

RULES OF NORTHS GUNGAHLIN BASKETBALL CLUB INC.

ABN 64 396 780 076

**AN ASSOCIATION INCORPORATED UNDER THE *ASSOCIATIONS INCORPORATION
ACT 1991 (ACT)***



These Rules replace any previous Constitution or Rules of Norths Gungahlin Basketball Club Incorporated.

Adopted at Special General Meeting on the 25th day of February 2018



Level 6, 60 Marcus Clarke Street, Canberra ACT 2601
GPO Box 2709, Canberra ACT 2601
DX 5750, Canberra City ACT
Telephone +61 2 6262 6922 Fax +61 2 9232 1004

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PART 1 – PRELIMINARY

1. NAME

The name of the Club is “Norths Gungahlin Basketball Club Incorporated, hereafter referred to as “the Club”.

2. DEFINITIONS

In these Rules, unless a contrary intention appears:

- (a) “ACT” means the Australian Capital Territory.
- (b) “Act” means the *Associations Incorporation Act 1991* (ACT) and includes the *Associations Incorporation Regulation 1991* (ACT).
- (c) “Committee” means the Executive Committee established to manage the Club under Part 4 of these Rules.
- (d) “Committee Meeting” means a meeting of the Executive Committee of the Club.
- (e) “Common Seal” means the Common Seal of the Club as provided for in rule 34.
- (f) “Financial Year” means the year commencing from the first of October in each year and ending on the last day of September of the following year.
- (g) “General Meeting” means an Annual General Meeting or Special General Meeting of the Club.
- (h) “Objects” means the Objects of the Club as set out in rule 5.
- (i) “Public Officer” has the meaning given to it by the Act.
- (j) “Rules” means these rules of the Club.
- (k) “Secretary” means the person holding office under these Rules as Secretary of the Club or, if no such person holds that office, the Public Officer of the Club.
- (l) “Special Resolution” has the meaning given to it by section 70 of the Act.
- (m) “State Association” means ACT Basketball Incorporated (trading as Basketball ACT).
- (n) “Voting Member” means a Playing Member, Associate Member, or the parent or guardian of a Junior Playing Member exercising the voting rights of that Junior Playing Member.

3. VISION

To be the basketball club of choice in the Gungahlin region and surrounding areas, recognised for its supportive and safe environment, quality basketball coaching and administration.

4. PHILOSOPHY

To improve the physical, social and mental wellbeing of all through the encouragement and promotion of active participation in the sport of basketball.

5. OBJECTS

The Club is established solely for the Objects. The Objects of the Club are to:

- (a) Promote, advance foster and cultivate the game of basketball throughout Gungahlin and surrounding areas;
- (b) Advance the operations and activities of the Club throughout Gungahlin and surrounding areas;
- (c) Act, at all times, on behalf of and in the interest of the Members;
- (d) Affiliate and otherwise liaise with the State Association of which the Club is a member and adopt their rules and policy frameworks to further these Objects;
- (e) Engage with other members of the State Association in the promotion and development of or otherwise in relation to basketball;
- (f) Have regard to the public interest in its operations; and
- (g) Engage in such other activities, whether of a like nature or not, as may be, from time to time, permitted by law and determined by the Committee to be in the best interests of the Club.

PART 2 – RULES AND POWERS OF CLUB

6. POWERS OF THE CLUB

The powers of the Club include but are not limited to:

- (a) The acquisition, holding and disposal of real or personal property;
- (b) Opening and operation of accounts with financial institutions;
- (c) Securing the repayment of money raised or borrowed, or the payment of a debt or liability;

- (d) Investment of its moneys in any security in which trust moneys may lawfully be invested;
- (e) Raising and borrowing money on the terms and in the manner it considers appropriate;
- (f) Appointment of agents to transact business on its behalf; and
- (g) Entering into any other contract it considers necessary or desirable.

7. EFFECT OF RULES

These Rules and any By-Laws made under the Rules bind every Member and the Club to the same extent as if every Member and the Club had signed and sealed these Rules and agreed to be bound by them.

