Each elected officer of the Association, nominated officer of the Association and director of the Board holding office before the commencement of this Constitution shall be appointed in accordance with this clause to those positions at the commencement of this Constitution.

13. SUBCOMMITTEES:

- 13.1 The Board of Management shall have the power to form committees and subcommittees as it thinks fit.
- 13.2 The President or a nominee appointed by the Board from members of the Board and one other member of the Board shall be members of any committee or subcommittee formed by the Board.
- 13.3 Committees or subcommittees shall only be formed at Board meetings and shall have clearly prescribed purposes. Such purposes shall be recorded in the minutes of the Board meeting at which the committee or subcommittee was formed.
- 13.4 Committees and subcommittees may make recommendations to the Board at Board meetings on matters relating to the purpose for the formation. Such recommendations may either be accepted or refused by the Board or referred back to the committee or subcommittee for further consideration.
- 13.5 The Board has the ultimate decision making power in relation to any and all recommendations made by committees or subcommittees.
- 13.6 Any subcommittee constituted by the Board shall present a written report to the Board meetings.
- 13.7 Each subcommittee must present minutes of all meetings held and a financial statement in relation to any money expended received or transferred by or through it since its inception to the Executive Secretary within seven (7) days of each meeting.

14. ANNUAL GENERAL MEETING:

- 14.1 An annual general meeting of the Association shall be at such a date, time and place as the Executive Committee may determine.
- 14.2 Notices to members convening annual general meetings must specify that the meeting is an annual general meeting.
- 14.3 The ordinary business of the annual general meeting shall be:
 - 14.3.1 To confirm the minutes of the previous annual general meeting held since that meeting;
 - 14.3.2 To receive from the Board reports upon the transactions of the Association during the last preceding financial year;
 - 14.3.3 To fix the annual membership fee
 - 14.3.4. To elect officers of the association and directors of the Board in accordance with this Constitution; and
 - 14.3.5 To receive and consider the statement submitted by the Association in accordance with section 30(3) of the Act and Appendix 3 to this Constitution.
- 14.4 Six members constitute a quorum for the conduct of business at an annual general meeting.
- 14.5 The annual general meeting may conduct any special business of which notice has been given in accordance with this Constitution.

15. SPECIAL GENERAL MEETINGS:

- 15.1 In addition to the annual general meeting, other general meetings may be held in the same year.
- 15.2 All general meetings other than the annual general meeting are special general meetings.
- 15.3 Six members constitute a quorum for the conduct of the business at a special general meeting.
- 15.4 The Board may, whenever it thinks fit, convene a special general meeting of the Association.
- 15.5 If, but for this sub-rule, more than 15 months would elapse between annual General meetings, the Executive Committee must convene a special general meeting before the expiration of that period.
- 15.6 The Executive Committee must, on the request in writing of members representing not less than 5 per cent of the total number of members, convene a special general Meeting of the Association.
- 15.7 The request for a special general meeting must-
 - 15.7.1 State the objects of the meeting; and
 - 15.7.2 Be signed by the members requesting the meeting; and
 - 15.7.3 Be sent to the address of the Executive Secretary.
- 15.8 If the Executive Committee 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 Executive Secretary, the members making the request, or any of them, may convene a special general meeting to be held not later than 3 months after the date on which the request for the special general meeting was sent to the address of the Executive Secretary that date.
- 15.9 If a special general meeting is convened by members in accordance with rule 15.7, it must be convened in the same manner so far as possible as a meeting convened by the Executive Committee and all reasonable expenses incurred in convening the special general meeting must be refunded by the Association to the persons incurring them.
- 15.10 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.
- 15.11 Special general meetings shall be advertised by placing notices in a public area of the stadium and by compliance with rule 24.1 of the constitution.

16. VOTING:

- 16.1 At Executive Committee and Board of Management meetings, committee members are entitled to one vote except for the Chairperson who shall be entitled to an extra vote, but only in the case of equality.
- 16.2 At annual general meetings and special general meetings, only members of the Association are entitled to vote.
- 16.3 Motions at Executive Committee, Board meetings and annual and special general meetings will be passed by a single majority present, subject to the Rules, the Regulations and the Act.

