

Brisbane Basketball Incorporated



CONSTITUTION

Amended 3rd April 2000

CONSTITUTION FOR BRISBANE BASKETBALL INCORPORATED

1. NAME

The name of the association shall be "Brisbane Basketball Incorporated" (in these Rules called "the Association").

2. HEADQUARTERS

The headquarters of the Association shall be in Brisbane, Queensland.

3. OBJECTS

The objects for which the Association is established are to encourage and promote Amateur Basketball in Brisbane and to this end to acquire property to construct indoor stadiums for the playing of the game of basketball to form and promote from the Senior and Junior men and women who play the game of basketball, teams to represent the Association at both the intra and inter State levels, to hire competent administrators and managers to oversee the administration and management of the game of basketball in Brisbane, to hire competent coaches to instruct and educate players and other coaches in the conduct of the game, to organise tournaments, carnivals and representative fixtures for the promotion of the game of basketball in Brisbane.

4. POWERS

The powers of the association are:-

(1) To take over the funds and other assets and the liabilities of the present unincorporated association known as the "Brisbane Amateur Basketball Association";

(2) To subscribe to, become a member of and co-operate with any other association, club or organization, whether incorporated or not, whose objects are altogether or in part similar to those of the Association provided that the Association shall not subscribe to or support with its funds any club, association or organization which does not prohibit the distribution of its income and property among its members to an extent at least as great as that imposed on the Association under the virtue of rule 29 (10);

(3) In furtherance of the objects of the Association to buy, sell and deal in all kinds of articles, commodities and provisions, both liquid and solid, for the members of the Association or persons frequenting the Association's premises;

(4) To purchase, take on lease or in exchange, hire and otherwise acquire any lands, buildings, easements or property, real and personal, and any rights and privileges which may be requisite for the purposes of, or capable of being conveniently used in connection with, any of the objects of the Association;

Provided that in the case the Association shall take or hold any property which may be subject to any trusts the Association shall only deal with the same in such manner as is allowed by law having regard to such trusts;

(5) To enter into any arrangements with any Government or Authority that are incidental or conducive to the attainment of the objects and the exercise of the powers of the Association; to obtain from any such Government or Authority any rights, privileges and concessions which the Association may think it desirable to attain, and carry out, exercise and comply with any such arrangements;

(6) To appoint, employ, remove and suspend such managers, clerks, secretaries, servants, workmen and other persons as may be necessary or convenient for the purposes of the Association.

* Provided that it will preclude payment to an officer or employee of the club (Association) of an amount by way of commission or allowance calculated by reference to the quantity of liquor sold or supplied by the club (Association) or receipts of the club (Association) for such liquor;

(7) To remunerate any person or body corporate for services rendered, or to be rendered, and whether by way of brokerage or otherwise in placing or assisting to place or guaranteeing the placing of any unsecured notes, debentures or other securities of the incorporated Association, or in or about the incorporated Association or promotion of the incorporated Association or in the furtherance of its objects;

(8) To construct, improve, maintain, develop, work, manage, carry out, alter or control any houses, buildings, grounds, works or conveniences which may seem calculated directly or indirectly to advance the Associations interests, and contribute to, subsidise or otherwise assist and take part in the construction, improvement, maintenance, development, working, management, carrying out, alteration or control thereof;

(9) To invest and deal with the money of the Association not immediately required in such manner as may from time to time be thought fit;

(10) To take, or otherwise acquire, and hold shares, debentures or other securities of any company or body corporate;

(11) In furtherance of the objects of the Association to lend and advance money or give credit to any person or body corporate, to guarantee and give guarantees or indemnities for the payment of money or the performance of contracts or obligations by any person or body corporate, and otherwise to assist any person or body corporate;

(12) To borrow or raise money either alone or jointly with any person or legal entity in such manner as may be thought proper and whether fluctuating advance account or overdraft or otherwise to represent or secure any moneys and further advances borrowed or to be borrowed alone or with others as aforesaid by notes secured or unsecured, debentures or debenture stock perpetual or otherwise, or by mortgage, charge, lien or other security upon the whole or any part of the incorporated association's property or assets present or future and to purchase, redeem or pay-off any such securities;

(13) To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading and other negotiable or transferable instruments;

(14) In furtherance of the objects of the Association sell, improve, manage, develop, exchange, lease, dispose of, turn to account or otherwise deal with all or any part or the property and rights of the association;

(15) To take or hold mortgages, liens or charges, to secure payment of the purchase price, or any unpaid balance of the purchase price, or any part of the Association's property of whatsoever kind sold by the Association, or any money due to the Association from purchases and others;

(16) To take any gift of property whether subject to any special trust or not, for any one or more of the objects of the Associations but subjects always to the proviso in sub-rule (4);

