



## **Werribee Basketball Association Inc.**

ABN 13 743 366 751

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## **Constitution and Rules**

Updated: December 2019

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## **CONSTITUTION**

### **PREFACE**

With the issue of this Constitution, all previous and prior documents known as “Werribee Basketball Constitution” are revoked. Detailed herein is the Constitution of the Werribee Basketball Association (WBA).

This Constitution applies in totality to the members, delegates and Executive Committee of the WBA, shall be adhered to at all times and can only be revised by majority vote at a General or Special meeting of the membership.

Where clarification or interpretation of the constitution is required, the Executive Committee from time to time may do so.

### **1. NAME**

The name of the incorporated Association is “Werribee Basketball Association Incorporated” and is hereinafter referred to as “WBA”.

### **2. OBJECTIVES**

2.1. The **objectives** of the WBA are:

- 2.1.1. To encourage, promote, manage and control the sport of basketball in the Wyndham area;
- 2.1.2. To represent the interests of basketball and all involved in basketball within the WBA at state and national level;
- 2.1.3. To provide access for individuals to participate in the sport of basketball in the Wyndham area;
- 2.1.4. To provide individuals with opportunity to maximise their potential by competing in the highest level of basketball possible, given their own ability; and
- 2.1.5. To promote and manage grass roots basketball so as to provide a feeding ground for WBA Championship teams.

2.2. In pursuit of these objectives, the WBA will seek to:

- 2.2.1. provide support and assistance for clubs and teams in all areas of their operations;
- 2.2.2. encourage and support affiliated clubs and teams to identify talented basketballers, and foster their development;
- 2.2.3. choose and manage teams to represent the WBA;
- 2.2.4. affiliate with Basketball Victoria (hereinafter referred to as “BV”) and actively promote, foster and develop state basketball within the Wyndham area and the State of Victoria;
- 2.2.5. hear, determine, settle and resolve all disputes relating to members in connection with the WBA;
- 2.2.6. seek sponsorship for various programs and events and endorse products that will be consistent with projecting the best image of the WBA;
- 2.2.7. manage any other matters that the WBA may deem to be in the interest of the sport of basketball in the Wyndham area.

### 3. DEFINITIONS

- 3.1 In these Rules, unless the contrary intention appears:
- “**Committee**” means the Executive Committee of Management for the Association;
  - “**Financial Year**” means the year ending on 30<sup>th</sup> September
  - “**General Meeting**” means a general meeting of members convened in accordance with Rule 8;
  - “**Office Bearer**” is a person who holds a position of authority and responsibility in the association. On the WBA Executive Committee the office bearer roles are President, Vice President, Secretary and Treasurer.
  - “**Ordinary Member of the Committee**” means a member of the Committee who is not an officer of the Association;
  - “**The Act**” means *the Associations Incorporations Reform Act 2012* (Vic);
  - “**The Regulations**” means regulations under the Act
  - “**WBA**” means Werribee Basketball Association
  - “**WBL**” means Wyndham Basketball Limited
  - “**TOC-WB**” means Technical Officials Commission – Werribee Branch
  - “**Employee**” means an individual employed under the WBL, whereby income tax is paid on the individual's behalf by the WBL to the Australian Taxation Office (ATO)
  - “**Individual Agreement**” means a contractual agreement between an individual and the WBA or WBL.
  - “**Probationary Member Club**” means a new club that does not yet have the necessary association governance in place, as required by the WBA and/or Consumer Affairs Victoria.
  - “**Affiliated Member Association**” is an established club with the necessary association governance in place, as required by the WBA and/or Consumer Affairs Victoria. The minimum number of teams for an Affiliated Member Association is four (4).
  - “**WBA Committee**” means a committee that is managed under this document, namely the Executive Committee, Championship Committee and TOC
- 3.2 In these Rules, a reference to the Secretary of the Association is a reference:
- (a) Where a person holds office under these Rules as Secretary of the Association – to that person; and
  - (b) In any other case, to the Public Officer of the Association.
- 3.3 Words or expressions contained in the Rules shall be interpreted in accordance with the provisions of the *Interpretation of Legislation Act 1984* (Vic) and the Act as in force from time to time.

