

2017

**PERRY LAKES BASKETBALL
ASSOCIATION (INC.)**

CONSTITUTION



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Perry Lakes Basketball Association (Inc.)

CONSTITUTION

PART 1

Definitions and Interpretation

1.1 Definitions

In this Constitution, unless the contrary intention appears:-

"**ABF**" means the Australian Basketball Federation (Incorporated);

"**Act**" means the Associations Incorporation Act 2015;

"**Affiliated Club**" means a club which has paid the appropriate fee and has been approved by Board as an Affiliated Club.

"**Affiliated Club Representative**" means such persons as are from time to time nominated by an Affiliated Club.

"**Annual General Meeting**" means the Annual General Meeting of the PLBA required to be held in accordance with PART 5;

"**Association Representative**" means a person who is a member of a PLBA Association;

"**Board**" means the Board of Directors of the PLBA;

"**By-laws**" means the by-laws of the PLBA as determined from time to time by the Board;

"**Director**" means a person elected to the Board of the PLBA and includes the President, Vice-President and the Directors as provided in PART 3 of this constitution;

"**Director of Liquor Licensing**" means a person holding or acting in the office of the Director of Liquor Licensing appointed under Section 13 of the Liquor Licensing Act 1988 (WA);

"**Financial records**" includes —

- (a) invoices, receipts, orders for the payment of money, bills of exchange, cheques, promissory notes and vouchers; and
- (b) documents of prime entry; and
- (c) working papers and other documents needed to explain —
 - (i) the methods by which financial statements are prepared; and
 - (ii) adjustments to be made in preparing financial statements;

"**Financial Year**" means each period of 12 months commencing on 1st October and terminating on the next succeeding 30th September



"**General Meeting**" , of the Association, means a meeting of the Association that all members are entitled to receive notice of and to attend and includes every Annual General Meeting and Special General Meeting;

"**Member**" includes and is restricted to all those categories of membership appearing at 6.2A(a) of this constitution;

"**Membership Year**" means every period of twelve months commencing on 1 January and terminating on the next succeeding 31 December;

"**NBL**" means the National Basketball League;

"**PLBA**" means the Perry Lakes Basketball Association (Inc);

"**President**" means the President of the PLBA; also known as chairperson

"**Registered Player**" is a player who is registered to play with the PLBA;

"**SBL**" means the State Basketball League;

"**Secretary**" means the committee member holding office as the secretary of the PLBA

"**Special General Meeting**" means a general meeting of the Members convened by the Directors, other than an Annual General Meeting;

"**Special Resolution**" means a resolution passed by the members at a general meeting in accordance with section 51 of the Act;;

"**tier 1 association**" means an incorporated association to which section 64(1) of the Act applies;

"**tier 2 association**" means an incorporated association to which section 64(2) of the Act applies;

"**tier 3 association**" means an incorporated association to which section 64(3) of the Act applies;

"**Treasurer**" means the committee member holding office as the treasurer of the PLBA

"**Vice-President**" means the Vice-President of the PLBA;

"**Voting Member**" is a Member who is currently entitled to vote at General Meetings;

"**WABF**" means the Western Australian Basketball Federation (Incorporated).



1.2 Singular, Plural, Persons.

Words importing the singular number shall include the plural and except as expressly provided in PART 3 words importing the masculine gender include the feminine or neuter and vice versa and words importing persons shall include corporations.

1.3 Statutes and Regulations

References to statutes, regulations and by-laws shall include reference to all statutes, regulations and by-laws which amend, consolidate or replace the statutes, regulations or by-laws referred to.

1.4 Public Holidays

Where the day or the last day for doing an act is not a Business Day, the day or last day for doing the act shall for the purpose of this Constitution be the next following day that is a Business Day.

1.5 Bodies and Associations

References to associations, bodies and authorities whether statutory or otherwise shall in the event that any association, body or authority ceases to exist or is reconstituted, renamed or replaced or its powers or functions are transferred to any other association, body or authority be deemed to refer respectively to the association, body or authority established or constituted in place thereof or succeeds to the powers or functions of the association, body or authority referred to.



PART 2

Basic Provisions

2.1 Name

The name of the Association is Perry Lakes Basketball Association (Inc.).

2.2 Objects

The objects of the PLBA are to promote, co-ordinate, encourage and manage Basketball in the suburbs surrounding the Perry Lakes Basketball Stadium and particularly in the area bounded by the Mitchell Freeway to the east, the Swan River to the south, Beach Road to the north and the coast, by providing the best possible facilities and services to all members and without affecting the generality of the foregoing to:-

- (a) act, either alone or with other individuals and other bodies, for the betterment of basketball, sport and recreation;
- (b) conduct basketball competitions in the PLBA area;
- (c) gain sponsorship in order to further the objectives of the PLBA; and
- (d) to do all such things and acts conducive to the furtherance of the objectives and interests of the PLBA.