8. INCONSISTENCY BETWEEN RULES AND THE ACT

If there is any inconsistency between these Rules and the Act, the Act prevails.

PART 3 – MEMBERS

9. CATEGORIES OF MEMBERSHIP

9.1 Categories Generally

The categories of membership of the Club shall be Playing Member, Junior Member, Associate Member and Life Member as defined in this rule 9, and any other category of membership that may be determined by the Committee. Each category of Member shall be entitled to such privileges as the Committee may determine from time to time.

9.2 Playing Members

A Playing Member shall be any person who has officially played for the Club in a State Association managed basketball competition during the 12 month period before the conclusion of an Annual General Meeting, and is not a Junior Playing Member.

9.3 Junior Playing Members

A Junior Playing Member:

- (a) Shall be any person who is under the age of 18 years and has officially played for the Club in a State Association managed basketball competition during the 12 month period before the conclusion of an Annual General Meeting; and
- (b) Shall not be entitled to any voting rights. The voting rights of a Junior Playing Member pass over to the parent or guardian of that Junior Playing Member.

9.4 Associate Members

Associate Members are:

- (a) Coaches, managers, officials and other administrators appointed under the Club's By-laws during the 12 month period before the conclusion of an Annual General Meeting; or
- (b) Current members of the Committee who are not Playing Members.

9.5 Life Members

- (a) Any Member may nominate an individual who has rendered distinguished service to the Club for a period of at least ten (10) years to be appointed as a Life Member. Such nomination must:
 - (i) Be in writing in the form determined by the Committee from time to time; and
 - (ii) Set out the reasons why, in the opinion of the nominator, the nominee should be considered for appointment as a Life Member.
- (b) Nominations for appointment as Life Member are to be considered by the Committee at their next meeting held after the nomination is received.
- (c) In its absolute discretion, and without the need to give reasons for doing so, the Committee may recommend the nomination, or decide not to recommend or submit the nomination, to the next Annual General Meeting for approval.
- (d) A nominee is appointed as Life Member if:
 - (i) The Committee recommends that the nominee be appointed as Life Member; and
 - (ii) The recommendation is approved by a majority of three-quarters of voting Members present at the Annual General Meeting at which the recommendation is considered.
- (e) No more than two (2) Life Members shall be appointed at any one Annual General Meeting.
- (f) A nominee must accept or reject the Club's resolution in writing, upon which acceptance the nominee's details shall be entered upon the register, and from the time of entry on the register the nominee shall be a Life Member.
- (g) The appointment of a Life Member may be cancelled by a Special Resolution.

- (h) Appointment as Life Member is not transferable.
- (i) Life Members may attend General Meetings but do not have voting rights.

10. APPLICATION FOR MEMBERSHIP

10.1 Applications

An application for membership of the Club must be:

- (a) From the applicant or his or her nominated representative and lodged with the Club;
- (b) In writing and in the form prescribed by the Committee from time to time; and
- (c) Accompanied by the appropriate fee.

10.2 Playing Members and Junior Playing Members

A person when registering online with the State Association as a player playing for the Club and having paid all fees due and payable required through that registration will become a member of the Club upon acceptance of the terms and conditions of that registration.

10.3 Associate Members

An Associate Member may apply for membership in writing in the form prescribed from time to time by the Committee.

10.4 Discretion to Accept or Reject Application

- (a) The Committee in its absolute discretion and without providing any reason for its decision, may accept or reject any application whether the applicant has complied with the requirements of this rule 10 or not.
- (b) Where the Club rejects an application for Club membership, it shall refund any Club fees forwarded with the application and the application shall be deemed rejected by the Club.

11. MEMBERSHIP PERIOD

11.1 Membership Periods Generally

- (a) Membership is valid from the time of acceptance of an application for membership of the Club to the conclusion of the next Annual General Meeting of the Club, subject to the provisions of rule 13.

- (b) For the avoidance of doubt, the membership of any Playing Member who is not presently registered for and competing in a State Association managed basketball competition at the time of an Annual General Meeting shall expire at the conclusion of that meeting, and that person's membership will be taken to have ceased pursuant to subrule 13.1(a).

