

**Western Port Basketball Association Incorporation**  
**A0026047Y**

ASSOCIATIONS INCORPORATION REFORM ACT 2012

**STATEMENT OF PURPOSES**

1. The name of the proposed incorporated association is Western Port Basketball Association Incorporated.
2. The purposes for which the proposed Incorporated Association is established are:
  - (i) to conduct, promote, develop and encourage participation and training for competition for basketball players in the Westernport District.
  - (ii) to liaise and compete with other Basketball Clubs and Associations.
3. Solely in order to further the purposes set out above, the Association shall have the following powers in addition to those powers set out in the Associations Incorporation Reform Act 2012:
  - (i) To arrange functions, to organise teams and to encourage involvement and participation in the sport of basketball.
  - (ii) To take over the funds and other assets and the liabilities of the present unincorporated Association known as the "Westernport Junior Basketball Association".
  - (iii) To take over the funds and other assets and the liabilities of the present "incorporated" Association known as the "Westernport Junior Basketball Association".
  - (iv) To subscribe to, become member of and co-ordinate with any other Association, Club or organization, whether incorporated or not, whose objections are all together or in part similar to those of the Association provided that the Association shall not subscribe to or support with its funds any Clubs, Associations or organizations which do not prohibit the distribution of its income and profit among its members to an extent at least as great as that imposed on the Association under or by virtue of the rules.
  - (v) To buy, sell or deal in all kinds of particulars, commodities and provisions, both liquid and solid, for the Association or persons participating in events in which the members of the Association participate.
  - (vi) To invest and deal with the money of the Association not immediately required in such manner as may from time to time be thought fit.
  - (vii) To construct, improve, maintain, develop, work, manage, carry out, alter or control any houses, buildings, grounds, works or conveniences which may seem calculated directly or indirectly to advance the Association's interests, and to contribute to, subsidise or otherwise assist and take part in the construction, improvement, maintenance, development, working, management, carrying out, alteration or control thereof.
  - (viii) To appoint, employ, remove or suspend such managers, clerks, secretaries, servants, workmen and other persons as may be necessary or convenient for the purposes of the Association.

ASSOCIATIONS INCORPORATION REFORM ACT 2012

**RULES FOR WESTERN PORT BASKETBALL ASSOCIATION**

1. The name of the incorporated Association is Western Port Basketball Association (in the Rules called "the Association").

**INTERPRETATION**

2. In these Rules, unless the contrary intention appears:
  - (i) "Committee" means the Committee of Management of the Association;
  - (ii) "Financial Year" means the year ending on 30th June;
  - (iii) "General Meeting" means a general meeting of members convened in accordance with Rule 15;
  - (iv) "Member" means an ordinary member of the Association unless otherwise specified;
  - (v) "Ordinary Member of the Committee" means a member of the Committee who is not an officer of the Association under Rule 25;
  - (vi) "The Act" means the "Association Incorporation Reform Act 2012";
  - (vii) "The Regulations" means regulations under the Act.

**ASSOCIATION MEMBERSHIP**

3. There are 4 classes of members:
  - (i) Junior playing members;
  - (ii) Senior playing members;
  - (iii) Life members; and
  - (iv) Ordinary members.
4. Junior Playing Members:
  - (i) All junior players upon payment of the registration and Affiliation fees of the Association, become junior playing members for the period in which they are registered junior players.
  - (ii) A junior member does not have the right to vote at meetings of the Association.
  - (iii) A parent of a junior playing member can, by application through the Association, become an Ordinary Member.
5. Senior Playing Members:
  - (i) All senior players upon payment of the registration and Affiliation fees of the Association become senior playing members, for the period they remain registered senior players.
  - (ii) A senior member does not have the right to vote at meetings of the Association unless they submit an application to become an Ordinary Member.
6. Life Members:
  - (i) Written notice of nomination for election of a life member must be submitted to the Secretary on or before 21 days of the Annual General Meeting.
  - (ii) The nominee is elected for life membership by obtaining a three-fourth majority vote of members present at the Annual General Meeting.
  - (iii) Eligibility for life membership shall be restricted to those whose services to basketball and the Association are worthy of the highest honour.
  - (iv) Life members do hold voting rights.
  - (v) The annual membership fee is to be waived for Life Members.