### 4. MEMBERSHIP

#### Eligibility and Membership Categories

- 4.1. The membership categories of the WBA are:-
- 4.1.1. Life Members;
  - 4.1.2. Ordinary Members
- 4.2. Any person who:
- 4.2.1. Supports the objectives of the WBA; and
  - 4.2.2. Agrees to comply with the Code of Conduct of WBA; and

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- 4.2.3. Wishes to field a team or teams in basketball competitions conducted by WBA or its nominated representative or Officiate or Coach

is eligible for membership.

- 4.3. In Rule 4.2 “person” includes an individual, incorporated body or unincorporated body, and part of an incorporated body, subject to Rule 4.4
- 4.4. An unincorporated body, of part of an incorporated body may only become a member by nominating an individual or incorporated body to act as a member on its behalf
- 4.5. In this Constitution, unless the contrary intention appears, “member” includes an unincorporated body, or part of an incorporated or unincorporated body that is represented by an individual in accordance with Rule 4.4

### Interpretation

- 4.6. Application for membership must be:
  - 4.6.1. In writing, in such form as WBA may from time to time prescribe, stating that the applicant:
    - 4.6.1.1. Wishes to become a member of WBA;
    - 4.6.1.2. Supports the objectives of WBA;
    - 4.6.1.3. Agrees to comply with any of conduct or regulations of WBA;
    - 4.6.1.4. Undertakes to pay such fees as WBA may from time to time require; and
    - 4.6.1.5. Wishes to field a team or teams in basketball competitions conducted by WBA or its appointed representative
  - 4.6.2. Signed by the applicant

### Approval of Application for Membership

- 4.7. The Executive must:
  - 4.7.1. Approve or reject the application; and
  - 4.7.2. Notify the applicant whether the application has been approved or rejected
- 4.8. If the Executive accepts the application:
  - 4.8.1. The applicant becomes a member from the date of the Board meeting; and
  - 4.8.2. The name and address of the new member and the date of becoming a member must be entered in the register of members
- 4.9. If the Executive rejects the application, it must return the subscription to the applicant
- 4.10. The Executive may delegate its powers to approve or disapprove an application for membership

### Life Members

Life Members of the WBA may be elected at the Annual General Meeting by a three-fourths (75%) majority of those present and entitled to vote, provided that written notice of nomination for such election shall have been given to the Secretary of the WBA at least 7 calendar days prior to the meeting, and the nomination reviewed and endorsed by the WBA Executive Committee prior to the Annual General Meeting.

- 4.11. Life membership shall be restricted to those whose service to basketball and the WBA has been worthy of the highest honour.

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- 4.12. The Executive Committee shall present a written report to the Annual General Meeting on the services of any nominee together with its recommendations as to the suitability for the honour.
- 4.13. By resolution of a three-fourths majority of those present and entitled to vote at an Annual General Meeting of the WBA, life membership may be cancelled.
- 4.14. Life members shall be granted the privileges of free admission to all functions held by the WBA and the right to attend and vote at the Annual General Meeting.
- 4.15. Life members shall be awarded a badge of appropriate design.

### Subscriptions

- 4.16. The Executive must by regulation set the subscription
- 4.17. The amount of the subscription and the date for payment may vary according to criteria set by the Executive in the regulation
- 4.18. The voting and other rights of members who have not paid the subscription by the date of payment are suspended until the subscription is paid

### Right s and Obligations

- 4.19. The rights of members are not transferable, and end when the member cease to be a member in accordance with Rules of Resignation
- 4.20. By joining WBA and remaining members, members agree:
  - 4.20.1. To support the objectives of WBA;
  - 4.20.2. To comply with any code of conduct adopted by WBA; and
  - 4.20.3. To comply with any regulations promulgated by WBA
- 4.21. These Rules constitute an enforceable contract between WBA and each member

### Resignation

- 4.22. A member may resign by writing to WBA
- 4.23. Members whose subscriptions are more than one year in arrears are taken to have resigned
- 4.24. Members who breach the code of conduct are taken to have resigned, subject to Rules of Cessation

### Discipline

- 4.25. The Executive may by resolution passed by an absolute majority suspend or expel a member for:
  - 4.25.1. Failing to comply with the rules or regulations; or
  - 4.25.2. Causing a detriment to WBA
- 4.26. The Executive must not pass a resolution under Rule 4.25 unless the member has been :
  - 4.26.1. Informed of what it is alleged the member has done; and