11.2 Life Memberships

Subject to subrule 9.5(g), the appointment of a Life Member is perpetual.

12. NON-TRANSFERABILITY

A right, privilege, or obligation of a person accrued by virtue of his or her membership of the Club:

- (a) Is not capable of being transferred or transmitted to another person; and
- (b) Terminates upon suspension or cessation of his or her membership.

13. CESSATION OF MEMBERSHIP

13.1 Cessation

A person ceases to be a Member if the person:

- (a) Fails to renew their membership of the Club;
- (b) Resigns from membership of the Club in accordance with rule 14;
- (c) Is a Playing Member or Junior Playing Member and transfers from the Club to play basketball for another club;
- (d) Is expelled from the Club;
- (e) In the opinion of the Committee, has clearly evinced an intention no longer to play for, or participate in the activities of, the Club; or
- (f) Dies.

13.2 Removal of Name

Upon any of the conditions of rule 13.1 being satisfied, the Secretary shall remove the name of the Member from the register of members, whereupon that person ceases to be a Member.

13.3 Effect of Cessation

Any Member for whom any of the conditions contained in subrules 13.1(a), (b), (c), (d), or (e) are satisfied:

- (a) Shall not be relieved from his or her obligation to pay any moneys due or payable by them to the Club at the time of such condition being satisfied, nor shall they be exempted from any punishment or penalty in any way arising from or connected with their conduct prior to the satisfaction of the condition; and
- (b) Shall forthwith return to the Secretary all property of the Club they may have in their possession.

13.4 Powers of Committee

The Committee may, in its absolute discretion:

- (a) Restore the membership of a former Member who failed to renew his or her membership of the Club, upon payment of any arrears, whereupon the former Member shall rain all previous rights of membership of the Club; or
- (b) Refuse to refund part or all of a membership fee to any Member who resigns or any person who withdraws an application for membership.

14. RESIGNATION OF MEMBERSHIP

14.1 Resignation

- (a) A Member who has paid all amounts payable by the Member to the Club may resign from his or her membership of the club by giving notice of not less than two (2) weeks (or, if the Committee has determined a shorter period, that period) in writing to the Secretary of the Member's intention to resign.
- (b) At the end of the notice period provided for in subrule 14.1(a), the person ceases to be a Member.

15. LIMITATION OF LIABILITY

15.1 Members

The liability of a Member to contribute towards the payment of the debts and liabilities of the Club or the costs, charges, and expenses of the winding up of the Club is limited to the amount, if any, unpaid by the Member in respect of his or her membership of the Club.

15.2 Committee

Each Member:

- (a) Acknowledges that no matter or thing done or omitted by the Committee (including the exercise of its powers in relation to its consideration of any complaint as provided for by rule 16) subjects the Committee or the Club to any liability; and
- (b) Hereby releases the Club and the Committee from any such liability.

16. DISCIPLINING OF MEMBERS

16.1 Powers of Committee to Discipline Members

If the Committee is of the opinion that a Member:

- (a) Has persistently refused or neglected to comply with a provision of these Rules; or
- (b) Has persistently and wilfully acted in a manner prejudicial to the interests of the Club; then,

the Committee may, at a Committee Meeting, resolve by resolution of Committee members present to:

- (c) Expel the Member from the Club; or
- (d) Suspend the Member from enjoyment of such of his or her rights and privileges of membership of the Club as the Committee may decide for a specific period.

16.2 Effect of Resolution

- (a) A resolution of the Committee made under rule 16.1 is of no effect unless the Committee, at a meeting held not earlier than 14 days and not later than 28 days after service on the Member of a notice under rule 16.3, confirming the resolution in accordance with this rule 16.
- (b) If the Committee passes a resolution under rule 16.1, the Secretary must, as soon as practicable, serve a written notice on the Member:
 - (i) Setting out the resolution of the Committee and the grounds on which it has been made;