- (vi) Life Members shall be awarded with free admission to all functions held by the Association and presented with a Life Membership Association Badge of appropriate design.

**7. Ordinary Members:**

- (i) A natural person who makes application for membership is approved for membership as provided in these Rules, is eligible to be an ordinary Member of the Association upon payment of the entrance fee and annual membership fee as determined under this Rules.
- (ii) A person who is not a member of the Association at the time of incorporation of the Association (or who was such a member at the time but ceased to be a member) shall not be admitted to membership:
  - (a) Unless he/she makes application as provided in sub-clause (iii); and
  - (b) His/her admission as a member is approved by the Committee.
- (iii) An application for membership of the Association;
  - (a) Shall be made in writing in the form set out in Appendix 1; and
  - (b) Shall be lodged with the Secretary of the Association.
- (iv) As soon as it is practicable after receipt of an application, the Secretary shall refer the applicant to the Committee.
- (v) Upon an application being referred to the Committee, the Committee shall determine whether to approve or to reject the application.
- (vi) Upon an application being approved by the Committee, the Secretary shall, with as little delay as possible, notify the applicant in writing that he/she is approved for membership of the Association and request payment within the period of 28 days after receipt of notification of the sum payable under these Rules as the entrance fee and first year's annual membership fee.
- (vii) The Secretary shall, upon payment of the amount and period referred to in sub-clause (vi), within the period referred to in that sub-clause enter the applicant's name in the register of members kept by the Association and, upon the name being so entered, the applicant becomes a member of the Association.
- (viii) A right, privilege, or obligation of a person by reason of his/her membership of the Association:
  - (a) Is not capable of being transferred or transmitted to another person; and
  - (b) Terminates upon the cessation of his/her membership whether by death or resignation or otherwise.
- (ix) Ordinary members are eligible to vote at all meetings of the Association.
- (x) Ordinary members retain membership of the Association upon payment of the annual membership fee without need for re-application.

**ENTRANCE FEE AND MEMBERSHIP FEE:**

- 8. The entrance fee and membership fee shall be determined at the Annual General Meeting in each year.

**REGISTER OF MEMBERS:**

- 9. The Secretary shall keep and maintain a register of members in which shall be entered the full name, address, preferred method of contact, and date of entry of the name of each member and the register shall be available for inspection by members by making an appointment with the Secretary.

## **RESIGNATION AND EXPULSION OF MEMBERS:**

10. A member of the Association who has paid all monies due and payable by him/her to the

Association may resign from the Association:

- (i) by first giving one month's notice in writing to the Secretary of his intention to resign and upon the expiration of that period of notice, the member shall cease to be a member.
- (ii) Upon the expiration of a notice given under sub-clause (i), the Secretary shall make in the register of members an entry recording the date of which the member by whom the notice was given, ceased to be a member.

11. Subject to these Rules:

- (i) if the Committee is of the opinion that the member:
  - (a) Has refused or neglected to comply with these Rules; or
  - (b) Has been guilty of conduct unbecoming a member or prejudicial to the interests of the Association.
- (ii) the Committee may by resolution:
  - (a) Expel a member from the Association; or
  - (b) Suspend a member from membership of the Association for a specified period.
- (iii) A resolution of the Committee under sub-clause (ii):
  - (a) Does not take effect unless the Committee, at a meeting held not earlier than 14 days and not later than 28 days after the service on the member of a notice under sub-clause (iv) confirms the result in accordance with this clause; and
  - (b) Where the member exercises a right of appeal to the Association under this clause, does not take effect unless the Association confirms the resolution in accordance with this clause.
- (iv) Where the Committee passes a resolution under sub-clause (ii), the Secretary shall, as soon as practicable, cause to be served on the member a notice in writing:
  - (a) Setting out the resolution of the Committee and the grounds on which it is based;
  - (b) Stating that the member may address the Committee at a meeting to be held not earlier than 14 and not later than 28 days after service of the notice;
  - (c) Stating the date, place and time of that meeting;
  - (d) Informing the member that he may do one or more of the following:
    - A. Attend the meeting;
    - B. Give to the Committee before the date of that meeting a written statement seeking the revocation of the resolution;
    - C. Not later than 24 hours before the date of the meeting, lodge with the Secretary a notice to the effect that the member wishes to appeal to the Association in General Meeting against the resolution.
- (v) At a meeting of the Committee held in accordance with sub-clause (iii), the Committee:
  - (a) Shall give to the member an opportunity to be heard;
  - (b) Shall give due consideration to any written statement submitted by the member; and
  - (c) Shall be resolution determine whether to confirm or to revoke the resolution.
- (vi) Where the Secretary receives a notice under sub-clause (iv), they shall notify the Committee and the Committee shall convene a General Meeting of the Association to be held within 21 days after the date on which the Secretary received the notice.
- (vii) At a General Meeting of the Association convened under sub-clause (vi):
  - (a) No business other than the question of the appeal shall be transacted;
  - (b) The Committee may place before a meeting the details of the grounds for the resolution and the reason for the passing of the resolution;