17. PROXIES:

Proxy votes are not allowed for any Association meeting.

18. ADJOURNMENT OF MEETINGS:

- 18.1 The Chairperson may, with the consent of a majority of voting members present at the meeting, adjourn the meeting from time to time and place to place.
- 18.2 No business may be conducted at an adjourned meeting other than the unfinished business from the meeting that was adjourned.
- 18.3 If a meeting is adjourned for fourteen days or more, notice of the adjourned meeting must be given.
 - 18.3.1 A notice of the remaining business to be conducted should be provided to all members who were present at the previous meeting.
 - 18.3.2 It is not necessary to give notice of an adjournment or of the business to be conducted at an adjourned meeting.

19. MANNER OF DETERMINING WHETHER RESOLUTION CARRIED:

- 19.1 If a question arising at a general meeting of the Association is determined on a show of hands of persons present and entitled to vote to have been -
 - carried; or
 - carried unanimously; or
 - carried by a particular majority; or
 - lost; and
- 19.2 An entry to that effect in the minute book 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. AFFILIATED PLAYER:

- 20.1 An affiliated player shall abide by the Constitution, By-laws and playing rules of the Association and to accept and enforce all decisions made by the Association.
- 20.2 Any player not complying with any of the conditions of affiliation shall render himself / herself liable to have their affiliation canceled by the Board.

21. BASKETBALL STADIUM COMMITTEE OF MANAGEMENT:

- 21.1 Two Representatives nominated by and from the Executive Committee shall sit on the Basketball Stadium Committee of Management.
- 21.2 The Responsibilities of the Stadium Management Committee are set out in the Agreement signed March 2002 between the Horsham Rural City Council and the Association.

22. DISCIPLINE, SUSPENSION AND EXPULSION OF MEMBERS:

- 22.1 Subject to this Constitution, if the Board is of the opinion that a member has refused or neglected to comply with these Rules, or has been guilty of misconduct in accordance with clause 22.2 herein, or conduct unbecoming a member or prejudicial to the interests of the Association, the Board may by resolution-
 - 22.1.1 fine that member an amount not exceeding \$500; or
 - 22.1.2 suspend that member from membership of the Association for a specified period; or
 - 22.1.3 Expel that member from the Association.
- 22.2 Misconduct by a member of the Association includes:
 - 22.2.1 failing to take, properly account for and provide to the Treasurer of the Association monies received by way of affiliation fees, membership fees or any other monies received by the member on the Association's behalf; and
 - 22.2.2 failing to properly keep receipts, invoices and other records of monies received and to provide these to the Treasurer of the Association; and
 - 22.2.3 making and/or publishing defamatory or derisive statements relating to the Board, affiliated players, approved coaches, members or affiliated bodies of the Association.
- 22.3 A resolution of the Board under clause 22.1 does not take effect unless-
 - 22.3.1 at a meeting held in accordance with clause 22.1 the Board confirms the resolution; and
 - 22.3.2 if the member exercises a right of appeal to the Association under this Constitution, the Association confirms the resolution in accordance with this Constitution.
- 22.4 A meeting of the Board to confirm or revoke a resolution passed under clause 22.1 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 clause 22.5 of this Constitution.

- 22.5 For the purposes of giving notice in accordance with clause 22.3 the Executive Secretary must, as soon as practicable, cause to be given to the member a written notice-
- 22.5.1 setting out the resolution of the Board and the grounds on which it is based; and
 - 22.5.2 stating that the member, or his or her representative, 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
 - 22.5.3 stating the date, place and time of that meeting; and
 - 22.5.4 informing the member that he or she 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;
 - 22.5.5 informing the member that, if at that meeting, the Board confirms the resolution, he or she 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.
- 22.6 At a meeting of the Board to confirm or revoke a resolution passed under clause 22.1 the Board must-
- 22.6.1 give the member, or his or her representative, an opportunity to be heard; and
 - 22.6.2 give due consideration to any written statement submitted by the member; and
 - 22.6.3 determine by resolution whether to confirm or to revoke the resolution.
- 22.7 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 Executive Secretary a notice to the effect that he or she wishes to appeal to the Association in general meeting against the resolution.
- 22.8 If the Executive Secretary receives a notice under clause 22.7, he or she must notify the Board and the Board must convene a special general meeting of the Association to be held within 21 days after the date on which the Executive Secretary received the notice.
- 22.9 At a general meeting of the Association convened under clause 22.8 -
- 22.9.1 no business other than the question of the appeal may be conducted; and
 - 22.9.2 the Board may place before the meeting details of the grounds for the resolution and the reasons for the passing of the resolution; and
 - 22.9.3 the member, or his or her representative, must be given an opportunity to be heard; and
 - 22.9.4 the members present must vote by secret ballot on the question whether the resolution should be confirmed or revoked.
- 22.10 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.