(17) To take such steps by personal or written appeals, public meetings or otherwise, as may from time to time be deemed expedient for the purposes of procuring contributions to the funds of the Association, in the shape of donations, annual subscriptions or otherwise;

(18) In furtherance of the objects of the Association to impose and collect subscriptions, fees, levies and other charges from the members of the Association;

(19) To print and publish any newspapers, periodicals, books or leaflets that the Association may think desirable for the promotion of its objects;

(20) In furtherance of the objects of the Association to amalgamate with any one or more incorporated associations having objects altogether or similar to those of the Association and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as that imposed upon the Association under or by virtue of rule 29 (10);

(21) In furtherance of the objects of the Association to purchase or otherwise acquire and undertake all or any part of the property, assets, liabilities and engagements of any one or more of the incorporated associations with which the Association is authorised to amalgamate;

(22) In furtherance of the objects of the Association to transfer all or any part of the property or assets, liabilities and engagements of the Association to any one or more of the incorporated associations with which the Association is authorised to amalgamate;

(23) To make donations for patriotic, charitable or community purposes meeting the requirements of Section 78 (1) (a) of the Income Assessment Act, 1936 (as amended);

(24) To transact any lawful business in aid of the Commonwealth of Australia in the prosecution of any war in which the Commonwealth of Australia is engaged;

(25) To promote and manage Basketball championships, competitions and others sports meeting and such other events as may from time to time be considered expedient;

(26) To appear and adjudicate upon appeals, decisions of officials of the Association and the affiliated and subsidiary bodies or of officials thereof;

(27) To suspend, disqualify or otherwise deal with any affiliated body and/or member or officer thereof who has committed any breach of this constitution or of the rules or by-laws thereunder or who has practised, counselled or sanctioned any conduct arising out of or in connection with amateur athletics or otherwise which conduct is, in the opinion of the Association, unfair, unbecoming or contrary to the interest of the amateur sports;

(28) To send teams or other persons to represent the Association or for such other purposes as the Association thinks fit;

(29) To do all such other things as are incidental or conducive to the attainment of the objects and the exercise of the powers of the Association;

5. MEMBERSHIP

(1) Membership of the Association shall consist of:-

- (a) Life Members
- (b) Ordinary Members
- (c) Honorary Members
- (d) Affiliated Teams
- (e) Affiliated Clubs
- (f) Affiliated Associations

Each having rights and privileges as described hereunder;

(a) Life Members

1. A Life Member shall be any person who has been elected as such at any Annual General meeting of the Association.

2. Not more than one Life Member shall be elected in any one year.

3. The name of any person deemed eligible to become a Life Member shall, together with their history of service, be submitted to the Management Committee immediately preceding the annual general meeting. Should a majority of at least two-thirds (2/3) of those attending and entitled to vote at the Management Committee so approve, the name of the person shall be submitted to the annual general meeting.

4. Provided that two-thirds (2/3) of the total voting strength at the annual general meeting so approve, the person shall be deemed to have been elected a Life Member of the Association.

5. Life Members shall be invited to attend, free of charge, any function organized by the Association and shall have voting power at any annual general meeting or special general meeting convened by the Association.

6. The number of Life Members shall be limited.

(b) Ordinary Members

1. Ordinary members of the Association shall be those members who are registered direct with the Association or through an affiliated club.

2. A person may be registered direct with the Association for personal reasons which the Association may consider are just and upon payment of such membership fees to be determined by the Management Committee.

3. Ordinary members may, with the consent of the Chairperson, attend general meetings convened by the Association but shall not be entitled to vote, move or second motions unless they are acting as delegates for affiliated bodies that have voting power. Ordinary members may speak through a motion with the Chairperson's consent.

4. The number of ordinary members shall be unlimited

(c) Honorary Members

1. The Management Committee, may, at its discretion, confer the title of Honorary Member upon any persons who have assisted the Association during the current season. Such membership to remain in existence until the following annual general meeting or until revoked by two thirds (2/3) of those present and entitled to vote at any Management Committee.

2. An Honorary Member shall be entitled to attend any general meeting of the Association but shall not be entitled to vote, move or second a motion unless they are acting as delegates for affiliated bodies that have voting power. Honorary Members may speak through a motion with the Chairperson's consent.

3. The number of Honorary Members shall be unlimited.

(d) Affiliated Teams

Any amateur basketball team in the city of Brisbane may affiliate with the Association on the following conditions:-

*1. The team contains not less than seven (7) members.

2. Payment of such membership fees as the Management Committee may fix from time to time.

3. Copy of the Rules of the team and any other information deemed necessary be submitted to the Association when requested.

4. Each team admitted to membership of the Association shall be deemed to have agreed to observe this Constitution and all Rules and By-Laws made by the Association.