- (c) The member shall be given an opportunity to be heard; and
  - (d) The members present shall vote by secret ballot on the question whether the resolution shall be confirmed or revoked.
- (viii) If at the General Meeting:
- (a) Two thirds of the members vote in person in favour of the confirmation of the resolution, the resolution is confirmed; and
  - (b) In any other case, the resolution is revoked.

#### **ANNUAL GENERAL MEETING:**

12. The Association shall convene an Annual General Meeting of its members to be held within 5 months after the end of each financial year, save that it shall not be necessary to hold an Annual General Meeting in the year of incorporation.
- (i) The Annual General Meeting shall be held on such day as the Committee determines.
  - (ii) The annual General Meeting shall be specified as such in the notice convening it.
  - (iii) 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 special general meeting held since that date;
    - (b) to receive and consider the annual report of the Committee on the activities of the Association during the preceding financial year;
    - (c) to receive and consider the financial statements of the Association for the preceding financial year submitted by the Committee in accordance with Part 7 of the Act;
    - (d) to elect officers of the Association and the ordinary members of the Committee; and
    - (e) to confirm or vary the amounts (if any) of the annual subscription and joining fee.
  - (iv) The Annual General Meeting may transact special business of which notice is given in accordance with these Rules.
  - (v) The Annual General Meeting shall be in addition to any other general meetings that may be held in the same year.
  - (vi) Use of Technology.
    - (a) A member not physically present at a general meeting may be permitted to participate in the meeting by the use of technology that allows that member and the members present at the meeting to clearly and simultaneously communicate with each other.
    - (b) For the purposes of this Part, a member participating in a general meeting as permitted under subrule (a) is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

#### **SPECIAL GENERAL MEETING:**

13. All general meetings other than the Annual General Meeting shall be called Special General Meetings.
14. Special General Meetings are subject to the following rules.
- (i) The Committee may, whenever it thinks fit, convene a Special General Meeting of the Association and, where but for this sub-clause more than 15 months would lapse between Annual General Meetings, shall convene, a Special General Meeting before the expiration of that period.
  - (ii) The Committee shall, on the requisition in writing of members representing not less than 5% of the total number of members, convene a Special General Meeting of the Association.

- (iii) The requisition of a Special General Meeting shall state the objects of the meeting and shall be signed by the members making the requisition and be sent to the address of the Secretary and may consist of several documents in a like form, each signed by one or more of the members making requisition.
- (iv) If the Committee does not cause a Special General Meeting to be held within one month after the date on which the requisition is sent to the address of the Secretary, the members making the requisition, or any of them, may convene a Special General Meeting to be held not later than three months after that date.
- (v) A Special General Meeting convened by members in pursuant of these Rules shall be convened in the same manner as nearly as possible as that in which those meetings are convened by the Committee and all reasonable expenses incurred in convening the meeting shall be refunded by the Association to the persons incurring the expenses.
- (vi) Use of Technology.
  - (a) A member not physically present at a general meeting may be permitted to participate in the meeting by the use of technology that allows that member and the members present at the meeting to clearly and simultaneously communicate with each other.
  - (b) For the purposes of this Part, a member participating in a general meeting as permitted under subrule (a) is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