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4.26.2. Given a reasonable opportunity to be heard

4.27. WBA may not fine members, but may charge fees for costs reasonable incurred as a result of a member failing to comply with WBA's rules or regulations

### Cessation

4.28. Members cease to be members:

4.28.1. On resignation, expulsion or ceasing to have legal capacity; and

4.28.2. In the case of members nominated to act on behalf of an unincorporated body, or part of an incorporated or unincorporated body under Rule 4.4 – when another member is nominated;

4.28.3. In the case of members who are not members in their own right – when another member is nominated

4.29. If a member ceases to be a member, the date of ceasing to be a member must be entered in the register of members

### Register of Members

4.30. The Executive must ensure that a register of members is kept as required by the Act in which they are entered:

4.30.1. The name of each member;

4.30.2. The address for notice last given by the member;

4.30.3. The date of becoming a member; and

4.30.4. In the case of former members – the date of ceasing to be a member

### Grievance Procedure

4.31. The grievance procedure set out in these Rules applies to disputes under the Rules between:

4.31.1. A member and another member; and

4.31.2. A member and the Executive of WBA

4.32. In Rule 4.31 “member” includes a former member taken to have resigned under Rule 4.24; who:

4.32.1. Disputes having breached the code of conduct or the regulations; and

4.32.2. Wishes to be reinstated as a member

4.33. The parties must first attempt to resolve the dispute themselves

4.34. If the parties are unable to resolve the dispute, the Executive must appoint a mediator

4.35. The mediator:

4.35.1. Must not have a personal interest in the dispute

4.35.2. Must not be biased in favour or of against any party;

4.35.3. May be a member or former member; and

4.35.4. If possible, must be appointed with the agreement of all parties

4.36. The mediator must conduct a hearing at which each party is given a reasonable opportunity to be heard

4.37. The mediator may during, and must at the end of, the hearing attempt to resolve the dispute by agreement between the parties

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4.38. If the mediator is unable to resolve the dispute by agreement between the parties, the mediator must determine the respective rights and obligations under these rules of the parties and any other members

4.39. A determination of a mediator under Rule 4.38 is binding on the parties and all members

4.40. A party may appoint another person to act on its behalf in the grievance procedure

### Junior Domestic Clubs

4.41. Junior Domestic Clubs shall consist of Junior Domestic Teams that participate in the WBA Junior Domestic Competition as operated by WBL in collaboration with the Domestic committee.

4.41.1. A registered club shall be deemed a club that is financial at least one (1) calendar month prior to the Annual General Meeting.

4.41.2. A registered club must maintain a current list of all its office bearers, their contact details and a list of teams with the Secretary of the WBA.

4.41.3. They must also submit a list of delegates for each vote they are to receive as per Clause 8.2.

4.41.4. Only Affiliated Member Associations may vote at the AGM. Probationary Member Clubs are not eligible to vote.

### Senior Domestic Teams

4.42. Senior Domestic Teams are teams that participate in the WBA Senior Domestic Competition.

4.42.1. A registered team shall be deemed a team that is financial at least one calendar month prior to the Annual General Meeting.

4.42.2. A registered team must submit their current contact details to the Secretary of the WBA

4.42.3. They must also submit a delegates name for each vote they are to receive as per Clause 8.2

### The Championship Program

4.43. The Championship Program consists of teams that represent the WBA in basketball competitions not operated by the WBA.

4.43.1. They must also submit a delegates name for each vote they are to receive as per Clause 8.2

### Conditions of Membership

4.44. The conditions of membership other than those already stipulated :

4.44.1. That all clubs submit to the WBA for approval prior to affiliation being granted, a copy of the Constitution of the club and subsequent updates.

4.44.2. The Secretary of each Junior Domestic Club shall keep and maintain a register of members in which shall be entered the full name and address of each member and the register shall be available for inspection by the Secretary of the WBA.

4.44.3. That the Championship committee shall, on behalf of their teams, maintain a register of members in which shall be entered the full name and address of each member and the register shall be available for inspection by the Secretary of the WBA.