*Amended as at 23 March 1998

#5. A duly authorised representative of an affiliated team shall have one (1) vote for each team, at any general meeting of the Association.

*5A. Each affiliated team shall no later than one (1) hour prior to any general meeting of the Association, deliver to the secretary, a notice naming the representative (or representatives) who shall represent the team/s at the General meeting and specifying the number of votes which the representative or each representative shall be entitled to cast on behalf of the affiliated team/s. Provided that if any team/s should fail to serve notice in accordance with this paragraph the team/s shall be precluded from casting any votes at that meeting.

6. The number of affiliated teams shall be unlimited.

(e) Affiliated Clubs

Any amateur club or club sponsoring basketball teams within the city of Brisbane may affiliate with the Association under the following conditions:-

*1. The club contains not less than five (5) teams of not less than Seven (7) members.

2. Payment of such membership fees as the Management Committee may fix from time to time.

3. Copy of the Rules of the club and other information deemed necessary being submitted to the Association when requested.

4. Each club admitted to membership of the Association shall be deemed to have agreed to observe this constitution and all Rules and By-Laws made by the Association.

5. Teams may affiliate with any other club or group of teams to form a club for the purposes of administration. Such teams may become associated teams of an affiliated club retaining, with the permission of the affiliated club, their own team names and player registrations. The affiliated club shall be deemed responsible for all fees and the discharge of all responsibilities of the associate teams.

#6A. A duly authorised representative (or representatives if more than one) shall be appointed by the affiliated club and at any general meeting of the Association such representative (or representatives if more than one) shall have one vote, for each affiliated team.

*Amended as at 3 April 2000.

*6B. Each affiliated club shall, not later than 1 (one) hour prior to any General Meeting of the Association, deliver to the secretary a notice naming the representative (or representatives) who shall represent the club at the General Meeting and specifying the number of votes which the representative or each representative shall be entitled to cast on behalf of the affiliated club. Provided that if any club should fail to serve notice in accordance with this paragraph, the club shall be precluded from casting any votes at that Meeting and provided further that the time for determining the number of teams in the club shall be midnight on the night before the day upon which the notice of meeting shall be dispatched in accordance with Clause 23 hereof.

7. The number of affiliated clubs shall be unlimited

(f) Affiliated Associations

A. Amateur associations conducting competitions within the greater Brisbane area may affiliate with the Association under the following conditions:-

1. Payment of an annual affiliation fee.
2. Payment of annual player registration fee as charged by the Association.
3. Production of Constitution, Rules and By-Laws of the Association and any other information necessary for approval of alteration in order to carry out the objects of the Brisbane Association.
4. Each association affiliated shall be deemed to have agreed to observe this Constitution and all Rules and By-Laws made by the Brisbane Association.
5. Submission to the Brisbane Association of a copy of its annual report and balance sheet.
6. An affiliated association shall appoint a delegate who shall attend at any general meeting of the Association and have three (3) votes.
7. The number of affiliated associations shall be unlimited.

B. Associations representing referees who officiate in the sport of basketball may with the consent of the Management Committee and upon payment of such affiliation fee as may from time to time be prescribed by the Executive Board of the Management Committee affiliate with the Association.

(2) Membership shall be as follows:-

Every individual, club, institution, association, or other body who at the date of incorporation of the Association was a member of the unincorporated association and who on or before this First day of January 1985, agrees in writing to become a member of the Association shall be moved by the Management Committee to the same class and membership of the Association as that member held in the unincorporated association. Every member of the Association who previously has agreed to become a member of the Association has paid their subscription due to the First day of January 1985, as a member of the unincorporated association, shall not be liable to pay any further sum by way of annual subscription of the Association for the period prior to the Thirty-First day of October 1985.

(3) Affiliated teams, affiliated clubs, affiliated associations and ordinary members of the Association who wish to register direct with the Association and not through an affiliated body, other than such members of the unincorporated association referred to in sub-rule (2) shall make application for membership in writing, signed by the applicant and the application in such form as Management Committee from time to time prescribes.

6. MEMBERSHIP FEES

(1) Membership fees for each class of membership shall be such sum as the Management Committee shall from time to time determine.

(2) Membership fees for each class of membership shall be payable at such time and in such manner as the Management Committee shall from time to time determine.

7. ADMISSION AND REJECTION OF MEMBERS

(1) At the next meeting of the Management Committee after the receipt of any application and fee applicable for any class of membership, such application shall be considered by the Management Committee, who shall thereupon determine upon the admission or rejection of the applicant.

(2) Any applicant who receives a majority of the votes of the members of the Management Committee present at the meeting at which such application is being considered shall be accepted as a member to the class of membership applied for.

(3) Upon the acceptance or rejection of an application for any class of membership the secretary shall forthwith give the applicant notice in writing of such acceptance or rejection.