23. DISPUTES AND MEDIATION:

- 23.1 The grievance procedure set out in this Constitution applies to disputes under this Constitution between -
- 23.1.1 a member and another member; or
 - 23.1.2 a member and the Association.
- 23.2 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.
- 23.3 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.
- 23.4 The mediator must be-
- 23.4.1 A person chosen by agreement between the parties; or
 - 23.4.2 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 who is a mediator appointed or employed by the Dispute Settlement Centre of Victoria (Department of Justice).
- 23.5 A member of the Association can be a mediator.
- 23.6 The mediator cannot be a member who is a party to the dispute.
- 23.7 The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- 23.8 The mediator, in conducting the mediation, must-
- 23.8.1 Give the parties to the mediation process every opportunity to be heard; and
 - 23.8.2 Allow due consideration by all parties of any written statement submitted by any party; and
 - 23.8.3 Ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.
- 23.9 The mediator must not determine the dispute.
- 23.10 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.
- 23.11 Any member suspended, disqualified, fined or otherwise dealt with by the Board under clause 22 of this Constitution may elect to appeal to Basketball Victoria pursuant to rule 5 of the Victorian Basketball Association Constitution. A member electing to make such an appeal must notify the Executive Secretary of his or her intention within fourteen days of the resolution under clause 22.1 having been passed. Any member who notifies the Executive Secretary of his or her intention to appeal shall be deemed to have waived any appeal rights under this section and shall submit to the jurisdiction of Basketball Victoria and its Constitution and Rules entirely.

24. SERVICE OF DOCUMENTS:

- 24.1 All notices shall be deemed duly delivered or served if sent by prepaid post to the last known address appearing on the books of the Secretary and notification shall be deemed to have occurred on the next working day after the notice was posted.
- 24.2 All outgoing mail on Association letterhead or on the Association's behalf shall be approved by the Executive Secretary.
- 24.3 Relevant documents of the Association may be inspected by a member of the Association, by a request made in writing to the Executive Secretary.

25. CUSTODY OF RECORDS:

- 25.1 Except as otherwise provided in this constitution the Executive Secretary shall keep custody or control of all Association books, documents and securities of the Association.

26. BANKING:

- 26.1 All monies of the Association must be deposited into a financial institution approved by the Board and an account opened in the Association's name.
- 26.2 Cheques drawn in the Association's name and from the Association's account must be signed by any two of the President, Executive Secretary or Treasurer of the Association, or other officers or directors of the Board nominated as authorised signatories of the Association by the Board.
- 26.3 The funds of the Association shall be derived from entrance fees, annual subscriptions, donations and such other sources as the committee determines.

27. PAYMENT OF OFFICE BEARERS, OFFICIALS OR CONTRACTORS:

- 27.1 The Board shall have the power to employ officials and contractors and to pay honoraria to them as it sees fit.
- 27.2 Where such payments are made, the Executive Secretary shall minute a job description of the task and services to be provided
- 27.3 All positions in receipt of payment or honoraria shall be for no more than one-year term and shall be re-advertised at the conclusion of that time.
- 27.4 Any positions in receipt of payment or honoraria shall be advertised on the public notice board of the Association or as directed by the Board.
- 27.5 The Executive Committee shall handle appointments to annual or casual vacancies.
- 27.6 Payments to referees are not subject to this provision, the Board of Management shall set referees' payments.