4.44.4. That all clubs or teams shall operate and manage its affairs in a manner that will not discredit the sport of basketball. They shall conduct themselves in accordance with the policies of Basketball Victoria and the WBA.



## **5. OFFICE BEARERS**

- 5.1. The following shall be the Office Bearers of the WBA;
  - 5.1.1. President;
  - 5.1.2. Vice-President;
  - 5.1.3. Secretary;
  - 5.1.4. Treasurer
- 5.2. The Office Bearers and the other members of the Executive Committee shall be elected for a two (2) year term and shall continue to hold office until their successors have been duly elected at the relevant Annual General Meeting after their election. Retiring members of the Executive Committee are eligible for re-election.
- 5.3. All applicants for positions of an Office Bearer shall hold a current Working with Children Check card.
- 5.4. Office Bearers of the WBA shall by default become Directors in Wyndham Basketball Limited, the proprietary limited company responsible for the management and finances of the domestic competitions, subject to passing reference and background checks.

## **6. EXECUTIVE COMMITTEE**

- 6.1. The Executive Committee shall consist of;
  - 6.1.1. Office Bearers of the WBA;
  - 6.1.2. Domestic Chairperson;
  - 6.1.3. Championship Chairperson;
  - 6.1.4. TOC-WB Chairperson;

In the event that the relevant Chairperson, referred to at 6.1.2, 6.1.3 and 6.1.4 above, is unable to attend a meeting, they may be represented by a member of the same committee.
- 6.2. The Executive Committee shall be responsible for the strategy and day-to-day management of the business and funds of the WBA.
  - 6.2.1. In the event that an immediate decision must be made on behalf of the WBA, and it is not possible or practical to convene a meeting, three (3) members of the Executive (one of which must be either the President or Vice President), may make a decision on behalf of the WBA.
  - 6.2.2. This decision is then required to be ratified at the next Executive Committee meeting.
- 6.3. The Executive Committee shall meet a minimum of ten (10) times each year.
  - 6.3.1. Minutes shall be kept of all Executive Committee Meetings and passed at each subsequent meeting.
- 6.4. The Executive Committee may co-opt individuals with particular expertise in a non-voting capacity as required.
- 6.5. Four (4) members shall form a quorum at all meetings of the Executive Committee.
- 6.6. At any meeting of the Executive Committee, each member present shall be entitled to one (1) vote. All votes shall be of equal value. The Chairperson of the meeting shall in the case of equality have a casting vote.
- 6.7. The office of an Office Bearer of the WBA or a member of the Executive Committee or Championship Committee becomes vacant if the Office Bearer, or member:

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- 6.7.1. Becomes insolvent under administration within the meaning of the companies code;
  - 6.7.2. Resigns from office by notice, in writing, to the Secretary of the WBA;
  - 6.7.3. Dies or becomes infirm; or
  - 6.7.4. In the opinion of the Executive Committee, conducts themselves in a manner contrary to the best interests of basketball. In this case, a member of the Executive Committee shall raise a no confidence motion, to be voted on by the remaining Executive Committee members as per standard voting rules.
- 6.8. In the event of a casual vacancy of an Office Bearer of the WBA or a member of the Executive Committee or Championship Committee, the Executive Committee may fill the vacancy and the person so appointed shall hold office subject to these rules until the next Annual General Meeting at which time the vacancy shall be filled by election.
- 6.9. In the event a public statement is to be made on behalf of the association, it shall be made by the President or in their absence, the Vice President.
- 6.10. Minutes of meetings of the Executive Committee and Championship Committee may contain confidential and sensitive information, and are therefore not shared with members, other than current committee members of the respective committee.