8. TERMINATION OF MEMBERSHIP

(1) Any member may resign or withdraw from the association by giving at least one weeks notice in writing to the Association and by discharging all debts and/or liabilities then due to the Association.

(2) If a member:-

1. fails to comply with any of the provisions of these rules;
or
2. has membership fees in arrears for a period of two months or more; or

3. conducts themselves in a manner considered to be injurious or prejudicial to the character or interests of the Association, the Management Committee shall consider whether their membership shall be terminated.

(3) The member concerned shall be given a full and fair opportunity of presenting their case and if the Management Committee resolves to terminate their membership it shall instruct the secretary to advise the member in writing accordingly.

9. APPEAL AGAINST REJECTION OR TERMINATION OF MEMBERSHIP

(1) A person whose application for membership has been rejected or whose membership has been terminated may within one month of receiving written notification thereof, lodge with the secretary written notice of his intention to appeal against the decision of the Management Committee.

(2) Upon receipt of notification of intention of appeal against rejection or termination of membership the secretary shall convene, within three months of the date of receipt of them such notice, a general meeting to determine the appeal. At any such meeting the applicant shall be given the opportunity to fully present their case and the Management Committee of those members thereof who rejected the application for membership or terminated the membership subsequently shall likewise have the opportunity of presenting their case. The appeal shall be determined by the vote of the members present at such meetings.

(3) Where a person whose application is rejected, does not appeal against the decision of the Management Committee within the time prescribed by these Rules or so appeals but the appeal is unsuccessful, the secretary shall forthwith refund the amount of any fee paid.

10. REGISTER OF MEMBERS

(1) The Management Committee shall cause a register to be kept in which the names and residential addresses of all persons or bodies admitted to the Association and the dates of their admission.

(2) Particulars shall also be entered into the Register of deaths, resignations, terminations and reinstatements of membership and any further particulars as the Management Committee or the members at any general meeting may require from time to time.

(3) The Register shall be open for inspection at all reasonable times by any member who previously applies to the secretary for such inspection.

11. MEMBERSHIP OF MANAGEMENT COMMITTEE

(1) The Management Committee of the Association shall consist of a President, Vice-President, Secretary, #Financial Director, a representative of the Referees Committee, three other elected members, #Senior Fixture Secretary, Junior Fixture Secretary, and the registrar, all of whom shall be members of the Association, and such number of other members of the Association at any general meeting may from time to time elect or appoint. # The Chief Executive officer appointed by the association shall be an Ex-officio member of the Management Committee.

(2) At the annual general meeting of the Association half of the members of the Management Committee, for the time being shall retire from office, but shall be eligible upon nomination for re-election provided that where the Committee shall consist of an odd number which is the next greater than half of the members. The members who shall be required to retire shall be those who have been in office for the longest period of time.

(3) The election of officers and other members of the Management Committee shall take place in the following manner:-

(a) Any two members of the Association shall be at liberty to nominate any other member to serve as an officer or other member of the Management Committee;

(b) The nomination, which shall be in writing and signed by the member and their proposer and seconder, shall be lodged with the Secretary at least fourteen days before the annual general meeting at which the election is to take place.

#Amended 3 April 2000.

(c) A list of the candidates' names in alphabetical order, with the proposers' and seconders' names, shall be posted in a conspicuous place in the office or usual place of meeting of the Association for at least seven days immediately preceding the Annual general meeting.

(d) Balloting lists shall be prepared (if necessary) containing the names of the candidates in alphabetical order, and each member present at the annual general meeting shall be entitled to vote for any number of such candidates not exceeding the number of vacancies;

(e) Should, at the commencement of such meeting, there be an insufficient number of candidates nominated, nominations may be taken from the floor of meeting.

12. RESIGNATION FROM MANAGEMENT COMMITTEE

(a) Any member of the Management Committee may resign from membership of the Management Committee at any time by giving notice in writing to the Secretary but such resignation shall take effect at the time such notice is received by the Secretary unless a later date is specified in the notice when it shall take effect on that later date of such member may be removed from office at a general meeting of the Association where that member shall be given the opportunity to fully present their case. The question of removal shall be determined by the vote of the members present at such a general meeting.

(b) In the event that a member of the Management Committee shall fail to attend three (3) consecutive meetings of the Management Committee without reasonable excuse, the member shall be called upon to show cause as to why they should not be removed from the Committee provided that the question of whether a member's excuse shall be reasonable shall be determined in the sole discretion of the President. The question of removal of the member shall be decided by the Management Committee in which event a simple majority vote shall determine the question. A notice requiring any such member to show cause shall be served by the Secretary upon the member at the direction of the President and shall specify the time and place which the President shall determine for the member to show cause.

