

**RULES OF THE ASSOCIATION:**  
**VERMONT VULTURES BASKETBALL CLUB INC**

**1. NAME**

The name of the Club shall be the Vermont Vultures Basketball Club Inc. – and shall be referred to in this document as ‘the Club’.

**2. STATEMENT OF PURPOSES**

The purpose of the Club shall be: to promote basketball in the Vermont (Victoria, Australia) and surrounding areas; to provide opportunities for training, improvement in skills, and competition in an enjoyable environment; and to inculcate a culture of pride, dedication and respect within the basketball and wider community.

**3. REFERENCES FOR RULES**

The Rules for the Association: Vermont Vultures Basketball Club Inc shall be maintained in compliance with the Associations Incorporation Act 1981. These items shall be referred to in this document as the “Rules” and the “Act” respectively.

**4. CHANGES IN THE RULES**

The Rules of the Association: Vermont Vultures Basketball Club (‘the Club Rules’) and contained Statement of Purposes shall not be altered except in accordance with the Association Incorporation Act (1981).

Changes in the Club Rules shall be approved by a two-thirds majority of those present at a Member's meeting.

**5. MEMBERSHIP**

Membership of the club shall consist of the following provided they are in good financial standing:

- (a) All registered players who have played in a team entered by the Club in a competition during the previous twelve months, or who are registered to represent the club in the current season, and are not under suspension.
- (b) All Coaches and other officials of the Club.
- (c) A parent or guardian of a player, coach or official defined in Clause 5(a) or (b) who is under the age of 16.
- (d) All persons granted Life Membership to the Club as defined by the Club’s By-Laws.
- (e) Any other interested persons at the discretion of the General Committee.

Only persons who are aged 16 years or older shall be recognised as voting members.

**Comment [S1]:** Req of AIA1981 Schedule 1, para 10 &11 (Change to Statement of Purposes and Rules)

**Comment [S2]:** Req of AIA1981 Schedule 1, para 1 (Membership qualifications)

## REGISTER OF MEMBERS

The Committee shall keep and maintain a register of members in which shall be entered the names and addresses of all members, and the date on which the member's name was entered into the Register. Information concerning where this Register may be inspected shall be available from the Public Officer or Club Secretary.

**Comment [S3]:** Req of AIA1981 Schedule 1, para 2 (Register, maint & insp)

## APPLICATION FOR MEMBERSHIP

Persons applying for new or ongoing membership to the Club shall complete the Registration Form for the relevant Basketball season. Registration Forms shall be available from the Secretary, and from other locations or media as decided by the Club.

All applications for membership shall be considered accepted on receipt of relevant subscriptions, fees and charges, unless the application is objected to in writing by a current member of the Club. If an objection to an application for membership is lodged with the Club, the application is held in abeyance until the matter is resolved in accordance with the Club's Grievance Procedures.

## DISCIPLINE, SUSPENSION AND EXPULSION OF MEMBERS

The requirements for the discipline, suspension and expulsion of members are contained in Annex A.

**Comment [S4]:** Req of AIA1981 Schedule 1, para 16 (Discipline of members)

## CODES OF CONDUCT / MEMBERS' RULES

The Club Codes of Conduct / Members' Rules are detailed in the Club By-Laws. These Codes of Conduct and Members' Rules address the responsibilities and expectations of Club Members. Should a Member disregard these responsibilities and expectations, they are liable to the processes described in Annex A.

### 6. GRIEVANCE PROCEDURES

The Club Grievance Procedures are detailed in Annex B.

**Comment [S5]:** Req of AIA1981 Schedule 1, para 17 (Grievance Procedures)

### 7. SUBSCRIPTIONS, FEES & CHARGES

The subscriptions and other charges are due for the payment of same shall be determined by the Committee each year, recorded in the Club's By-Laws, and notified to the Members before such subscriptions are due.

**Comment [S6]:** Req of AIA1981 Schedule 1, para 3 (Subscriptions & Fees)

### 8. COMMITTEE OF MANAGEMENT

#### PURPOSE & COMPOSITION

Each year there shall be elected a Committee of Management ("the Committee") to manage the business and affairs of the Club on behalf of its members, subject to the

**Comment [S7]:** Req of AIA1981 Schedule 1, para 4 (Committee Name)

Rules and By-Laws of the Club. Such elections shall take place at the Annual General Meeting.

