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CONSTITUTION

BAROSSA VALLEY AMATEUR BASKETBALL ASSOCIATION INC.

1. NAME

The name of the Association shall be the **BAROSSA VALLEY AMATEUR BASKETBALL ASSOCIATION INC.**

2. OBJECTS

The objects of the Association are:

- (a) The promotion and arrangement of basketball in the Barossa Valley and surrounding districts; the arrangement of Association matches and Club matches (including the time and place of all such matches);
- (b) the organisation of Association teams including junior and/or senior teams to represent the Association in such competitions as the Committee may see fit;
- (c) the consideration and resolution of all disputes in which the Association Clubs or any members thereof shall be concerned;
- (d) the acquiring of and disbursement of money; and the levying of penalties provided for in these Rules and By- laws; or the Laws as laid down by Basketball Australia and the doing of all such matters as shall be incidental thereto.

3. MEMBERSHIP

- (a) Subject to this Constitution the membership of the Association shall be open to any amateur club body organisation or team which promotes Basketball and nominates one or more teams to compete in a competition arranged by the Association (hereinafter called a Club).
 - (b) There shall be two classes of membership which shall only be distinguishable by the different voting rights attaching thereto as defined in Clause 5 of this Constitution:
 - (i) Group A Membership which shall be granted to any Club that has become incorporated under the *Associations Incorporation Act 1985* as amended or any Act of Parliament that may be substituted in replacement thereof;
 - (ii) Group B Membership which shall be granted to any Club that is not so incorporated.
 - (c) Clubs on becoming members undertake to observe and be bound by this Constitution and the rules and by- laws of this Association and Basketball Australia.
 - (d) Membership may be granted by the Association on such conditions as it may think fit.
 - (e) Subscriptions and other fees payable by each Club or player shall be determined by the Association from time to time and shall become due and payable as determined by the Association.
 - (f)) All debts and/or equipment due to the Association must be paid and/or returned before a Club may withdraw from the Association and transfer to another Association.
 - (g) No Club shall accept any person as a member of that Club unless he is an amateur as defined by Basketball Australia
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- (h) The Association at its Annual General Meeting on the recommendation of the

Committee may bestow life membership upon any person in recognition of services rendered, such services to be rendered over a period of not less than ten (10) years . Life Membership does not of itself bestow any voting rights upon the recipient thereof

4. DUTIES AND POWERS OF THE ASSOCIATION

(1) GENERAL

The Association at a duly convened Association Meeting shall have the sole responsibility on the following matters:

- (a) To make rules and by-laws on matters authorised by or necessary or convenient to give effect to this Constitution insofar as such rules or bylaws are not inconsistent with the rules of the South Australian Country Council of Basketball Australia.
- (b) To decide on the purchase of any capital item including any item exceeding in value the sum of Ten Thousand Dollars (\$10,000-00).
- (c) To decide on whether or not a Club should be expelled from the Association if such expulsion is recommended by the Committee after conducting an enquiry according to the terms of Clause 7 (2) of this Constitution.

(2) POWERS

For the purpose of carrying out its objects the Association may-

- (a) acquire, hold, deal with, and dispose of, any real or personal property; and
- (b) administer any property on trust; and
- (c) open and operate ADI accounts; and
- (d) invest its moneys-
 - (i) in any security in which trust moneys may, by Act of Parliament, be invested; or
 - (ii) in any other manner authorised by the Constitution or By-laws of the Association; and
- (e) borrow money upon such terms and conditions as the Association thinks fit; and give such security for the discharge of liabilities incurred by the Association as the Association thinks fit; and
- (f)) appoint agents to transact any business of the Association on its behalf, and
- (g)) enter into any other contract it considers necessary or desirable.

5. ASSOCIATION MEETINGS

(1) GENERAL

- (b) The Clubs shall meet once a year for an Annual General Meeting and on such other occasions as shall be determined by the Committee or according to this Constitution (hereinafter called Association Meetings).
- (c) Any person who is a member of a Club or a parent of such member shall be entitled to attend and speak at Association Meetings.

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(2) ANNUAL GENERAL MEETINGS

- (a) The Annual General Meeting of the Association shall be held no later than three (3) months after the completion of the financial year.
- (b) The presentation of the Committee's Annual Report and the audited financial statement shall be dealt with.
- (c) The election of officers of the Committee shall be dealt with.
- (d) Nominations for Executive positions of the Committee shall be called for twenty one (21) days prior to the Annual General Meeting. Written notification of all

nominations received to that time shall be provided to the Clubs seven (7) days prior to the Annual General Meeting. Verbal nominations may be received at the Annual General Meeting.

(e) Election for the positions of the Committee shall be by ballot of delegates present and voting thereon held at the Annual General Meeting. No ballot shall be required unless the number of candidates for each office exceeds the number of vacancies and if not they shall be declared duly elected.