- (ii) Stating that the Member may address the Committee at a meeting to be held not earlier than 14 days and not later than 28 days after service of the notice;
- (iii) Stating the date, place and time of that meeting; and
- (iv) Informing the Member that he or she may do either or both of the following:
 - (A) Attend and speak at the meeting.
 - (B) Submit to the Committee at or before the date of that meeting written representations relating to the resolution.
- (c) Subject to the Act, at a meeting of the Committee held pursuant to subrule 16.2(a), the Committee must:
 - (i) Give to the Member mentioned in rule 16.1 an opportunity to make oral representations;
 - (ii) Give due consideration to any written representations submitted to the Committee by that Member at or before the meeting; and
 - (iii) Resolve by simple majority whether to confirm or revoke the resolution of the Committee made under rule 16.1.
- (d) If the Committee confirms a resolution under rule 16.4, the Secretary must, within 7 days after that confirmation, by written notice inform the Member of that confirmation and of the Member's right of appeal under rule 16.
- (e) A resolution confirmed by the Committee under rule 16.4 does not take effect:
 - (i) If the Member does not exercise his or her right of appeal pursuant to rule 17 within the period prescribed in that rule: until the end of that period; or
 - (ii) If the Member exercises his or her right of appeal within the period prescribed in rule 17; unless and until the Club confirms the resolution in accordance with subrule 16.2(c)(iii).

17. RIGHT OF APPEAL OF DISCIPLINED MEMBER

17.1 Right of Appeal

A Member may appeal to the Club in General Meeting against a resolution of the Committee that is confirmed under subrule 16.2(c)(iii), within seven (7) days after

notice of the resolution being served on the Member, by lodging with the Secretary a notice to that effect.

17.2 Calling of General Meeting

- (a) Upon receipt of a notice under rule 17.1, the Secretary must notify the Committee which must call a General Meeting to be held within 21 days after the date when the Secretary received the notice or as soon as possible after that date.
- (b) Subject to the Act, at a General Meeting called under subrule 17.2(a):
 - (i) No business other than the question of the appeal may be transacted;
 - (ii) The Committee and the Member must be given the opportunity to make representations in relation to the appeal orally or in writing, or both; and
 - (iii) Members present must vote by secret ballot on the question of whether the resolution made under subrule 16.2(c)(iii) should be confirmed or revoked.

PART 4 – COMMITTEE

18. POWERS OF COMMITTEE

The Committee, subject to the Act, these Rules, and any resolution passed by the Club in General Meeting:

- (a) Shall control and manage the affairs of the Club;
- (b) May exercise all functions that may be exercised by the Club other than those functions that are required by these rules to be exercised by the Club in General Meeting; and
- (c) Shall have the power to perform all acts and do all things that appear to the Committee to be necessary or desirable for the proper management of the affairs of the Club.

19. CONSTITUTION AND MEMBERSHIP

19.1 Office-Bearers

The Committee shall consist at a minimum of the following office-bearers of the Club:

- (a) President;
- (b) Vice President;

- (c) Secretary;
- (d) Treasurer; and
- (e) Public Officer.

19.2 Other Officers

The Committee may in its absolute discretion appoint additional office-bearers to the Committee, including but not limited to:

- (a) Junior Coordinator;
- (b) Senior Coordinator;
- (c) Uniform Coordinator; and
- (d) Fundraising Coordinator;

and assign such roles and responsibilities to those office-bearers as the Committee in its absolute discretion sees fit.

19.3 Duration of Office

Each member of the Committee holds office, subject to these rules, until the conclusion of the Annual General Meeting two years following the date of the member's election, but is eligible for re-election.

20. ELECTION OF OFFICE-BEARERS

20.1 Eligibility

- (a) A person shall not be eligible for election as an office-bearer unless he or she is a Voting Member of the Club and is at least 18 years of age.
- (b) A person is not eligible to hold more than one position on the Committee simultaneously.

20.2 Nominations

- (a) Nominations of candidates for election as office-bearers of the Club:
 - (i) Must be made in writing, signed by two (2) Members and accompanied by the written consent of the candidate (which may be endorsed on the nomination form); and

- (ii) Must be given to the Secretary not less than two (2) working days before the date fixed for the Annual General Meeting at which the election is to take place.
- (b) If insufficient nominations are received to fill all vacancies on the Committee, the candidates nominated are taken to be elected and further nominations may be received at the Annual General Meeting.
- (c) If insufficient further nominations are received, any vacant positions remaining on the Committee are taken to be vacancies.
- (d) If the number of nominations received is equal to the number of vacancies to be filled, the people nominated are taken to be elected.
- (e) If the number of nominations received exceeds the number of vacancies to be filled, a ballot must be held for the remaining vacant positions.