## **7. NOMINATIONS FOR OFFICE BEARERS AND EXECUTIVE COMMITTEE**

### **7.1. Nominations**

- 7.1.1. Nominations for Office Bearers, Executive Committee and Championship Committee members shall be made in writing by a WBA member on the approved form and lodged with the Secretary of the WBA at least seven (7) calendar days before the date of the Annual General Meeting.
- 7.1.2. Nominations for Office Bearers, Executive Committee and Championship Committee members must agree to the committee member declaration, which includes holding a current Working with Children Check card at all times.
- 7.1.3. Nominations for Chairperson for the TOC-WB must currently hold a Full Membership of the TOC-WB.
- 7.1.4. Employees or persons on an Individual Agreement may not nominate for or hold a position on any WBA Committee, for the period of their agreement.
- 7.1.5. Employees or persons on an Individual Agreement may not nominate for or hold a position on any WBA Committee, for a minimum period of three (3) years after the end date of their agreement. Exemptions may be granted by the Executive Committee, based on past performance
- 7.1.6. Nominees for Office Bearers, Executive Committee and Championship Committee members must be at least eighteen (18) years of age as at the date of the AGM.

### **7.2. Written Consent**

- 7.2.1. The written consent of the person nominated is to be lodged with the Secretary of the WBA at the same time as nomination.

### **7.3. Other Positions**

- 7.3.1. If a person nominated for a position as an Office Bearer is defeated in that election, they may be nominated at the Annual General Meeting for any other position that is at that time not determined.

### **7.4. Insufficient Nominations**

- 7.4.1. In the event of insufficient nominations being received for a particular office, nominations may be called from the floor at the Annual General Meeting after all other elections take place. Either written or verbal consent of the person being nominated is required at the meeting.

## **8. ANNUAL GENERAL MEETING OR SPECIAL MEETING**

### **8.1. Meeting Types & Scheduling**

- 8.1.1. An Annual General Meeting or Special Meeting must be called at least one calendar month prior to the scheduled date of the meeting
- 8.1.2. The Annual General Meeting of the WBA shall be held no later than five (5) calendar months into the new financial year on such days and such places as the Executive Committee shall determine, provided that members are advised of the date and venue one (1) calendar month prior to the meeting
  - 8.1.2.1. The ordinary business of the Annual General Meeting shall be;
    - 8.1.2.1.1. To confirm the minutes of the preceding Annual General Meeting and of any Special Meeting held since that Annual General Meeting;
    - 8.1.2.1.2. To receive from the Executive Committee, reports upon the transactions of the WBA during the preceding financial year including;
      - a) Statement by Office Bearers;
      - b) Presidents Report;

- c) Financial Report (including Treasurer Statement, Profit & Loss, Balance Sheet
- d) Domestic Report;
- e) Championship Report; and
- f) TOC-WB Report.

8.1.2.1.3. To elect the office bearers of the WBA and other members as per clause 7.1;

8.1.2.1.4. To receive and consider the statement submitted by the WBA in accordance with Section 30(3) of the *Associations Incorporations Reform Act 2012* (Vic);

8.1.2.1.5. To transact any other business of which notice in writing shall have been given to the Secretary of the WBA at least 14 calendar days prior to the date of the meeting;

8.1.2.1.6. The Secretary of the WBA shall give 7 calendar days' notice of the Agenda to members and officer bearers;

8.1.2.1.7. All members of the WBA shall be entitled to attend the Annual General Meeting. Only nominated delegates shall be entitled to vote. Voting nominations (plus one alternative delegate, should a nominated delegate be unable to attend) must be submitted to the WBA Secretary within 7 calendar days of the meeting.

8.1.2.1.8. Any proposed changes to this Constitution must be provided to members at least 21 calendar days prior to the date of the Annual General Meeting.

8.1.3. A quorum of at least 20 people entitled to vote, is required at an Annual General Meeting or Special Meeting

8.1.4. A Special Meeting of the WBA shall be held at such time and place, as the Executive Committee shall determine. A Special Meeting may also be called on the written request of the Executive Committee or by twenty percent of clubs and teams duly registered and eligible to vote. In either event, the Secretary of the WBA shall give notice of at least one (1) calendar month to all members of the WBA. The only business to be transacted at that meeting is that which was stated at the time the meeting was requested.