2.3 Powers

The PLBA will have the powers to-

- (a) perform all things as are necessary to undertake the objects of the PLBA;
- (b) purchase and sell real and personal property;
- (c) take on lease, and grant leases of real and personal property;
- (d) demolish buildings and structures, and to construct basketball courts and other structures;
- (e) borrow moneys, and secure the repayment of moneys borrowed by charges or mortgages over any of the property or assets of the PLBA.
- (f) invest surplus moneys of the PLBA;
- (g) open and operate accounts with banks and other financial institutions;
- (h) engage and dismiss staff and to engage persons to undertake professional and other services for the PLBA;
- (i) become a member of any other association or corporation and without affecting the generality hereof to apply for and subscribe for shares in a corporation, to purchase, sell and transfer shares in corporations, to subscribe moneys for the issue or allotment of shares and to exercise all the rights of a shareholder or member of another corporation;
- (j) seek and obtain government grants, and sponsorships from governments or other persons;
- (k) accept gifts;
- (l) participate in joint ventures and partnerships;
- (m) apply for and maintain membership of the NBL and to operate one or more teams in the NBL competition;



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- (n) apply for and maintain membership of the SBL and to operate one or more teams in the SBL competition;
 - (o) arrange visits by other basketball teams;
 - (p) apply for, hold, take transfer of, transfer and maintain any licence considered desirable or necessary including licences for the sale of liquor;
 - (q) appoint agents to act on behalf of the Association;
 - (r) enter contracts;
 - (s) undertake any business activity considered necessary or desirable including the establishment and operation of shops and kiosks and the sale of goods; and
 - (t) exercise all powers which an association is entitled to exercise under the Act.

2.4 Non Profit Association, -

- (a) The property and income of the Association must be applied solely towards the promotion of the objects or purposes of the Association and no part of that property or income may be paid or otherwise distributed, directly or indirectly, to any member, except in good faith in the promotion of those objects or purposes.
- (b) A payment may be made to a member out of the funds of the Association only if it is authorised under sub-rule (c).
- (c) A payment to a member out of the funds of the Association is authorised if it is —
 - (i) the payment in good faith to the member as reasonable remuneration for any services provided to the Association, or for goods supplied to the Association, in the ordinary course of business; or
 - (ii) the payment of interest, on money borrowed by the Association from the member, at a rate not greater than the cash rate published from time to time by the Reserve Bank of Australia; or
 - (iii) the payment of reasonable rent to the member for premises leased by the member to the Association; or
 - (iv) the reimbursement of reasonable expenses properly incurred by the member on behalf of the Association.



PART3

Board of Directors

3.1 Exercise of Powers

The powers of the PLBA will be exercised by the Board of Directors subject to any directions of the Members in General Meeting.

3.2 Powers of Board.

Subject to any restrictions which may be imposed by the Members in General Meeting the Board will exercise all the powers of the Association and without affecting the foregoing the Board will :-

- (a) be responsible for arranging basketball competitions
- (b) determine the rules and regulations for basketball competitions;
- (c) be responsible for the engagement of coaches;
- (d) be responsible for preparing and implementing a development program, including a junior development program;
- (e) be responsible for all financial matters relating to the PLBA and in that regard must cause proper financial books and records to be maintained;
- (f) be responsible for engaging and dismissing staff and determining all the terms and conditions relating to the employment of staff;
- (g) determine the manner in which banking accounts must be operated;
- (h) fix fees and subscriptions payable by members;
- (i) determine levies, fines and charges and be responsible for enforcing their payment;
- (j) be responsible for considering, accepting or rejecting all applications for membership to the PLBA received by the PLBA;
- (k) enter into contracts and agreements and other obligations on behalf of the PLBA;
- (l) except as otherwise determined by the Board, represent the PLBA in relation to the WABF and ABF and on all other bodies associations or corporations of which the PLBA is a member;
- (m) have the power to delegate (which includes the power to revoke any delegation) to any person, body, sub-committee or paid officer any of the powers or discretions of the Board; and
- (n) be responsible to cause minutes to be made of proceedings at Committee, Special and General Meetings of members.

3.3 Sub-Committees

- (a) The Board may appoint sub-committees to assist the Board in undertaking any of the responsibilities of the Board under this Constitution.
- (b) The President and the Directors shall be ex-officio members of all sub-committees.
- (c) Any member is eligible for appointment to a sub-committee.
- (d) At its absolute discretion the Board may appoint any other person to be an ex-officio sub-committee member.