20.3 Ballot

The ballot for the election of office-bearers must be conducted at the Annual General Meeting in the way the Committee may direct.

21. ROLES AND RESPONSIBILITIES

On election, each member of the Committee will be provided with a summary of his or her roles and responsibilities, which will be reviewed by the Committee as and when required.

22. VACANCIES

22.1 Vacancies Generally

A vacancy in the office of a member of the Committee occurs if the member:

- (a) Dies;
- (b) Ceases to be a Member of the Club; or
- (c) Resigns the office; or
- (d) Is removed from office or appointment pursuant to rule 23; or
- (e) Becomes bankrupt or personally insolvent; or
- (f) Suffers from mental or physical incapacity; or
- (g) Is disqualified from office or appointment under the Act;

- (h) Is subject to a disqualification order under the Act: or
- (i) Is absent without the consent of the Committee from all meetings of the Committee held during a twelve month period.

22.2 Casual Vacancies

If there is a vacancy in the membership of the Committee, the Committee may appoint a Member of the Club to fill the vacancy and the Member so appointed holds office, subject to these rules, until the conclusion of the next Annual General Meeting after the date of the appointment.

23. REMOVAL OF COMMITTEE MEMBERS

The Club in General Meeting may by Special Resolution, subject to the requirements of the Act, remove any member of the Committee from holding office of the Committee before the expiration of the member's term of office.

24. COMMITTEE MEETINGS AND QUORUM

24.1 Frequency of Meetings

- (a) Meetings of the Committee shall be held at least five (5) times during the period between Annual General Meetings at a suitable time and place determined by the President and the Committee.
- (b) Additional meetings of the Committee may be called by any member of the Committee.

24.2 Notice of Meetings

At least five (5) business days' written notice of meetings of the Committee shall be given to all Committee members and such notice must specify the general nature of the business to be transacted at the meeting.

24.3 Quorum

- (a) Any three (3) members of the Committee constitute a quorum for the transaction of the business of a meeting of the Committee.
- (b) No business may be transacted by the Committee unless a quorum is present and, if within half an hour after the time appointed for the meeting a quorum is not present, the meeting stands adjourned to a suitable time and place determined by the President and the Committee.
- (c) If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the meeting, the meeting is dissolved.

24.4 Procedure

- (a) The Committee shall keep minutes of each meeting and shall furnish a copy of the minutes to each Committee member as soon as practicable after the meeting.
- (b) At meetings of the Committee:
 - (i) The President or, in the absence of the President, the Vice President presides; or
 - (ii) If the President and the Vice President are absent, one of the remaining members of the Committee may be chosen by the members present to preside.

25. DELEGATION BY COMMITTEE TO SUBCOMMITTEE

25.1 Delegation

The Committee may, in writing, delegate to one or more subcommittees (consisting of the Member or Members of the Club that the Committee considers appropriate) the exercise of the functions of the Committee that are specified in the instrument of delegation, other than:

- (a) This power of delegation; and
- (b) A function that is a function imposed on the Committee by the Act, by any other Territory law, or by resolution of the Club in General Meeting.

25.2 Effect of Delegation

- (a) A function the exercise of which has been delegated to a subcommittee under rule 25.1 may, while the delegation remains unrevoked, be exercised from time to time by the subcommittee in accordance with the terms of the delegation.
- (b) A delegation made under rule 25.1 may be made subject to any conditions or limitations about the exercise of any function, or about time or circumstances, which may be specified in the instrument of delegation.
- (c) Despite any delegation under rule 25.1, the Committee may continue to exercise any function delegated.
- (d) Any act or thing done or suffered by a subcommittee acting in the exercise of a delegation under this section has the same force and effect as it would have if it had been done or suffered by the Committee.