(c) Upon a petition being presented by two (2) or more affiliated clubs to the President requesting the removal of a member of the Management Committee, the President shall forthwith instruct the Secretary to call a general meeting. Any such petition shall specify the grounds upon which the removal of the member of the Management Committee is sought. Upon issuing the notice of meeting the Secretary shall serve upon the member of the Management Committee whose removal is sought a Notice to Show Cause specifying the ground contained in the petition together with the time and place of the meeting. At the meeting, the question of removal of the member shall be determined by a two thirds (2/3) majority vote.

13. VACANCIES ON MANAGEMENT COMMITTEE

(1) The Management Committee shall have the power at any time to appoint any member of the Association to fill any casual vacancy on the Management Committee until the next annual general meeting.

(2) The continuing members of the Management Committee may act notwithstanding any casual vacancy in the Management Committee, but if and so long as their number is reduced below the number fixed by or pursuant to these Rules as necessary quorum of the Management Committee the continuing member or members may act for the purpose of increasing the number of members of the Management Committee to that number or of summoning a general meeting of the Association, but for no other purpose.

14. FUNCTIONS OF THE MANAGEMENT COMMITTEE

(1) Except as otherwise provided by these Rules and subject to resolutions of the members of the Association carried at any general meeting the Management Committee:-

(a) shall have the primary role formulation of policy and the overall supervision of the Executive Board of the Management Committee.

(b) shall have the authority to interpret the meaning of these Rules and any matter relating to the Association on which these Rules are silent.

(2) The Management Committee may exercise all the powers of the Association:-

(a) to borrow or raise or secure the payment of money in such manner as the members of the Association may think fit and secure the same or the payment or performance of any debt, liability, contract, guarantee or other engagement incurred or to be entered into by the Association in any way and in particular by the issue of debentures, perpetual or otherwise, charged upon all or any of the Association's property, both present and future, and to purchase, redeem or pay off any such securities;

(b) to borrow money from members at a rate of interest not exceeding interest at the rate for the time being charged by bankers in Brisbane for overdrawn accounts on money lent, whether the term of the loan be short or long, and to mortgage or charge its property or any part hereof and to issue debentures and other securities, whether outright or as security for any debt liability or obligation of the Association, and to provide and pay off such securities; and

(c) to invest in such manner as the members of the Association may from time to time determine.

(d) # The Management Committee, at its first Meeting after the Annual General Meeting will form:

1. Finance Committee comprising of the President, Vice President, Secretary, Financial Director, and Chief Executive Officer.

The Finance Committee will oversee the finances of the Association, approving all expenditures and monitoring cash flows and budgets.

2. Competition Committee, comprising of representatives of the Greater Brisbane Basketball League, Referees, Junior, Senior, ABA, Veterans, and Ladies Daytime.

The Competition Committee will oversee the various competitions and programs conducted by the Association, monitoring the day to day activities, and putting into place innovations to the betterment of the Competitions conducted by the Association.

15. MEETINGS OF THE MANAGEMENT COMMITTEE

(1) The Management Committee shall meet at least once every calendar month to exercise its functions.

(2) A special meeting of the Management Committee shall be convened by the Secretary on the requisition in writing signed by not less than one-third (1/3) of the members of the Management Committee, which requisition shall clearly state the reasons why such special meeting is being convened and the nature of the business to be transacted thereat.

(3) At every meeting of the Management Committee a simple majority of a number equal to the number of members elected and/or appointed to the Management Committee as at the close of the last general meeting of the members, shall constitute a quorum.

(4) Subject as previously provided in this rule, the Management Committee may meet together and regulate its proceedings as it thinks fit: provided that questions arising at any meeting of the Management Committee shall be decided by a majority of votes and, in the case of equality of votes, the question shall be deemed to be decided in the negative.

Amended 3 April 2000.

(5) A member of the Management Committee shall not vote in respect of any contract or proposed contract with the Association in which they are interested, or any matter arising thereout, and if they do so vote their vote shall not be counted.

(6) Not less than fourteen days notice shall be given by the Secretary to the members of the Management Committee of any special meeting of the Management Committee. Such notice shall clearly state the nature of the business to be discussed thereat.

(7) The President shall preside as Chairperson at every meeting of the Management Committee, or if there is no President, or if at any meeting the President is not present within ten minutes after the time appointed for holding the meeting, the Vice-President shall be Chairperson of if the Vice-President is not present at the meeting the members may choose one of their number to be Chairperson of the meeting.

(8) If within half an hour from the time appointed for the commencement of a Management Committee meeting a quorum is not present, the meeting, if convened upon the requisition of members of the Management Committee, shall lapse. In any other case it shall stand adjourned to the same day in the next week at the same time and place as the Management Committee may determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the meeting shall lapse.