#### **NOTICE OF MEETING:**

15. The Secretary must give notice to each member of the Association—
- (i) at least 21 days' notice of a general meeting if a special resolution is to be proposed at the meeting; or
  - (ii) at least 14 days' notice of a general meeting in any other case.
- (iii) The notice must—
- (a) specify the date, time, place, and available methods, of accessing the meeting; and
  - (b) indicate the general nature of each item of business to be considered at the meeting; and
  - (c) if a special resolution is to be proposed state in full the proposed resolution.
- (iv) No business other than that set out in the notice convening the meeting shall be transacted at the meeting.
- (v) A member desiring to bring any business before a meeting may give notice of that business in writing to the Secretary, who shall include that business in the notice calling the next General Meeting after the receipt of the notice. The notice must be delivered to the Secretary a minimum of 5 business days before the notification period specified in subparagraph (i) and (ii) or it will be held until the following general meeting.
- (vi) Notice to members is to be delivered by preferred method stated in the members register.

#### **PROCEEDINGS AT MEETINGS:**

16. Meeting business.
- (i) All business that is transacted at a Special General Meeting and all business that is transacted at the Annual General Meeting with the exception of that specially referred to in these Rules as being the ordinary business of the Annual General Meeting shall be deemed to be special business.

- (ii) No items of business shall be transacted at a General Meeting unless a quorum of members entitled under these Rules to vote is present during the time when the meeting is considering that item.
  - (iii) 10 members personally present (being members entitled under these Rules to vote at a General Meeting) constitute a quorum for the transaction of the business of a General Meeting.
  - (iv) If within half an hour after the appointed time for the commencement of a General Meeting, a quorum is not present, the meeting if convened upon the requisition of members shall be dissolved in any other case shall stand adjourned to the same day as the next week at the same time and (unless another place is specified by the Chairman at the time of the adjournment or by written notice to members given before the day to which the meeting is adjourned) at the same place and if at the adjourned meeting the quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present (being not less than three) shall be a quorum.
17. The President, or in his absence, the Vice President, shall preside as Chairman at each General Meeting of the Association.
- (i) If the President and the Vice President are absent from a General Meeting, the members present shall elect one of their number as Chairman at the meeting.
18. Adjournment of meeting.
- (i) The Chairman of a General Meeting at which a quorum is present may, with the consent of the meeting adjourn the meeting from time to time and place to place, but no business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
  - (ii) Where a meeting is adjourned for 14 days or more, a like notice of the adjourned meeting shall be given as in the case of the General Meeting.
  - (iii) Except as provided in sub-clause (i) and (ii), it is not necessary to give notice of an adjournment or of the business to be transacted at an adjourned meeting.
19. A question arising at a General Meeting of the Association shall be determined 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 Chairman that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, and an entry to that effect in the Minute Book of the Association is evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.
20. Upon any question arising at a General Meeting of the Association.
- (i) A member has one vote only.
  - (ii) All votes shall be given personally or by proxy.
  - (iii) In the case of any equality of voting on a question, the Chairman at the meeting is entitled to exercise a second or casting vote.
21. Polls at a meeting.
- (i) If at a meeting a poll on any question is demanded by not less than three members, it shall be taken at that meeting in such manner as the Chairman may direct and the resolution of the poll shall be deemed to be a resolution of the meeting on that question.
  - (ii) A poll that is demanded on the election of a Chairman or on a question of an adjournment shall be taken forthwith and a poll that is demanded on any other question shall be taken at such time before the close of the meeting as the Chairman may direct.

22. A member is not entitled to vote at any General Meeting unless all monies due and payable by him to the Association have been paid, in respect of the current financial year.
23. Proxy voting.
- (i) Each member shall be entitled to appoint another member as his proxy by notice given to the Secretary no later than 24 hours before the time of the meeting in respect of which the proxy is appointed.
  - (ii) The notice appointing the proxy shall be in the form set out in Appendix 2.