- (e) A subcommittee may meet and adjourn as it considers appropriate.

25.3 Revocation

The Committee may, in writing, revoke wholly or in part any delegation made under rule 25.1.

26. VOTING AND DECISIONS

26.1 Simple Majority

Questions arising at a meeting of the Committee or of any subcommittee appointed by the Committee are decided by a majority of the votes of members of the Committee or subcommittee present at the meeting.

26.2 Voting Power

Each member present at a meeting of the Committee or of any subcommittee appointed by the Committee (including the person presiding at the meeting) is entitled to one vote but, if the votes on any question are equal, the person presiding may exercise a second or casting vote.

27. BY-LAWS

27.1 Making and Amending By-laws

- (a) The Committee may from time to time make By-laws which in its opinion are necessary or desirable for the control, administration and management of the Club's affairs and may amend, repeal and replace those By-laws.
- (b) The Club in General Meeting may amend, repeal and replace any By-law made by the Committee, but that does not affect the validity of anything previously done by the Committee or anyone pursuant to that By-law.

27.2 Effect of By-law

A By-law:

- (a) Is subject to these Rules;
- (b) Must be consistent with these Rules; and
- (c) When in force, is binding on all Members.

PART 5 – GENERAL MEETINGS

28. ANNUAL GENERAL MEETINGS

28.1 Holding of Annual General Meetings

The Club shall at least once in each calendar year and in the period of six (6) months after the expiration of each Financial Year of the Club, convene an Annual General Meeting of its Members.

28.2 Business and Calling of Annual General Meetings

- (a) The Annual General Meeting shall, subject to the Act, be convened on such date and at such place and time as the Committee sees fit.
- (b) In addition to any other business which may be transacted at an Annual General Meeting, the business of an Annual General Meeting shall be:
 - (i) To confirm the minutes of the last preceding Annual General Meeting and of any General Meeting held since that meeting;
 - (ii) To receive from the Committee reports on the activities of the Club during the last preceding Financial Year;
 - (iii) To receive and consider the statement of accounts and the reports from the Committee, auditor, and servants of the Club, that are required to be submitted to Members pursuant to subsection 73(1) of the Act; and
 - (iv) To elect members of the Committee, including office-bearers.
- (c) An Annual General Meeting must be specified as such in the notice calling it in. At least 21 days' notice of the Annual General Meeting must be given by posting on the Club's website and by notifying Members through email to their last known email address provided to the Club and by other means as determined by the Committee.
- (d) An Annual General Meeting shall be conducted in accordance with the provisions of this Part 5.

29. GENERAL MEETINGS

29.1 Calling of General Meetings

- (a) The Committee may, whenever it considers appropriate, call a General Meeting.

- (b) The Committee must, on the requisition in writing of not less than 25% of the total number of Members, call a General Meeting.
- (c) A requisition of Members for a General Meeting:
 - (i) Must state the purpose or purposes of the meeting; and
 - (ii) Must be signed by the Members making the requisition; and
 - (iii) Must be lodged with the Secretary; and
 - (iv) May consist of several documents in a similar form, each signed by one or more of the Members making the requisition.
- (d) If the Committee fails to call a General Meeting within one (1) month after the date when a requisition of Members for the meeting is lodged with the Secretary, any one or more of the Members who made the requisition may call a General Meeting of Members to be held not later than three (3) months after that date.
- (e) A General Meeting called by a Member or Members pursuant to subrule 29.1(d) must be called as nearly as is practicable in the same way as General Meetings are called by the Committee and any Member who thereby incurs expense is entitled to be reimbursed by the Club for any reasonable expense so incurred.

29.2 Notice

- (a) Except where the nature of the business proposed to be dealt with at a General Meeting requires a Special Resolution of the Club, the Secretary shall, at least 14 days before the date fixed for the holding of the General Meeting, give notice, specifying the date, place and time of the meeting and the nature of the business proposed to be transacted at the meeting.
- (b) If the nature of the business proposed to be dealt with at a General Meeting requires a Special Resolution of the Club, the Secretary must, at least 21 days before the date fixed for the holding of the General Meeting, send notice to each Member in the way provided in subrule 29.2(a) specifying, in addition to the matter required under that subrule, the intention to propose the resolution as a Special Resolution.
- (c) No business other than that specified in the notice convening a General Meeting shall be transacted at the meeting except, in the case of an Annual General Meeting, business which may be transacted pursuant to subrule 29.1(c).