16. SUB-COMMITTEES

(1) The Management Committee may delegate any of its powers to a sub-committee consisting of such members of the Association as the Management Committee thinks fit. Any sub-committee so formed shall in the exercise of the powers so delegated conform to any regulations that may be imposed on it by the Management Committee.

(2) A sub-committee may elect a Chairperson of its meeting. If no such Chairperson is elected, or if at any meeting the Chairperson is not present within ten minutes after the time appointed for holding the meeting, the members may choose one of their number to be Chairperson of the meeting.

(3) A sub-committee may meet and adjourn as it thinks proper. Questions arising at any meeting shall be determined by a majority of votes of the members present, and in the case of an equality of votes, the question shall be deemed to be decided in the negative.

(4) In addition to any other sub-committees appointed by the Management Committee the Management Committee shall appoint an executive board which shall consist of the President together with two members of the Management Committee who shall be elected by the Management Committee at its first meeting following the annual general meeting.

a) The executive board shall have the day to day control and management of the administration of affairs, property and funds of the Association.

17. VALIDITY OF DECISIONS

All acts done by any meeting of the Management Committee or of a sub-committee or by any person acting as a member of the Management Committee shall, notwithstanding that it is afterwards discovered that there was some defect in the appointment of any such member of the Management Committee or person acting as aforesaid, or that the members of the Management Committee or any of them were disqualified, be as valid as if every person had been duly appointed and was qualified to be a member of the Management Committee.

18. RESOLUTIONS

A resolution in writing signed by all the members of the Management Committee for the time being entitled to receive notice of a meeting of the Management Committee shall be as valid and effectual as if it had been passed at a meeting of the Management Committee duly convened and held. Any such resolution may consist of several documents in like form, each signed by one or more members of the Management Committee.

19. INITIAL GENERAL MEETING

The first general meeting shall be held at such time, not less than one month nor more than three months after the incorporation of the Association, and at such place as the Management Committee may determine.

20. ANNUAL GENERAL MEETING

(1) The annual general meeting shall be held within #Six months of close of the financial year.

(2) The business to be transacted at every annual general meeting shall be:-

a) the receiving of the Management Committee's report and the statement of income and expenditure, assets and liabilities and mortgage, charges and securities affecting the property of the Association for the preceding financial year;

b) the receiving of the auditor's report upon the books and accounts for the preceding financial year;

c) the election of office bearers and members of the Management Committee; and

d) the appointment of an auditor.

21. SPECIAL GENERAL MEETING

The Secretary shall convene a special general meeting:-

- a) when directed to do so by the Management Committee; or
- b) on the requisition in writing signed by not less than one-third (1/3) of the members presently on the Management Committee or signed by representatives of three affiliated bodies of the Association. Such requisitions shall clearly state the reasons why such special general meeting is being convened in the matter of the business to be transacted thereat; or
- c) on being given a notice in writing of an intention to appeal against the decision of the Management Committee to reject an application for membership or to terminate the membership of any person; or
- d) upon receipt of such direction, requisition or notice, the general Secretary shall, within seven days, issue notices convening the meeting within another twenty-one days of the issue of the notices which shall state the nature of the business to be dealt with and no other business shall be discussed.

22. QUORUM

(1) The quorum for any general meetings shall be one half of the total voting power of all the members and office bearers who are entitled to vote.

(2) If within half an hour from the time appointed for the commencement of a general meeting a quorum is not present, the meeting, if convened upon the requisition of members of the Management Committee or the Association, shall lapse. In the other case it shall stand adjourned to the same day in the next week at the same time and place, or to such other day and to such time and place as the Management Committee may determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for holding the meeting the representatives of affiliated bodies and office bearers present shall be deemed to be quorum and all business transacted at the meeting shall be as good and valid as if the quorum had been present.

(3) 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 adjourned took place. When a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given as in the case of an original meeting. Save as aforesaid it shall not be necessary to give notice of an adjournment or of the business to be transacted at an adjourned meeting.

23. NOTICE OF MEETINGS

(1) The Secretary shall convene all general meetings of the Association by giving not less than ten days notice of any such meeting to the members of the Association.

(2) The manner by which such notice shall be given shall be determined by the Management Committee: provided that notice of any meeting convened for the purpose of hearing and determining the appeal of a member against the rejection or termination of their membership by the Management Committee, shall be given in writing. Notice of a general meeting shall clearly state the nature of the business to be discussed thereat.

(3) Copies of the accounts, reports and statements referred to in Clause 20, 2a hereof shall accompany the notice of annual meeting.