3.4 Composition of the Board.

The Board of Directors shall consist of a maximum of nine (9) Directors including the President of the Association. Every Director will hold office for a term of 2 years on the basis that one half of the Directors shall retire by rotation each year but shall be eligible for re-election. Directors will be elected by a ballot of members present at the Annual General Meeting. There shall be the following directorships:

- (a) The President shall be elected at an Annual General Meeting by the Members of the PLBA. This person shall represent the PLBA at all meetings of the WABF but shall have the right to nominate a substitute to attend such meetings from time to time. The President or his nominee shall be the only official spokesman on all matters affecting the PLBA unless otherwise determined by the majority of Directors.
 - (i) It is the duty of the president to consult with the secretary regarding the business to be conducted at each committee meeting and general meeting.
 - (ii) The president has the powers and duties relating to convening and presiding at committee meetings and presiding at general meetings provided for in these rules.
- (b) Vice President- One of the Directors shall be elected by the Directors to the position of Vice President.
- (c) Director of Administration -One of the Directors shall be elected by Directors to the position of "Director of Administration". This Director will be official Secretary of the PLBA and be responsible for the secretarial and administrative work of the PLBA and for ensuring the proper administration of property belonging to the PLBA. These duties include:
 - (i) dealing with the Association's correspondence;
 - (ii) consulting with the chairperson regarding the business to be conducted at each committee meeting and general meeting;
 - (iii) preparing the notices required for meetings and for the business to be conducted at meetings;
 - (iv) unless another member is authorised by the committee to do so, maintaining on behalf of the Association the register of members, and recording in the register any changes in the membership, as required under section 53(1) of the Act;
 - (v) maintaining on behalf of the Association an up-to-date copy of these rules, as required under section 35(1) of the Act;
 - (vi) unless another member is authorised by the committee to do so, maintaining on behalf of the Association a record of committee members and other persons authorised to act on behalf of the Association, as required under section 58(2) of the Act;
 - (vii) ensuring the safe custody of the books of the Association, other than the financial records, financial statements and financial reports, as applicable to the Association;
 - (viii) maintaining full and accurate minutes of committee meetings and general meetings;
 - (ix) carrying out any other duty given to the secretary under these rules or by the committee.



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- (d) Director of Finance - One of the Directors shall be elected by Directors to the position of "Director of Finance" This Director will be the official Treasurer of the PLBA. And have the following duties:
- (i) ensuring that any amounts payable to the Association are collected and issuing receipts for those amounts in the Association's name;
 - (ii) ensuring that any amounts paid to the Association are credited to the appropriate account of the Association, as directed by the committee.
 - (iii) ensuring that any payments to be made by the Association that have been authorised by the committee or at a general meeting are made on time;
 - (iv) ensuring that the Association complies with the relevant requirements of Part 5 of the Act;
 - (v) ensuring the safe custody of the Association's financial records, financial statements and financial reports, as applicable to the Association;
 - (vi) if the Association is a tier 1 association, coordinating the preparation of the Association's financial statements before their submission to the Association's annual general meeting;
 - (vii) if the Association is a tier 2 association or tier 3 association, coordinating the preparation of the Association's financial report before its submission to the Association's annual general meeting;
 - (viii) providing any assistance required by an auditor or reviewer conducting an audit or review of the Association's financial statements or financial report under Part 5 Division 5 of the Act;
 - (ix) carrying out any other duty given to the treasurer under these rules or by the committee.
- (e) Other Directors - The Board may name other Directorships within the membership of the Board and may allocate specific responsibilities to each elected Director to ensure the smooth running of the PLBA.
- (f) A Director may hold more than one Directorship simultaneously.
- (g) The Board may vary the titles and areas of responsibility of directorships at its absolute discretion.

3.5 Conflicts of Interest

- (a) A Director who has an interest in any contract or agreement relating to the PLBA must declare that interest at the first meeting of the Board following the election of that person, and if an interest arises subsequently, then the interest must be declared at the first meeting of the Board which occurs after the interest arises;
- (b) Any Director who may benefit from a motion before the Board shall abstain from voting in respect of that motion.

3.6 Notice of Meetings of Board

Except in the case of an emergency as determined by the President or his nominee, forty eight hours notice of each meeting of the Board shall be given to each Director but any failure (other than a deliberate act) to give notice of a meeting to a Director will not invalidate any proceedings of the Board.



3.7 Number of Meetings.

Except that meetings will not take place at intervals of greater than eight (8) weeks, the Board may determine the dates upon which and at the times at which meetings will take place. The President or any two Directors shall have power to call a meeting.