(f)) Twenty-one (21) days' notice of the Annual General Meeting of the Association stating the business of the meeting shall be given in writing by the Secretary to the Officers of the Association and to the Secretary of every Club of the Association.

(3) GENERAL MEETINGS

Upon receiving a requisition signed by the President of the Association or by not less than five delegates of Clubs of the Association setting forth the objects of such meeting the Secretary shall call a General Meeting of the Association, to take place not more than one (1) month after receipt of such requisition. Written notice of such meeting and the objects thereof shall be provided to all Clubs not less than fourteen (14) days prior to the date for such meeting.

(4) QUORUM

Eight delegates from Clubs of the Association shall form a quorum at the Annual General Meeting of the Association or a General Meeting of the Association.

(5) VOTING

(a) Determination:

The sense of every meeting shall be determined by the show of hands unless a ballot is demanded by at least three persons who are entitled to vote.

(b) A motion can only be moved or seconded and can only be voted on by:-

(ii) the authorised delegates of a Club, and

(iii) by a member of the Committee of Management

provided that any Member of the Committee of Management shall not be entitled to vote where this would result in any Club having more than three votes at any such meeting.

(c) A Group A Club shall be entitled to three delegates at such meetings and a Group B Club one delegate.

(d) No amendment shall be made to this Constitution except at a General Meeting (called solely or inter alia for that purpose) and then only with the approval of two-thirds of those present and entitled to vote. Any proposed amendments to the Controlled copy – Copies without this footer are not valid Last Printed 21 August 2006

Constitution must be forwarded in writing to the Secretary six weeks prior to the Annual General Meeting or General Meeting. The Secretary must notify each Club or the proposed amendments four weeks prior to the meeting.

(e) A motion to rescind or vary a resolution which has been carried by the Association may be carried but subject to the following conditions:

(f)) (i) If the motion which it is sought to rescind or vary has been passed in the current financial year notice of intention to move such a variation or rescission shall be given with the notice of such meeting and each motion to rescind or vary shall not be carried unless it is passed by a two-thirds majority.

(ii) If the motion which it is sought to rescind or vary has been passed or

adopted in a previous financial year such motion may be carried by a simple majority.

(iii) At an Annual General Meeting any motion previously passed may be rescinded or varied by a simple majority.

(g)) No Delegate of any Club that is deemed unfinancial at the time that any meeting of the Association may be held shall be entitled to vote at such meeting. The determination of whether a Club shall be unfinancial shall be made by the Chairman of such meeting with the advice of the Treasurer.

6. COMMITTEE OF MANAGEMENT

(1) GENERAL

(a) The day to day management of the affairs of the Association shall be vested in a Committee of Management (in this Constitution called the "Committee") consisting of the President, the Vice-President, a Referee's representative and other members as shall be elected at the Annual General Meeting.

(b) The Committee shall be comprised of not less than nine (9) nor more than fifteen (15) members, including the Officers of the Association.

(c) There shall be at least one (1) Committee member from each Grade A Club, and not more than three (3) Committee members from any one Club.

(d) The Committee shall meet monthly or more often as required to conduct the business of the Association.

(e) The Chairman shall only have a casting vote at all Association Meetings and meetings of the Committee.

(f) The quorum for a Committee meeting shall be a majority of members of such Committee.

(g)) The officers and members of the Committee shall retire and their places shall be filled at the Annual General Meeting. All retiring officers and committee members shall be eligible for re-election.

(h) An office bearer or committee member may be removed from office at a General Meeting of the Association, by a majority vote.

(i) Full-time or part-time employees of the Association shall not be eligible to be members of the Committee.

(j) The office of a committee member who absents himself/herself from three(3) consecutive meetings without obtaining Leave Of Absence shall thereupon ipso facto become vacant.

(2) OFFICERS

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(a) The Officers or Executive of the Association shall comprise the President, Vice-President, Secretary, Assistant Secretary and the Treasurer.

(b) The Secretary or Assistant Secretary shall conduct the correspondence of the Association keep records of its proceedings convene General Meetings of the Committee and Annual General Meetings of the Association in accordance with the Constitution, carry out instructions of the Association subject to the control of the Committee and perform all duties and obey all instructions provided for in this Constitution.

(c) The Treasurer shall receive all monies due to the Association and deposit the same without delay to the credit of the Association in the Bank/s or financial institution nominated by the Committee and pay thereout all monies as required in

the proper performance of his/her duties; keep the accounts of the Association and submit to each and every General Meeting and meeting of the Committee a statement- of receipts and expenditure; present at the Annual General Meeting the audited annual statement of receipts and expenditure of the Association as at the 31st day of August.

(d) The Honorary officers of the Association shall be elected at the Annual General Meeting and shall consist of a Public Officer. The Association may elect at the Annual General Meeting a Patron or Patrons.

(e) The Association shall at the Annual General Meeting appoint an auditor for the ensuing year. The auditor may be paid such remuneration as the Committee shall think fit.