- (d) A Member desiring to bring any business before a General Meeting may give notice in writing of that business to the Secretary who shall include that notice from the Member.

29.3 Procedure and Quorum

- (a) No item of business may be transacted at a General Meeting unless a quorum of Members entitled under these Rules to vote is present during the time the meeting is considering that item.
- (b) Five (5) Members present in person (who are entitled under these Rules to vote at a General Meeting) constitute a quorum for the transaction of the business of a General Meeting.
- (c) If within 30 minutes after the appointed time for the start of a General Meeting a quorum is not present the meeting, stands adjourned to a time and place as specified at the time of adjournment by the person presiding at the meeting or communicated by written notice to Members given before the day to which the meeting is adjourned.
- (d) If at the adjourned meeting a quorum is not present within 30 minutes after the time appointed for the start of the meeting, the Members present (being not less than 3) constitute a quorum.

29.4 Presiding Member

- (a) The President, or in the absence of the President, the Vice President, presides at each General Meeting of the Club.
- (b) If the President and the Vice President are absent from a General Meeting, the Members present must elect one of their number to preside at the meeting.

29.5 Adjournment

- (a) The person presiding at a General Meeting at which a quorum is present may, with the consent of the majority of Members present at the meeting, adjourn the meeting from time to time and place to place, but no business may be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (b) If a General Meeting is adjourned for 14 days or more, the Secretary must give written or oral notice of the adjourned meeting to each Member of the Club stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.

- (c) Except as provided in subrules 29.5(a) and (b) above, notice of an adjournment of a General Meeting or of the business to be transacted at an adjourned meeting is not required to be given.

30. MAKING OF DECISIONS

30.1 Method of Voting

A question arising at a General Meeting is to be decided on a show of hands and, unless before or on the declaration of the show of hands a poll is demanded, a declaration by the person presiding that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, or an entry to that effect in the minute book of the Club, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.

30.2 Polls

- (a) At a General Meeting, a poll may be demanded by the person presiding or by not less than 3 Members present in person, and such poll must be taken:
 - (i) Immediately if the poll relates to the election of the person to preside at the meeting or to the question of an adjournment; or
 - (ii) In any other case; in the way and at the time before the close of the meeting that the person presiding directs, and the resolution of the poll on the matter is taken to be the resolution of the meeting on that matter.

30.3 Voting Power

- (a) Subject to subrules 30.3(c) and (d), on any question arising at a General Meeting a Member has one (1) vote only.
- (b) All votes must be given personally.
- (c) For the avoidance of doubt, a parent or guardian of multiple Junior Playing Members may exercise the voting rights of those Junior Playing Members simultaneously.
- (d) If the votes on a question at a General Meeting are equal, the person presiding is entitled to exercise a second or casting vote.

30.4 Proxies

Proxy votes are not allowed at General Meetings of the Club.

PART 6 – MISCELLANEOUS

31. FEES & SUBSCRIPTIONS

31.1 Fees

- (a) The annual membership fee of the Club is \$1.00 or such amount as shall be determined by the Club annually and in General Meetings from time to time.
- (b) The annual membership fee (if any) is payable in full to the Club prior to the commencement of an Annual General Meeting.
- (c) There will be a playing fee payable per season per player, which fee shall be outlined in the By-laws.

31.2 Power of Committee

The Committee may prevent any Member whose annual membership fee or any other fees are in arrears from exercising the whole or any of the rights or privileges of membership of the Club, including but not limited to the right to vote at General Meetings.

31.3 Waiver

The Committee may in its absolute discretion waive the annual membership for any and all members in any financial year.