24. CONDUCT OF MEETINGS

Unless otherwise provided by these Rules, at every general meeting:

(1) The President shall preside as Chairperson, or if there is no President, or if the President is not present within fifteen minutes after the time appointed for the holding of the meeting or is unwilling to act, the Vice-President shall be Chairperson or if the Vice-President is not present or is unwilling to act then the members present shall elect one of their number to be Chairperson of the meeting;

(2) The Chairperson shall maintain order and conduct the meeting in a proper and orderly manner;

(3) Every question, matter or resolution shall be decided by a majority of votes of the members present;

(4) a) At any general meeting of the Association, the following shall be entitled to vote:-

1. Life Members
2. President
3. Vice-President
4. Honorary General Secretary
5. # Financial Director.
6. Delegates representing the affiliated bodies referred to in paragraph (d) hereof.

b) In the case of there being an equality of votes the Chairperson shall have the casting vote

c) Only those under (6) above may vote in election of officers.

#d) Voting power for affiliated bodies shall be as follows:-

1. Affiliated Clubs have one vote, for each team.
2. Affiliated Teams have one vote, for each team.
3. Affiliated Associations other than the Referees Associations each have three (3) votes.
4. The Referees Association shall be entitled to five (5) votes.

e) Each office bearer including Life Members as listed in Clause (a) shall be entitled to one (1) vote, except that they shall not be entitled to their vote if they also act as a club delegate.

f) Voting power should be based on teams and clubs nominated in the Winter season.

(With the exception that all matters referred to as Referees Association be altered to accommodate a "Referees Committee").

*g) Members of the Club (Association) entitled to vote at any meetings do not include temporary or minors

(5) Voting shall be by show of hands on subjects of a general nature but by secret ballot when of a personal nature (election of officers etc.) should any of those present and entitled to vote as they desire a secret ballot shall be conducted for any or all matters at that meeting.

(6) A member who is entitled to vote may vote in person or by proxy or by attorney.

Amended 3 April 2000.

(7) An instrument appointing a proxy shall be in writing, the common or usual form under the hand of the appointed or of their attorney duly authorised in writing or, if the appointed is a corporation, either under seal or under the hand of an officer or attorney duly authorised. A proxy may but need not to be a member of the Association. The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a secret ballot;

(8) Where it is desired to afford members an opportunity of voting for or against a resolution the instrument appointing a proxy shall be in the following form or a form as near thereto as circumstances permit:-

Association:

I, of
.....
being a member of the above mentioned Association, hereby
appoint

..... of
.....
as my proxy to vote for me on my behalf at the (annual)
general meeting of the
Association, to be held on the day of
.....
19..... and at any adjournment thereof.

Signed this day of, 19.....

Signature.....
.....

This * in favour of to be used
..... the resolution
* against

* Strike out whichever is not desired. (Unless otherwise instructed, the proxy may vote as he thinks fit).

(9) The instrument appointing a proxy shall be deposited with the Secretary prior to the commencement of any meeting at which the person named in the instrument proposes to vote; and

(10) The Secretary shall cause full and accurate minutes of all questions, matters, resolutions and other proceedings of every Management Committee meeting and general meeting to be entered in a book to be open for inspection at all reasonable times by any financial member who previously applies to the Secretary for that inspection. For the purposes of ensuring the accuracy of the recording of such minutes, the minutes of every Management Committee shall be signed by the Chairperson of that meeting or the Chairperson of the next succeeding Management Committee meeting verifying their accuracy. Similarly, the minutes of every general meeting shall be signed by the Chairperson of the next succeeding general meeting: provided that the minutes of any annual general meeting shall be signed by the Chairperson of that meeting or the Chairperson of the next succeeding general meeting.

25. BY-LAWS

The Management Committee may from time to time make, amend or repeal By-Laws, not inconsistent with these Rules, for the internal management of the Association and any By-Law may be set aside by a general meeting of members.

26. ALTERATION OF THE RULES

Subject to the provisions of the Associations Incorporation Act 1981, these Rules may be amended, rescinded or added to from time to time by a special resolution carried at any general meeting: provided that no such amendment, recession or addition shall be valid unless the same shall have been previously submitted to and approved by the Under Secretary, Department of Justice, Brisbane.

27. COMMON SEAL

The Management Committee shall provide for a Common Seal and for its safe custody. The Common Seal shall only be used by the authority of the Management Committee and every instrument to which the seal is affixed shall be signed by a member of the Management Committee and shall be countersigned by the Secretary or by a second member of the Management Committee or by some other person appointed by the Management Committee for the purpose.

28. FUNDS AND ACCOUNTS

(1) The fund of the Association shall be banked in the name of the Association in such bank as the Management Committee may from time to time direct.

(2) Proper books and accounts shall be kept and maintained either in written form in the English language showing correctly the financial affairs of the Association and the particulars usually shown in books of like nature.

(3) All moneys shall be banked as soon as practicable after receipt thereof.

(4) All amounts of twenty dollars (\$20) or over shall be paid by cheque signed by any two of the President, Secretary, #Financial Director, Chief Executive Officer, or other member authorised from time to time by the Management Committee.