**COMMITTEE OF MANAGEMENT:**

24. The affairs of the Association shall be managed by a Committee of Management constituted as provided by the rules.
- (i) The Committee:
    - (a) Shall control and manage the business and affairs of the Association;
    - (b) May, subject to these Rules, the Regulations and the Act, exercise all such powers and functions as may be exercised by the Association other than those powers and functions that are required by these Rules to be exercised by General meetings of the members of the Association; and
    - (c) Subject to these Rules, the Regulations and the Act, has the power to perform all such acts and things as appear to the Committee to be essential for the proper management of the business and affairs of the Association.
25. Officers and terms of office.
- (i) The Officers of the Association shall be:
    - (a) President; (b) Vice President; (c) Treasurer; (d) Secretary.
  - (ii) The President and Treasurer shall hold office for a two-year term until the conclusion of the Annual General Meeting in the odd year and the Vice President and Secretary shall hold office for a two-year term until the conclusion of the Annual General Meeting in the even year but are eligible for re-election.
  - (iii) In the event of a casual vacancy in any officer referred to in sub-clause (i), the Committee may appoint one of its members to the vacant office and the member so appointed may continue in office up to and including the conclusion of the Annual General Meeting next following the date of his appointment. In the event that the end of this appointment to the casual vacancy is not in the year as per sub-clause (iii) then the subsequent election of the officer will be for a one-year term to align with sub-clause (iii).
26. Committee structure.
- (i) Subject to the Act, the Committee shall consist of:
    - (a) The officers of the association;
    - (b) And three ordinary members.
  - (ii) Each of whom shall be elected at an Annual General Meeting of the Association.
  - (iii) Two ordinary members of the Committee shall, subject to these Rules, hold office for a two-year term until the conclusion of the Annual General Meeting in the odd year and one ordinary member of the Committee shall, subject to these Rules, hold office for a two-year term until the conclusion of the Annual General Meeting in the even year but are eligible for re-election.

- (iv) In the event of a casual vacancy occurring in the office of an ordinary member of the Committee, the Committee may appoint a member of the Association to fill the vacancy and the member so appointed shall hold office, subject to these Rules, until the conclusion of the Annual General meeting next following the date of his appointment. In the event that the end of this appointment to the casual vacancy is not in the year as per sub-clause (iii) then the subsequent election of the ordinary member of the Committee will be for a one-year term to align with sub-clause (iii).

#### **ELECTION OF OFFICERS AND VACANCY:**

27. Nominations and candidates for election as officers of the association or as ordinary members of the Committee:
- (i) Shall be made in writing, signed by two members of the Association and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination); and
  - (ii) Shall be delivered to the Secretary of the Association not less than seven days before the date fixed for the holding of the Annual General Meeting.
  - (iii) If insufficient nominations are received to fill all vacancies on the Committee, the candidates nominated shall be deemed to be elected and further nominations shall be received at the Annual General Meeting.
  - (iv) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.
  - (v) If the number of nominations exceeds the vacancies to be filled, a ballot shall be held.
  - (vi) The ballot for the election of officers and ordinary members of the Committee shall be conducted at the Annual General Meeting in such usual and proper manner as the Committee may direct.
  - (vii) A nomination of a candidate for election under this clause is not valid if that candidate has been nominated for another office for election at the same election.
  - (viii) Full-Time Employees of the association are ineligible to be officers of the association or as ordinary members of the Committee.
28. For the purpose of these Rules, the office of an officer of the Association or of any ordinary member of the Committee become vacant if the officer or member:
- (i) Ceases to be a member of the Association;
  - (ii) Becomes an insolvent under administration within the meaning of the Companies (Victoria) Code; or
  - (iii) Resigns his office by notice in writing given to the Secretary.

#### **PROCEEDINGS OF COMMITTEE:**

29. Meetings of the Committee.
- (i) The Committee shall meet at least three times in each year at such place and such times as the Committee may determine.
  - (ii) Special Meetings of the Committee may be convened by the President or by any four of the members of the Committee.
  - (iii) Notice shall be given to members of the Committee of any Special Meeting specifying the general nature of the business to be transacted and no other business shall be transacted at such a meeting.
  - (iv) Any four members of the Committee constitute a quorum for the transaction of the business of a meeting of the Committee.
  - (v) No business shall be transacted unless a quorum is present and if within half an hour of the time appointed for the meeting a quorum is not present the meeting shall stand

adjourned to the same place and at the same hour of the same day in the following week unless the meeting was a Special Meeting in which case it lapses.