The Committee shall consist of the following:

- (a) **PRESIDENT:** To be elected for a term of one year.
- (b) **VICE-PRESIDENT:** To be elected for a term of one year.
- (c) **SECRETARY:** To be elected for a term of one year.
- (d) **TREASURER:** To be elected for a term of one year.
- (e) **GENERAL MEMBERS:** Between six (6) and sixteen (16) General Members as determined by the Annual General Meeting, for either specified or unspecified positions or appointments, for a term of one year.

**Comment [S8]:** Req of AIA1981 Schedule 1, para 4 (membership of committee)

**Comment [S9]:** Req of AIA1981 Schedule 1, para 4a&b (Committee election and terms of office)

#### ROLES AND RESPONSIBILITIES

The Committee shall administer all usual business of the Club on behalf of its members, and within the intent of the Rules and By-Laws

**Comment [S10]:** Req of AIA1981 Schedule 1, para 4 (power of committee & 'constitution' of committee)

The Roles and Responsibilities of the Committee members, including Executive and other Appointments, shall be outlined in the By-Laws. The Committee shall administer these Roles and Responsibilities to ensure the smooth and correct management of the Club's interests.

#### COMMITTEE NOMINATIONS

All positions within the Committee are initially filled by majority vote at a Members Meeting (such as an Annual General Meeting). All Nominations are for Committee positions, and may include a nomination to a specific role, including positions on the Executive Committee. Nominations are made to the Secretary, in writing, and must have original, dated signatures of the Nominee, Proposer and Seconder, all of whom must be Members of the Club as defined in Clause 5.

**COMMITTEE VACANCY:**

**Comment [S11]:** Req of AIA1981 Schedule 1, para 4c (Committee vacancy)

The office of a member of the Committee shall become vacant in the case of that member's:

- (a) Death;
- (b) Consistent inability to attend meetings;
- (c) Resignation; or,
- (d) Should the member being found guilty of conduct unbecoming a member or prejudicial to the interests of the Club after due opportunity for defence, and as determined by a specially convened meeting of Committee, and that such

has been determined by no less than a two-thirds majority at a Committee Meeting.

#### **CASUAL VACANCIES:**

The Committee shall have the authority to fill any vacancy on the Committee and to make two (2) additional co-options. Appointments of this nature shall serve only until the next Annual Meeting.

**Comment [S12]:** Req of AIA1981 Schedule 1, para 4d (Filling casual vacancies)

#### **MEETINGS OF THE COMMITTEE**

The Committee shall meet at least three times in any financial year, at a place and time as determined by the Committee. These meetings shall be chaired by the Vice-President, or in their absence, by another member of the Executive Committee. Notice of a meeting must be given to all members of the Committee at least seven (7) days prior to the meeting, and must contain the agenda and general nature of business items for the meeting. Additional items of General Business may be raised in the meeting with the approval of the Chair.

**Comment [S13]:** Req of AIA1981 Schedule 1, para 4 (constitution of committee)

#### **MINUTES OF MEETINGS**

The Secretary shall maintain minutes of the proceedings and resolutions of any Committee Meeting, including the names of those present at the meeting.

#### **QUORUM**

A Quorum for Committee meetings shall be two (2) Executive Members and four (4) General Members. Except in extraordinary circumstances at least seven days notice shall be given of a meeting of the Committee.

**Comment [S14]:** Req of AIA1981 Schedule 1, para 4e (Committee quorum)

In extraordinary circumstances (when less than seven days notice can be given of a meeting), the quorum shall be any three (3) Executive Members and six (6) General Members.

### **9. EXECUTIVE COMMITTEE**

#### **EXECUTIVE COMPOSITION AND ROLE**

The Executive shall consist of the President, Vice President, Secretary, Treasurer and two (2) General Members of the Committee chosen by that Committee. The Executive shall conduct the daily business and financial matters of the Club consistent with the policies determined by the Committee.

#### **EXECUTIVE QUORUM**

A Quorum for the Executive shall be the President or Secretary and two (2) other Executive members.