(5) Cheques shall be crossed "not negotiable" except those in payment of wages, allowances or petty cash recoupments which may be open.

(6) The Management Committee shall determine the amount of petty cash which shall be kept on the impress system.

(7) All expenditure shall be approved or ratified at a Management Committee meeting.

(8) As soon as practicable after the end of each financial year the #Financial Director and Chief Executive Director, shall cause to be prepared a statement containing particulars of:-

a) The income and expenditure for the financial year just ended; and

b) The assets and liabilities and of all mortgages, charges and securities affecting the property of the Association at the close of the year.

(9) All such statements shall be examined by the auditor who shall present this report upon such audit to the Secretary prior to the holding of the annual general meeting next following the financial year in respect of which such audit was made.

(10) The income and property of the Association whencesoever derived shall be used and applied solely in promotion of its objects and in the exercise of its powers as set out herein and no portion thereof shall be distributed, paid or transferred directly or indirectly by way of dividend, bonus or otherwise by way of profit to or amongst the members of the Association provided that nothing herein contained shall present the payment in good faith of interest to any such member in respect of moneys advanced by them to the Association or otherwise owing by the Association or to any member of the Association or other person in return for any services actually rendered to the Association provided further that nothing herein contained shall be construed so as to prevent the payment to any member of out of pocket expenses, money lent, reasonable and proper charges for goods hired by the Association or reasonable and proper rent for premises demised or let to the Association or prevent the payment of the Honoraria provided in Clause 38 hereof.

29. DOCUMENTS

The Management Committee shall provide for the safe custody of books, documents, instruments of title and securities of the Association.

30. FINANCIAL YEAR

The financial year of the Association shall close on the Thirty-first day of December in each year.

31. DISTRIBUTION OF SURPLUS ASSETS

If the Association shall be wound up in accordance with the provisions of the Associations Incorporation Act 1981, and there remains, after satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the Association, but shall be given or transferred to some other institution or institutions having objects similar to the objects of the Association, and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as is imposed on the Association under or by

virtue of Rule 29 (10) such institution or institutions to be determined by the members of the Association.

32. DELEGATES TO THE SOUTH EAST QUEENSLAND ZONE OF QUEENSLAND BASKETBALL INCORPORATED

(1) Delegates to the South East Queensland Zone (called SEQZ hereafter) shall be elected at each annual general meeting.

(2) Delegates shall attend each SEQZ council meeting and report from there to the Management Committee.

(3) It shall be the responsibility of the delegate who is also a Management Committee member to report to the Management Committee on matter of urgency.

(4) In the event that the delegate who is a member of the Management Committee shall be unwilling or unable to act then the vacancy in the position may be filled at the next Management Committee meeting.

33. JUDICIARY COMMITTEE

(1) At each annual general meeting a judiciary committee of six
(6) persons shall be elected.

(2) The Chairperson of this committee shall be appointed by the Management Committee.

(3) The judiciary committee shall meet within one (1) week of receipt of notice from the Honorary General Secretary of any disqualification of any player from the competition conducted by the Association.

(4) The judiciary committee shall decide on any penalty to be imposed on a disqualified player or team member.

34. INDEMNITY

The Management Committee and each member thereof shall be indemnified out of the assets of the Associations against all actions, proceedings, claims, costs and expenses for which they or any one or more of them may be liable for or arising in the course of their duties as officers of the Association and the foregoing provisions of this section shall be in addition to any other right or remedy to which the Management Committee and each member thereof are entitled.

35. ACCREDITED ASSOCIATION TEAMS

Any team of Association members wishing to play outside the control of the Management Committee must obtain approval of the Management Committee. The request for approval must be submitted in writing to the Secretary at least seven (7) days before the first match and shall set out:-

- a) The names of the players of the team.
- b) Place and date of matches to be played.
- c) The name of the body organising the matches.
- d) The names of the other teams competing.

36. CAPTAIN, VICE-CAPTAIN, COACH AND MANAGER OF REPRESENTATIVE TEAMS

(1) The Captain and Vice-Captain of representative teams shall be chosen by the Coach.

(2) The Coach and Manager of representative teams shall be appointed by the Management Committee and the Management Committee shall call nominations for these positions from all affiliated bodies.

37. HONORARIA

Honoraria may be granted to any official or member by the Management Committee of the Association.

38. DEFINITIONS

Except to the extent that such interpretation shall be excluded by or repugnant to the context when herein used the expression "person" shall include a company or companies, words importing the singular number or plural shall include the plural number and singular number respectively and words importing the masculine gender only shall include the feminine gender and the neuter gender and references to acts and statutes shall include all acts and statutes referred to and all regulations, by-laws and ordinances issued thereunder.

* As amended 23rd March 1998.

As amended 3 April 2000