3.8 Quorum for Meetings and Ratification

- (a) Subject to sub-clauses (b) and (c) the quorum for meetings of the Board of nine (9) Directors shall be five (5) Directors.
- (b) The Board shall have the power to ratify any action taken by the Board following a meeting at which there was no quorum;
- (c) In the case of a meeting with no quorum, absent Directors may ratify a decision by later voting in writing provided in total these votes and the votes of those present at that meeting constitute a majority;
- (d) The Board shall have the power to ratify any action taken by a Director.

3.9 Chairperson

The President of the Association shall take the chair at all Board Meetings. Should the President not be present the Vice President shall chair the meeting. In the absence of both President and Vice President a chairperson shall be elected by other Directors present.

3.10 Voting of Board.

Each member of the Board will have one vote at each meeting of the Board. In the event of an equality of votes at any meeting of the Board the chairperson of the meeting will also have one casting vote.

3.11 Written Resolutions of Board.

A resolution of the Board will be valid and binding as a determination of the Board if a resolution is in writing and is signed by each Director and any written resolution under this clause will be deemed to have been passed as a resolution of the Board on the date when the last Director signs the resolution.

3.12 No Directors Fees

Save that the Board may determine to make a contribution towards the cost of attendance at meetings by Directors, no Director will receive any fees, salary or wages for holding office as Director of the PLBA.

3.13 Minute Recording.

Proper minutes must be kept of all meetings and be appropriately recorded and then entered into a permanent minute book by Director of Administration and must be brought to all meetings



PART4

Board of Directors -Election, Appointment, Retirement and Removal

4.1 Election.

A person will only be eligible to be elected as a Director if that person:-

- (a) is a natural person who resides in Western Australia
- (b) is over the age of eighteen (18) years;
- (c) is a voting Member of the PLBA;
- (d)
 - (i) has completed a Nomination form substantially in accordance with the form as determined by the Board from time to time and set out in the By-Laws;
 - (ii) had the Nomination proposed and the proposer sign the Nomination form;
 - (iii) returned the form to PLBA no later than 7 days before the Annual General Meeting; or
 - (iv) has been proposed and nominated from the floor of the Annual General Meeting.

4.2 Date of Appointment.

Persons elected to the Board will hold office as from the date of their election.

4.3 Retirement.

Any person elected to the Board:-

- (a) may retire by giving written notice of retirement which shall take effect immediately ; and
- (b) will be deemed to have retired in the case of any Director :-
 - (i) dying;
 - (ii) being or having been convicted of any criminal offence (unless otherwise determined by the Board);
 - (iii) ceasing to reside in Western Australia; or
 - (iv) failing to attend three (3) consecutive Directors Meetings except where the Board determines that there are special circumstances which justify the absence.

4.4 Removal from Office.

Any Director may be removed from office by resolution of the members in General Meeting, specific notice of which resolution was given to the Members in the notice convening the General Meeting.

4.5 Appointment in Case of Vacancy.

If due to retirement, removal from office, or there being no candidates for election for an office on the Board, the remaining Members of the Board in the case of a vacancy on the Board will appoint a person who would, if that person were a candidate for election, be eligible for election to the Board, to hold office until the next Annual General Meeting. Any person appointed as a member of the Board under this clause will retire at the next Annual General Meeting and the position held by the person appointed under this clause will be deemed to be vacant, and subject to election at the next succeeding election under this Constitution



PART 5

General Meetings

5.1 Annual General Meeting.

The Board will each year convene one General Meeting of the Members of the PLBA, to be known as the Annual General Meeting, in accordance with the following provisions:-

- (a) the Annual General Meeting will be held on a day fixed by the Board during the period commencing on the 1st of October and expiring on the 31st December in each year.
- (b) The Annual General Meeting will not commence before 6 pm., or after 8 pm.
- (c) The Annual General Meeting will be held at a place determined by the Board, within a 15 kilometre radius of the Registered Office of PLBA.

5.2 Notice of Annual General Meeting.

Not less than twenty one (21) clear days' notice if a special resolution is proposed, else at least fourteen (14) clear days' notice of every Annual General Meeting must be given by:-

- (a) publication in the "Public Notices" of the time and place where the Annual General Meeting will take place in one issue of the major State newspaper or one other newspaper circulating locally;
- (b) notice in writing to each Member at each Member's address as held in the Member's Register for service;
- (c) notice placed on the notice board at Perry Lakes Basketball Stadium and website; and
- (d) notice in writing to all affiliated clubs.

The notice published in the newspapers, and given to Members in accordance with this clause, will specify the date, time, place and agenda for the Annual General Meeting.