## 10. DELEGATION

In the conduct of the business of the Club, the Committee shall have the authority to appoint and delegate powers and duties to Sub-Committees for specific, designated tasks. These tasks can include, but are not limited to tribunals, dispute committees, or management committees. A Sub-Committee may be created in a permanent nature, or it may be created and then automatically dissolved once its task is complete. Members of Sub-Committees are not automatically considered members of the Committee; however, each Sub-Committee is to be chaired by a member of the Committee who reports on their progress.

## 11. MEMBERS' / GENERAL MEETINGS:

### TIMINGS OF MEETINGS

An Annual General Meeting shall be called by the Secretary each year between the first day of the second month and the last day of the fifth month of the Club's financial year.

Other Members' Meetings (Special General Meetings) shall be called on a motion passed at a Committee meeting. A Special General Meeting shall be called should a written request be lodged with the Secretary which clearly states the objective of the meeting, and is signed by at least forty (40) members of the Club.

### GENERAL MEETING QUORUM

A quorum for Members' Meetings shall be fifteen (15). If a quorum is not attained within thirty minutes of the scheduled time of the meeting, in the case of a meeting at members' request the meeting shall be dissolved. In the case of an Annual General Meeting, the meeting shall be adjourned to reoccur in seven days at the same time and place. Should this subsequent meeting fail to achieve a quorum, the meeting shall be adjourned to reoccur in a further seven days at the same time and place and shall require a reduced quorum of five (5).

### GENERAL MEETING AUTHORITY

A Members' Meeting shall have overriding authority in all Club matters except that no ruling can be made contrary to the provisions of the Act or the conditions of affiliation with Basketball Victoria. Preliminary deletion of this clause, and the issue of discipline of members, shall remain with the appropriate delegated bodies.

### ANNUAL GENERAL MEETINGS

The ordinary business of the Annual General Meeting shall be:

- (a) to confirm the minutes of the last preceding Annual General Meeting and of any general meetings held since that meeting;

**Comment [S15]:** Req of AIA1981 Schedule 1, para 9 (AGM Interval)

**Comment [S16]:** Req of AIA1981 Schedule 1, para 5 (AGM quorum)

**Comment [S17]:** Req of AIA1981 Schedule 1, para 5 (AGM procedure)

- (b) to receive from the Committee reports upon the transactions of the Association during the last preceding financial year;
- (c) to elect officers of the Association and the members of the Committee; and
- (d) to receive and consider the statement submitted by the Association in accordance with Section 30(3) of the Act.

Other business may be transacted with due notification of members.

All nominations for the positions of the Committee must be lodged as detailed in Clause 8.

**NOTICES OF MEETINGS**

At least twenty-ones (21) days notice of the place, time and date of a Members' Meeting shall be given by Official Forms of Communication, as defined by the Club By-Laws. This notice shall contain the Agenda items of the meeting.

**Comment [S18]:** Req of AIA1981 Schedule 1, para 6 (Notice of AGM)

**MINUTES OF MEETINGS**

The Secretary shall maintain minutes of the proceedings and resolutions of any General Meeting.

**VOTING BY PROXY**

Members are not entitled to vote by proxy: members must attend a meeting in person in order to cast a vote.

**Comment [S19]:** Req of AIA1981 Schedule 1, para 5 (AGM proxy voting)

**12. SOURCES OF FUNDS**

The funds of the Club shall be derived from: subscriptions, fees and charges as determined by the Committee; games and tournaments conducted by the Club; sponsorship; sale of Club gear and equipment; rebates from other bodies for services rendered; special events or efforts organised by club members; and, such other sources as the Committee may determine, including borrowing or investing funds and arranging security for such activities. Such activities shall be authorised by the Committee.

**Comment [S20]:** Req of AIA1981 Schedule 1, para 7 (Source of funds)

**13. FINANCE**

The assets and income of the Club shall be applied solely in furtherance of its above-mentioned objectives and no portion shall be distributed directly or indirectly to the members of the organisation except as bona fide compensation for services rendered or expenses incurred on behalf of the Club.

**Comment [S21]:** Req of AIA1981 Schedule 1, para 8 (Manner of fund management)

An audited financial statement shall be presented annually. The Auditor shall be chosen by the Committee in accordance with the requirements of the Associations Incorporation Act.