(3) CASUAL VACANCIES

(a) All casual vacancies that may arise amongst the Officers of the Association between Annual General Meetings shall be filled by the Committee from amongst the Committee Members who were appointed at the preceding Annual General Meeting.

(b) Any other casual vacancy that may arise amongst the Members of the Committee shall be filled by the Committee by election of a person from the same Club as the Club of the retiring member.

7. DUTIES AND POWERS OF COMMITTEE OF MANAGEMENT

Subject to this Constitution the powers of the Committee shall be to exercise and perform the duties and functions of the Association except as are otherwise provided by this Constitution and without in any way limiting the generality thereof shall include the power:

(1) GENERAL

(a) To carry out the objectives of the Association.

(b) To impose and collect subscriptions fees levees and other charges from bodies' clubs institutions associations and individuals or to borrow or raise money with or without security for giving effect to this Constitution or for matters connected therein.

(c) To purchase hire let lease or otherwise obtain possession of suitable playing areas halls or buildings for the purpose of playing basketball.

(d) To take any steps necessary for protection of property or premises which have been purchased hired let or leased by the Association.

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(e) To arrange, promote and manage basketball matches and competitions and to make rules and regulations for" the carrying out of such matches and competitions within this Association.

(f)) To hear and adjudicate upon appeals from decisions of sub-committees or officials of the Association.

(g)) To nominate and appoint any person or sub-committee/s for such purposes and with such powers as may be deemed desirable. Such person's or subcommittee's/ s activities are to be governed by this Constitution, the By-Laws and the Committee.

(h) Not to expend more than Ten Thousand Dollars (\$10,000-00) in the purchase of any capital item without approval from an Association Meeting.

(i) To appoint at its discretion a paid administrator either full-time or part-time on

such terms and remuneration as it thinks fit.

(2) DISCIPLINE

Subject to this Constitution the Committee may:-

- (a) Suspend, disqualify, fine or otherwise deal with any Club or any member of a Club or any other person whose conduct, in the opinion of the Committee, is discreditable or injurious to the character of or interests of the Association or is in breach of the Constitution or the rules or By-laws made thereunder.
- (b) Before any Club or member thereof is suspended, fined or otherwise dealt with as aforesaid the conduct of such affiliated Club or member thereof shall be enquired into by the Committee and such Club or member shall be given the right to defend to justify or explain such conduct. When the matter is enquired into if the majority of the Committee present is of the opinion that the Club or member thereof is guilty of such conduct the Committee may suspend, fine or otherwise deal with as aforesaid such Club or member thereof.
- (c) Should any Club or member fail to appear at any enquiry conducted under this Clause or any adjournment thereof the Committee may proceed in the absence of such Club or member to conduct the said enquiry and to make its findings as hereinbefore empowered.
- (d) The Committee may enquire into any conduct upon its own volition, but it must hold an enquiry on any conduct of a Club or member thereof of which it has received a signed written protest from another Club or referee, such protest being received within seven days (or such longer period as the Committee may allow) of such conduct occurring or coming to the notice of such Club or referee. A copy of this signed written protest must also be forwarded to the Club or person concerned within seven days of receipt by the Secretary.

8. ACCOUNTS AND AUDITS

- (a) All Association banking accounts shall be operated upon by the Treasurer together with either of two nominated members of the Committee. Every cheque drawn on an Association account shall be signed by two persons.
- (b) All payments shall be made by cheque unless the Committee instructs otherwise. Numbered receipts are to be issued for all monies received.

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- (c) The Committee shall cause true records to be kept of the monies received and expended and the matters in respect of which such receipts and expenditures occurred and of the Assets and Liabilities of the Association.
- (d) The Association's financial year shall end on the 30th day of April in each year.
- (e) At least once a year the Accounts shall be examined and the correctness of the financial statement and balance sheet ascertained by the Auditor appointed by the Association at the Annual General Meetings. An audited financial statement shall be presented at each Annual General Meeting.
- (f) The Auditor shall have access at any time during the year to the books and vouchers of the Treasurer/s of the Sub -Committee/s.

9. CONDITIONS OF COMPETITION

The conditions of competition and rules governing any competition games or exhibitions given or sanctioned by this Association or its members shall be those prescribed in:

- (a) Constitutions, Rules and By-Laws of the South Australian Country Basketball Council and Basketball Australia.

(b) Constitutions, Rules and By-Laws of the B.V.A.B.A. Inc.

10. DISSOLUTION

The Association may be wound up should the members of the Association in General Meeting decide by a majority of two thirds of those entitled to vote to do so. In the event of winding up any surplus funds and property of the Association shall be held in Trust by the Barossa Council for up to three years for the sport of Basketball in the Barossa Valley after which time if the sport has not been revived in the Barossa Valley it may be used for the Barossa Recreation & Fitness Centre or such other leisure centre as may be owned or operated by the Barossa Council from time to time.

11. INTERPRETATION

In the interpretation of this Constitution words importing the singular number shall include plural and the masculine gender the feminine and neuter and vice versa.