32. SOURCE, USE AND MANAGEMENT OF FUNDS

32.1 Source of Funds

The funds of the Club shall be derived from fees paid by Members, sponsorships, grants, interest, fundraisers and donations and, subject to any resolution passed by the Committee in General Meeting, such other sources as the Committee determines.

32.2 Use of Funds

The assets and income of the Club shall be applied exclusively to the promotion of its Objects and no portion shall be paid or distributed directly or indirectly to the Members of the Club except as bona fide remuneration for services rendered or expenses incurred on behalf of the Club.

32.3 Management of Funds

- (a) Subject to any resolution passed by the Club in a General Meeting, the funds of the Club shall be used in pursuance of the philosophy of the Club in such manner as the Committee determines.

- (b) Any two members of the Committee, including those Committee members who have responsibility for the Club finances, shall jointly sign all cheques, drafts, bills of exchange, promissory notes and other negotiable instruments.

33. ALTERATION OF OBJECTS AND RULES

33.1 Limits on Alteration

Neither the Objects of the Club nor these Rules shall be altered, varied, added to or repealed:

- (a) Except in accordance with the Act; nor
- (b) Without the consent of a three-quarters majority of Voting Members present at a special General Meeting called for that purpose.

34. COMMON SEAL

34.1 Common Seal

The Club shall have a Common Seal, which:

- (a) Shall bear the words "Norths Gungahlin Basketball Club Incorporated"; and
- (b) Must be kept in the custody of the Secretary.

34.2 Attestation

The Common Seal must not be attached to any instrument except by the authority of the Committee and the attaching of the Common Seal must be attested by the signatures of two (2) members of the Committee.

35. RECORDS

35.1 Custody of Records

Subject to the Act and these Rules, the Secretary shall keep in his or her custody or under his or her control all records, books and other documents relating to the Club.

35.2 Inspection by Members

Subject to the Act, the Committee may determine whether and to what extent, and at what times and places and under what conditions, the accounting records and other documents of the Club or any of them will be open for inspection by any Member.

35.3 Right of a Member to Inspect

Except as provided for in rule 35.4, a Member (other than a Committee member) does not have the right to inspect any document of the Club except as provided by law or authorised by the Committee or by the Club in General Meeting.

35.4 Documents that must be Provided on Request

On the request of a Member, the Committee must give the Member:

- (a) A copy of a current statement of the Objects of the Club;
- (b) A copy of the Rules of the Club currently in force; or
- (c) A copy of the deeds of any trust relevant to the Club.

36. NOTICES

36.1 Service by the Club or its Officer

A notice or document required to be given by the Club or by an office of the Club may be given to the person or body to whom it is required to be given:

- (a) Personally;
- (b) By sending it by post to the usual or last known address of the person or body, or if a Member to the address shown in the register of Members; or
- (c) By sending it to an electronic address nominated by the person or body, or if a Member to the electronic address shown in the register of Members.

36.2 Service upon the Club

A notice or document required to be given or to be served upon the Club shall be in writing and conveyed by:

- (a) Sending it by post to the official postal address of the Club; or
- (b) Sending electronically to an electronic address nominated by the Club.

36.3 Deemed Service

A notice or document is taken to have been served:

- (a) Where it has been sent by post:
 - (i) At the time of personal delivery; or

- (ii) When the notice would have been delivered in the normal course of post;
- (b) Where it has been sent electronically:
 - (i) By properly addressing and transmitting the electronic transmission; and
 - (ii) On the day of its transmission provided it is transmitted before 5:00 pm otherwise on the day following its transmission.

37. DISSOLUTION

37.1 Procedure

The Club shall not be dissolved unless all liabilities have been discharged and following a Special Resolution of its Members recorded at a Special General Meeting convened for that purpose. The Committee will seek legal advice on how the Club should be wound up properly.

37.2 Surplus Property

At the first General Meeting of the Club, the Club shall by Special Resolution nominate:

- (a) Another club for the purpose of subsection 92(1)(a) of the Act, which club must fulfil the requirements specified in subsection 92(2) of the Act; or
- (b) A fund, authority or institution for the purpose of subsection 92(1)(b) of the Act,

in which it is to vest its surplus property in the event of dissolution or winding up of the Club.