**14. SIGNING OF NEGOTIABLE INSTRUMENTS**

All cheques, drafts, bill of exchange, promissory notes and other negotiable instruments shall be signed by at least two (2) authorised members of the Committee. The Public Officer, the Treasurer and not more than three (3) additional members of the Executive Committee shall be authorised to sign on behalf of the Club in this manner.

**Comment [S22]:** Req of AIA1981 Schedule 1, para 8 (Signing of negotiable instruments)

**15. COMPETITIONS**

The Club shall have authority to conduct competitions and establish competition committees, which shall report annually to the Committee. Competitions shall be organised according to the playing regulations of the VBA except where specified in the by-laws of a particular competition.

**16. CUSTODY OF BOOKS AND OTHER DOCUMENTS:**

Except as otherwise provided in these Rules, the Secretary, or relevant officer delegated by the Committee, shall keep in their custody or under their control all books, documents and securities of the Club.

**Comment [S23]:** Req of AIA1981 Schedule 1, para 13 (Security of documents)

**17. INSPECTION OF BOOKS**

Members may inspect the books and documents of the Club, except in-camera minutes, upon written application to the Secretary.

**Comment [S24]:** Req of AIA1981 Schedule 1, para 14 (Inspection of documents)

**18. DISPOSITION OF SURPLUS ASSETS**

In the event of the Club being dissolved, the amount that remains after such dissolution and the satisfaction of all debts and liabilities shall be transferred to another organisation, or organisations with similar purposes which is not carried on for the profit or gain of its individual members. Responsibility for this disbursement rests with the members of the Committee, who shall not be dissolved until the completion of the disposition.

**Comment [S25]:** Req of AIA1981 Schedule 1, para 15 (Dissolution)

**19. COMMON SEAL**

Should one be procured, the Common Seal of the Club shall be kept in the custody of the Secretary.

Should one be procured, the Common Seal shall not be affixed to any instrument except by authority of the Executive Committee and the affixing of the Common Seal shall be attested by the signature either of two members of the Executive Committee or of one member of the Executive Committee and of the Public Officer of the Association.

**Comment [S26]:** Req of AIA1981 Schedule 1, para 12 (Common Seal)

**20. CONSTITUTION CONFIRMATION DATE**

This constitution was confirmed by majority vote at a Special General Meeting of the Vermont Vultures Basketball Club on

**LIST OF ANNEXES:**

ANNEX A – DISCIPLINE, SUSPENSION AND EXPULSION OF MEMBERS

ANNEX B – GRIEVANCE PROCEDURES

**RULES OF THE ASSOCIATION:**  
**VERMONT VULTURES BASKETBALL CLUB INC**  
**ANNEX A – DISCIPLINE, SUSPENSION AND EXPULSION OF MEMBERS**

**1. PURPOSE**

This Annex contains the Vermont Vultures Basketball Club procedures for the Discipline, Suspension and Expulsion of Members.

**2. REASON**

This Procedure outlines the process undertaken by the Club when a Member is subject to Discipline, Suspension or Expulsion as a result of an act that has been raised to the attention of the Committee.

**3. USE**

This Annex established the procedures for all parties when resolving disciplinary issues at the Club level. It allows all parties an understanding of the administrative process that will be used by the Club to resolve issues as quickly and effectively as possible. The actions taken by the Committee on behalf of the Club, and by Members themselves, are defined by this procedure.

**4. DISCIPLINE, SUSPENSION AND EXPULSION OF MEMBERS**

Subject to the Rules:

- (a) If the Committee is of the opinion that a member has refused or neglected to comply with these Rules, or has been guilty of conduct unbecoming a Member or prejudicial to the interests of the Club, the Committee may by resolution:
  - (i) fine that Member an amount not exceeding \$500; or
  - (ii) suspend that Member from membership of the Club for a specified period; or
  - (iii) expel that member from the Club.
- (b) A resolution of the Committee under sub-rule (a) does not take effect unless:
  - (i) at a meeting held in accordance with sub-rule (c), the Committee confirms the resolution; and
  - (ii) if the member exercises a right of appeal to the Club under this rule, the Club confirms the resolution in accordance with this rule.
- (c) A meeting of the Committee to confirm or revoke a resolution passed under sub-rule (a) 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 sub-rule (d).