- (vi) At meetings of the Committee:
  - (a) The President or in his absence, the Vice President, shall preside; or
  - (b) If the President and the Vice President are absent, such one of the remaining members of the Committee as may be chosen by the members present shall preside.
- (vii) Questions arising at a meeting of the Committee or of any sub-committee appointed by the Committee shall be determined on a show of hands, or if demanded by a member by a poll taken in such manner as the person presiding at the meeting may determine.
- (viii) Each member present at a meeting of the Committee or of any sub-committee appointed by the Committee (including the person presiding at the meeting) is entitled to one vote and in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
- (ix) Written notice of any committee meeting shall be served on each member of the Committee by delivering it to him at a reasonable time before the meeting or sending it by pre-paid post addressed to him at his usual or last known place of abode at least two business days before the date of the meeting.
- (x) Subject to sub-clause (iv), the Committee may act notwithstanding any vacancy on the Committee.
- (xi) Use of Technology.
  - (a) A member not physically present at a committee meeting may be permitted to participate in the meeting by the use of technology that allows that member and the members present at the meeting to clearly and simultaneously communicate with each other.
  - (b) For the purposes of this Part, a member participating in a committee meeting as permitted under subrule (a) is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

#### **SECRETARY:**

30. The Secretary of the Association shall keep minutes of the resolutions and proceedings of each General Meeting and each committee meeting in books provided for that purpose together with a record of the names of persons present at committee meetings.

#### **TREASURER**

31. The Treasurer must—
- (i) ensure all moneys paid to or received by the Association are received and receipts for those moneys are issued in the name of the Association; and
  - (ii) ensure that all moneys received are paid into the account of the Association within 5 working days after receipt; and
  - (iii) ensure any payments authorised by the Committee or by a general meeting of the Association are made from the Association's funds; and
  - (iv) ensure cheques are signed by at least 2 committee members;
  - (v) ensure that the financial records of the Association are kept in accordance with the Act; and
  - (vi) coordinate the preparation of the financial statements of the Association and their certification by the Committee prior to their submission to the annual general meeting of the Association.

- (vii) The Treasurer must ensure that at least one other committee member has access to the accounts and financial records of the Association.

**REMOVAL OF MEMBER OF COMMITTEE:**

**32. Removal of a member of the Committee.**

- (i) The Association in General Meeting may by resolution remove any member of the Committee before the expiration of his term of office and appoint another member in his stead to hold office until the expiration of the term of the first mentioned member if the Committee member is absent from three or more consecutive Committee Meetings without showing just cause.
- (ii) Where the member to whom a proposed resolution referred to in sub-clause (i) makes representations in writing to the Secretary or President of the Association (not exceeding a reasonable length) and requests that they be notified to the members of the Association, the Secretary or President may send a copy of the representations to each member of the Association, or if they are not so sent, the member may require that they be read out at the meeting.

**CHEQUES:**

- 33.** All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by two authorised members of the Committee.

**SEAL:**

**34. The Common Seal of the Association:**

- (i) Shall be kept in the custody of the Secretary.
- (ii) The Common Seal shall not be affixed to any instrument except by the authority of the Committee and the affixing of the Common Seal shall be attested by the signatures either of two members of the Committee or of one member of the Committee and the Public Officer of the Association.

**ALTERATION OF RULES AND STATEMENT OF PURPOSES:**

- 35.** These Rules and the Statement of Purposes of the Association shall not be altered except in accordance with the Act.

**NOTICES:**

**36. Serving of Notices.**

- (i) A notice may be served by or on behalf of the Association upon any member by:
  - (a) personally;
  - (b) by sending it to the member by the method and address shown in the Register of Members;
- (ii) Where a document is properly addressed pre-post and posted to a person as a letter, the document shall, unless the contrary is proved, be deemed to have been given to the person at the time at which the letter would have been delivered in the ordinary course of post.
- (iii) Where a document is properly addressed and sent electronically to a person, the document shall, unless the contrary is proved, be deemed to have been given to the person at the start of the next business day.