28. AUDIT:

- 28.1 After the end of each financial year the Association must cause its accounts to be audited by –
 - 28.1.1 A registered company auditor;
 - 28.1.2 A firm of registered company auditors, or
 - 28.1.3 A person who is a member of the Australian Society of Certified Practicing Accountants or the Institute of Chartered Accountants in Australia; or
 - 28.1.4 Any person, who is approved by the Registrar, as an auditor of accounts for the purposes of the ‘Incorporation Act’.
- 28.2 A person may not be appointed as auditor of the accounts of the Association if -
 - 28.2.1 A member of the Executive of the Association;
 - 28.2.2 An employer / employee of a member of the Executive;
 - 28.2.3 A member of the same partnership as a member of the Executive;
 - 28.2.4 An employee of the Association.
- 28.3 The Association must keep all accounting records for a period of seven (7) years after completion of the transactions to which they relate.
- 28.4 The Association must prepare its financial statements in accordance with such Australian Accounting Standards and according to the Associations Incorporations Act. 1981.

29. PUBLIC OFFICER:

The Public Officer may be replaced by the Executive Committee, in the event of his or her Resignation or death.

30. CONSTITUTIONS:

- 30.1 The Constitution and statement of purpose of the Association must not be altered except in accordance with the Act.
- 30.2 No alterations shall be made to the Constitution except at a Special General Meeting duly called for the purpose, in writing, by a majority of the Executive Committee at 21 days prior to the date of the meeting.
- 30.3 Alterations must be approved by 75% of those present and entitled to vote.

31. **BY-LAWS:**

31.1 The Board shall have the power to make regulations for the conduct of the Association and to amend, add to, or rescind such regulations, as required.

31.2 Any such regulations enacted by the Board must be consistent with this Constitution and approved by a majority of the Board.

32. **CONTINGENCIES:**

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

33. **RECOGNITION OF GOVERNING BODIES:**

33.1 The Association must maintain affiliation with the governing bodies, Basketball Victoria and Basketball Victoria Country Council and their successors at law, or any other body having the responsibility for the governance of basketball in Australia.

33.2 The Association must abide by and adhere to the rules, regulations and decisions of the governing bodies, in so far as they are not inconsistent with the Association's Statement of Purposes, Rules of Management, Constitution or regulations.

34. **COMMON SEAL:**

The Common Seal of the Association shall be kept in the Custody of the Executive Secretary.

The Common Seal shall not be affixed to any instrument except by the authority of the Executive Committee. The affixing of the Common Seal shall be attested to by the signatures of the President and one other Executive Member of the Association.

35. **REGISTERED ADDRESS:**

The Registered Name and Address of the Association shall be –

Horsham Amateur Basketball Association Inc. A0007106X
Private Box 249.
Horsham.
Victoria 3402.

36. **PROPERTY:**

All property purchased by Association funds or donated to the Association for use by the members shall remain the property of the Association.

37. **COLOURS OF THE ASSOCIATION:**

The colours of the Association are registered as 'blue', 'red' and 'white'.

38. **LIQUOR LICENCE AND GAMING:**

- 38.1 If at any time the Association obtains a licence for the sale or supply of liquor at the Stadium:
 - 38.1.1 No payment by way of commission or allowance must be made from the receipts of the Association for the supply of liquor to an officer of the Association.
 - 38.1.2 No visitor to the Stadium shall be supplied with liquor on the premises of the Association unless the visitor is:
 - (i) A guest in the company of a member of the Association,
 - (ii) An authorised gaming visitor.
 - 38.1.3 No person may be admitted as an honorary or temporary member of the Association.
 - 38.1.4 The Association must keep a record of guests attending any licensed premises conducted by the Association.
- 38.2 If at any time the Association obtains a venue operators licence for the conduct of gaming:
 - 38.2.1 Each authorized gaming visitor must produce evidence of his / her residential address before being admitted to the licensed premises; and
 - 38.2.2 Each authorized gaming visitor must carry identification at all times whilst on the licensed premises; and
 - 38.2.3 Each authorized gaming visitor must comply with the rules of the Association whilst present in the Stadium.

39. **WINDING UP:**

The Association may be wound up should 75% of members entitled to vote so decide.

- 39.1 In the event of winding up the assets of the Association shall be disposed of:
 - 39.1.1 To a fund with objectives similar to those of the club or association; or
 - 39.1.2 A community or charitable association.