- (d) For the purposes of giving notice in accordance with sub-rule (c), the Secretary must, as soon as practicable, cause to be given to the Member a written notice
  - (i) setting out the resolution of the Committee and the grounds on which it is based; and
  - (ii) stating that the Member, or his or her representative, may address the Committee 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
  - (iii) stating the date, place and time of that meeting; and
  - (iv) informing the Member that he or she may do one or both of the following-
    - (a) attend that meeting;
    - (b) give to the Committee before the date of that meeting a written statement seeking the revocation of the resolution;
  - (v) informing the Member that, if at that meeting, the Committee 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 Club in General Meeting against the resolution.
- (e) At a meeting of the Committee to confirm or revoke a resolution passed under sub-rule (a), the Committee must
  - (i) give the Member, or his or her representative, an opportunity to be heard; and
  - (ii) give due consideration to any written statement submitted by the Member; and
  - (iii) determine by resolution whether to confirm or to revoke the resolution.
- (f) If at the meeting of the Committee, the Committee confirms the resolution, the Member 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 Club in General Meeting against the resolution.
- (g) If the Secretary receives a notice under sub-rule (f), he or she must notify the Committee and the Committee must convene a General Meeting of the Club to be held within 21 days after the date on which the Secretary received the notice.

- (h) At a General Meeting of the Club convened under sub-rule (g)
  - (i) no business other than the question of the appeal may be conducted;  
and
  - (ii) the Committee may place before the meeting details of the grounds for the resolution and the reasons for the passing of the resolution;  
and
  - (iii) the Member, or his or her representative, must be given an opportunity to be heard; and
  - (iv) the Members present must vote by secret ballot on the question whether the resolution should be confirmed or revoked.
- (i) 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.

**RULES OF THE ASSOCIATION:**  
**VERMONT VULTURES BASKETBALL CLUB INC.**  
**ANNEX B – GRIEVANCE PROCEDURES**

**1. PURPOSE**

This Annex contains the Vermont Vultures Basketball Club Grievance Procedures.

**2. REASON**

This Grievance Procedure outlines the process undertaken by the Club when a difference of opinion occurs between Club Members in regards to Club matters.

**3. USE**

These Procedures act as a guide for all parties when resolving differences at the Club level. Although not definitive, this guide allows all parties an understanding of the administrative process that will initially be used by the Club to resolve issues as quickly and effectively as possible. The actions taken by the Committee on behalf of the Club, and by Members themselves, are not limited by these Procedures, rather they should be guided by them in the first instance.

**4. GRIEVANCE PROCEDURES**

- (a) If a participant in the Club has a grievance relating to a decision, process or penalty in a matter of the Club, or the conduct of one or more other members related to Club activities, the participant is encouraged in the first place to take the matter to the relevant person or body in a respectful manner, except in cases of alleged unethical or illegal conduct.
- (b) If the grievance is not resolved, it should be referred to the Committee, who shall consider the matter and respond within three weeks, or earlier if the nature of the grievance requires. The Committee may refer the matter to a nominated investigation committee for advice.
- (c) In reaching a conclusion the Committee shall ensure that all relevant parties have an opportunity to present their case, that due attention is paid to relevant evidence, and that no party with a vested interest in the grievance outcome has a vote concerning the grievance.
- (d) Where considered appropriate by the Committee, or requested by one party in the grievance issue, a mediator shall be appointed, who is not a party to the dispute. Any mediator appointed shall ensure that all parties have an opportunity to be heard and make written submissions. The mediator has no authority to determine the dispute, but may make proposals for consideration of the parties.
- (e) Mediation is not considered an appropriate process for resolving outcomes relating to game results or selection outcomes, though mediation may be

undertaken in regard to the processes leading to or subsequent to those results or outcomes.

- (f) If any participant is not prepared to accept the outcome of the grievance resolution process so far undertaken, then the aggrieved party may appeal to the Executive Committee, if a personal matter, or to the Committee if a matter of policy or distribution of resources. These bodies shall have the same responsibilities, processes and authority as indicated in earlier clauses.
- (g) At any point of time, an appropriate official may make a formal report for the hearing of a tribunal under the rules of Basketball Victoria, if it is considered a reportable offence may have occurred.
- (h) If a party to a grievance is still aggrieved, that party may appeal to Basketball Victoria, or otherwise seek settlement at law.