## 8.2. Voting Rights

8.2.1. All members are entitled to vote at general meetings except those whose voting rights have been suspended under Rules of Approval of Application of Membership and Rule 4.25

8.2.2. Unless a poll is demanded, voting is by show of hands

8.2.3. Voting by clubs and teams at the Annual General Meeting and Special Meetings of the WBA shall be in accordance with the following weighted voting system:

1 Vote	2 Votes	3 Votes	4 Votes	5 Votes	6 Votes	7 Votes	8 Votes	9 Votes	10 Votes
	Junior Domestic Clubs 4-10 teams	Junior Domestic Clubs 11-20 teams	Junior Domestic Clubs 21-30 teams	Junior Domestic Clubs 31-40 teams	Junior Domestic Clubs 41-50 teams	Junior Domestic Clubs 51-60 teams	Junior Domestic Clubs 61-70 teams	Junior Domestic Clubs 71-80 teams	Junior Domestic Clubs 81-90 teams ...and so on
Senior Domestic Teams			Championship Committee Members						

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Life Members & Individual Executive Committee Members			TOC – WB						
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- 8.2.4. An individual member, excluding the Chairperson in the event of a deliberative vote, may not have more than one (1) vote.
- 8.2.5. Voting rights at an Annual General Meeting or Special Meeting shall be exercised for clubs, teams or programs by delegates nominated by that body:
  - 8.2.5.1. Junior domestic clubs, voting rights are provided to current committee members or life members of that club, however may be delegated to a nominated member from that club
  - 8.2.5.2. Senior domestic teams (as registered in the current season), voting rights are provided to the team delegate, however may be delegated to a registered player in that team
  - 8.2.5.3. Life Members as per WBA life member register
  - 8.2.5.4. Executive Committee voting rights may only be provided to current committee members
  - 8.2.5.5. Championship Committee voting rights are provided to current committee members, however may be delegated to a nominated member from the VJBL or Big V program.
  - 8.2.5.6. TOC-WB voting rights are provided to current committee members, however may be delegated to a nominated member from the TOC.
- 8.2.6. No proxy votes will be allowed at any meeting of the WBA

### 8.3. Elections of Executive / Championship Committee / Domestic Chair / TOC-WB Chair

All elections shall be carried out by ballot in the following order;

Position	Election period	Term
President – Executive	Odd-year	2 years
Vice President – Executive	Even-year	2 years
Secretary – Executive	Odd-year	2 years
Treasurer – Executive	Even-year	2 years
Domestic Chairperson	Even-year	2 years
TOC-WB Chairperson	Even-year	2 years
Championship Chairperson	Odd-year	2 years
Championship Vice Chairperson	Even-year	2 years
Championship Secretary	Even-year	2 years
Championship Treasurer	Odd-year	2 years
Championship Committee Members (5 max)		1 year
Tribunal Secretary		1 year
Any positions as per clause 6.4 if required		

## 9. DUTIES OF EXECUTIVE COMMITTEE MEMBERS

Position descriptions specific to roles shall be provided however in general the duties are:

### 9.1. President

At all Executive Meetings, Annual General Meetings and Special Meetings of the WBA the President shall be Chairperson. In the absence of the President the Vice President shall be Chairperson.

### 9.2. Vice President

It shall be the duty of the Vice President to represent the Executive Committee in ensuring that the activities of the Delegated Bodies be conducted in the best interests of the WBA.

### 9.3. Secretary

It shall be the duty of the Secretary of the WBA to attend all meetings of the WBA. They shall conduct all correspondence of the WBA, keep a record of all reports from committees, and distribute reports from the Executive Committee to members in appropriate time and schedule meetings of the WBA and the Executive Committee.

### 9.4. Treasurer

The Treasurer shall create and maintain a budget for all WBA approved accounts and Delegated Bodies. They shall keep or oversee correct accounts of all monies received or disbursed, maintain cost control procedures and shall produce financial statements for all Executive and Annual General Meetings.

**9.5. Domestic Chairperson**

The Domestic Chairperson shall be responsible for chairing meetings of the Domestic Committee. They shall ensure that their committee acts in accordance with the WBA Constitution and Rules and By Laws.

**9.6. Championship Chairperson**

The Championship Chairperson shall be responsible for chairing meetings of the Championship Committee. They shall ensure that their committee acts in accordance with the WBA Constitution and Rules and By Laws. The Championship Committee will consist of Chairperson, Secretary, and a maximum of five (5) ordinary members

**9.7. Technical Officials Commission – Werribee branch**

The TOC-WB shall be responsible for the training, recruitment, retention and provisioning of officials for all designated games conducted under the umbrella of the WBA.