**ASSOCIATION TO BE A NON-PROFIT ASSOCIATION:**

37. The income and property of the Association howsoever derived, shall be applied solely towards the promotion of the objections of the Association, and no portion thereof shall be transferred, directly or indirectly by way of dividends, bonus or otherwise howsoever by way of profit or gain to the paid individual members of the Association. Provided that nothing herein shall prevent the payment, in good faith or reasonable and proper remuneration to any officer or servant or to any member of the Association in return for any services actually rendered to the Association nor prevent the payment for out-of- pocket expenses, interest on money lent or reasonable and proper rent for premises demised or let by any officer or servant of the Company or member of the Association.

**WINDING UP OR CANCELLATION:**

38. If upon the wind-up or dissolution of the Association there remains, after satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed amongst the members of the Association, but shall be given or transferred to some other association having similar objects to the Association and which shall prohibit the distribution of its income and property amongst its members to an extent at least as great as imposed on the Association, such organization to be determined by the members of the Association, at or before the time of dissolution and in default thereof by such Judge of the Supreme Court of Victoria as may have, or acquire jurisdiction in the matter.

**CUSTODY OF RECORDS:**

39. Except as otherwise provided in these Rules, the Secretary shall keep in his/her custody or under his/her control all books, documents and securities of the Association.

**FUNDS:**

40. The funds of the Association shall be derived from entrance fees, annual membership fees, donations and other such sources as the Committee determines.

**BY-LAWS:**

41. By-laws relating to any matters whatsoever which are deemed necessary and desirable for the purposes of giving effect to, and which are not inconsistent with, these Rules or the Statement of Purposes may be made, rescinded or altered by the Association at any meeting.

**DISPUTES AND MEDIATION:**

42. The grievance procedure.

- (i) The grievance procedure set out in this Rule applies to disputes under these Rules between:
  - (a) A Member and another Member; or
  - (b) A Member and the Association.
- (ii) The parties to the dispute must meet and discuss the matter in dispute, and if possible, resolve the dispute within 14 days after the dispute comes to the attention of all of the parties.
- (iii) If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties must, within 10 days, hold a meeting in the presence of a mediator.

- (iv) The mediator must be:
  - (a) A person chosen by agreement between the parties; or
  - (b) In the absence of agreement:
    - A. In the case of a dispute between a member and another member, a person appointed by the Committee or the Association; or
    - B. In the case of a dispute between a member of the Association, a person who is a mediator appointed or employed by the Dispute Settlement Centre of Victoria (Department of Justice).
- (v) A member of the Association can be a mediator.
- (vi) The mediator cannot be a member who is a party to the dispute.
- (vii) The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- (viii) The mediator, in conducting the mediation, must:
- (ix) Give the parties to the mediation process every opportunity to be heard; and
- (x) Allow due consideration by all parties of any written statement submitted by any party; and
- (xi) Ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.
- (xii) The mediator must not determine the dispute.
- (xiii) If the mediation process does not resolve the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act otherwise at law.

APPENDIX 1

Application for membership of Western Port Basketball Association Inc.

I, .....

(full name of Applicant)

of .....

(address)

Desires to become a member of Western Port Basketball Association Inc.

In the event of my admission as a member, I agree to be bound by the Rules of the Association for the time being in force.

.....

Signature of Applicant

Date

I, ..... a member of the Association,  
nominate the Applicant, who is personally known to me, for membership of the Association.

.....

Signature of Proposer

Date

I, ..... a member of the Association, second  
the nomination of the Applicant, who is personally known to me, for membership of the Association.

.....

Signature of Seconder

Date

APPENDIX 2

I,.....

being a member of Western Port Basketball Association Inc.

hereby appoint .....

of .....

being a member of that Incorporated Association, as my proxy to vote for me on my behalf at the General Meeting of the Association (Annual General Meeting or Special General Meeting, as the case may be) to be held on the ..... Day of ..... and at any adjournment of that meeting.

My proxy is authorized to vote in favour of/against (delete as appropriate) the resolution (insert details)

..... (Signed)

..... (Date)