**10. DELEGATED BODIES**

10.1. At its discretion and subject to its overall supervision, the WBA shall delegate elements of the promotion and management of the sport of basketball in the following format and to the following committees or bodies:

10.1.1. Championship Committee, as elected at the Annual General Meeting of the WBA, to oversee fundraising and events for the championship program and provide support for program operations;

10.1.2. TOC-WB to adjudicate the game of basketball under the rules dictated by the BV-TOC and the WBA By-Laws.

10.1.3. WBL Staff (headed by WBA General Manager) to manage the business operations and program operations of the WBA.

10.2. The rights, responsibilities and modes of these delegated bodies shall be set out in the relevant committee charters.

10.3. Delegated bodies operate under the WBA's incorporation status and do not require independent corporate status.

10.4. Delegated bodies operate under the WBA Constitution, Rules & By Laws and do not require independent Constitutions and By-Laws.

10.5. Delegated bodies shall present written reports to the Executive Committee at each Executive Committee Meeting.

**11. BANKING**

11.1. All monies of the WBA shall be deposited in accounts in such bank as shall be approved by the Executive Committee and all payments operating on the accounts shall be authorised by any two of the following; President, Vice President, Secretary or Treasurer.

**12. FUNDS OF THE ASSOCIATION**

12.1. The Financial Year shall commence on the 1st day of October of each year and end on the 30th day of September the following year.

12.2. The funds of the WBA shall be derived from competition fees, sponsorship, donations and such other sources as WBA or Executive Committee so determines.

### **13. NOTICES**

- 13.1. All notices shall be made in writing.
- 13.2. A notice required under this Constitution or the Rules & By Laws to be served by or on behalf of the WBA may be served personally or by sending it by post to the last known address or by facsimile or e-mail or other electronic means.
- 13.3. Where a document is properly addressed, pre-paid and posted, the document shall, unless the contrary is proved, be deemed to have been delivered at the time at which the document would have been delivered in the ordinary course of post.
- 13.4. Where a document is sent by facsimile or by e-mail or other electronic means it shall be deemed to have been delivered in the ordinary course of time for delivery by that means
- 13.5. Where the time for giving notice under this Constitution falls on a non-business day, the notice shall be required to be given by the next business day.

### **14. REFERENCES**

- 14.1. No written references will be provided by the WBA or WBL, however a written Statement of Employment will be provided on request.

### **15. CONSTITUTION**

- 15.1. No alterations shall be made to this Constitution except by special resolution at an Annual General Meeting or by a Special Meeting of the WBA duly called for that purpose.
- 15.2. No alteration shall be made to the Constitution of the WBA except in accordance with the Associations Incorporation Reform Act 2012 (Vic), whereby a resolution will be passed, under section 66(4), if not less than three quarters of the members of the WBA voting at the meeting vote, in favour of the resolution..
- 15.3. If the special resolution is passed, then the new Constitution becomes effective immediately once the meeting is adjourned.

### **16. COMMON SEAL**

- 16.1. The Common Seal of the WBA shall be kept in the custody of the Secretary of the WBA;
- 16.2. The Common Seal shall not be affixed to any instrument except by the authority of the Executive Committee of the WBA and the signature of two members of the Executive Committee shall attest the affixing of the Common Seal

### **17. UNFORSEEN MATTERS**

- 17.1. Should any matter arise for which provision has not been made in the Constitution, the Executive Committee shall take such action as is necessary to protect the interests of the WBA.

### **18. CUSTODY OF RECORDS**

- 18.1. Except as otherwise provided in this Constitution, the Secretary of the WBA shall keep in custody or under control all books, documents and securities of the WBA.



## **19. CONTRACTS**

- 19.1. Only Office Bearers of the WBA are authorised to sign contracts on behalf of the WBA by the authority of the Executive Committee of the WBA and the signature of two members of the Executive Committee.
- 19.2. If authority is delegated, then this must be agreed by the Executive Committee and documented in writing, and in such cases the Office Bearers remain accountable overall.

## **20. WINDING UP**

- 20.1. In the event of a winding up or the cancellation of the incorporation of the WBA, the assets of the WBA shall be disposed of in accordance with the provisions of the *Associations Incorporations Reform Act 2012* (Vic).