5.3 Procedure at Annual General Meeting

The President will be the Chairperson of the Annual General Meeting, but if the President is absent the Vice-President will be the Chairperson. If the Vice-President is also absent, then any other Director elected by the Board for the purpose at the meeting shall be the Chairperson.

The following matters shall be dealt with at the Annual General Meeting, in the following order:-

- (a) opening of Meeting;
- (b) apologies;
- (c) confirmation of minutes of previous Annual General Meeting;
- (d) reports by the Directors holding Directorships for the period from the immediately preceding Annual General Meeting to the date upon which the Annual General Meeting is held;
- (e) report by the Director of Finance of any material changes covering the period from the end of the financial year to the date upon which the Annual General Meeting is held;
- (f) presentation of the financial statements for the immediately preceding Financial Year;
- (g) presentation of the Auditor's Report for the preceding Financial Year;
- (h) adoption of reports (d), (e), (f) and (g);
- (i) election of President;
- (j) election of Directors;
- (k) notices of motion;



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- (l) any other business;
 - (m) closure.

5.4 Notice of Motion - Annual General Meeting

Any Member desiring to propose a motion at an Annual General Meeting must give a notice in writing to the PLBA not later than 28 clear days prior to the Annual General Meeting of the motion which the Member will propose at the Annual General Meeting.

5.5 Special General Meetings

The Board may at any time and the Board must following a requisition signed by 20% of voting Members, convene a General Meeting of the PLBA to be known as a Special General Meeting in accordance with the following provisions:-

- (a) the Special General Meeting will be held on a day fixed by the Board (where the Special General Meeting is convened by the Board) or on a day fixed by the Board within thirty (30) clear days of a requisition by Members (where the Special General Meeting is required to be convened following a requisition by Members).
- (b) the Special General Meeting will not commence before 6 pm, or after 8 pm.
- (c) the Special General Meeting will be held at a place determined by the Board within a radius of 15 kilometres of the Registered Office of PLBA.
- (d) the matters to be dealt with at the Special General Meeting will be the matters specified by the Board in the notice convening the Special General Meeting (where the Special General Meeting is convened by the Board) or in the case of a Special General Meeting convened on the requisition of Members, only those matters specified in the notice requisitioning the Special General Meeting.

5.6 Notice convening Special General Meeting

Not less than twenty one (21) clear days' notice if a special resolution is proposed, else at least fourteen (14) clear days' notice of every Special General Meeting must be given by:-

- (a) publication in the "Public Notices" in one issue of the major State newspaper or one other newspaper circulating locally;
- (b) notice in writing to each Member at each Member's address as held in Members' register for service of each Member;
- (c) placing a notice on the notice board of the PLBA and PLBA website; and
- (d) notice in writing to all affiliated clubs.

The notice convening the Special General Meeting, to be published and forwarded to each Member in accordance with sub-clauses (a), (b), (c) & (d), must specify the date, time and place at which the Special General Meeting will take place, and the agenda for the Special General Meeting. If a special resolution is proposed it must set out the wording of the proposed resolution as required by section 51(4) of the Act, state that the resolution is intended to be proposed as a special resolution and comply with rule 5.9 (e).



5.7 Chairperson for Special General Meeting

The President will be the Chairperson of every Special General Meeting, but if the President is absent the Vice- President will act as the Chairperson. If the Vice-President is also absent then any other Director elected by the Board for the purpose at the Special General Meeting shall be the Chairperson.

5.8 Representation at General Meetings.

- (a) every natural person who is a Member may attend a General Meeting of the PLBA;
- (b) any PLBA Affiliated Club may be represented at a General Meeting by any one or more of the President, Vice-President, Secretary or Member of the Committee or any other person authorised by a PLBA Affiliated Club by notice in writing signed by the President, Vice-President or Secretary of the PLBA Affiliated Club.

5.9 Voting at General Meetings. –

Subject to the provisions of PART 6 and to the provisions of PART 7 relating to amendments of this Constitution at a General Meeting:-

- (a) if a PLBA Affiliated Club is represented by more than one natural person then only one of the persons representing the PLBA Affiliated Club may vote on behalf of the PLBA Affiliated Club but all representatives of the PLBA Affiliated Club may participate in debate and the proceedings generally;
- (b) unless a poll is demanded each resolution will be determined on a show of hands with each voting member being entitled to exercise one vote;
- (c) any member may demand a poll before the declaration of a resolution under sub-clause (b);
- (d) every Voting Member will be entitled to one vote;
- (e) every Voting Member who does not attend will be entitled to appoint a voting member as a proxy by completing a proxy nomination form substantially in accordance with the form as determined by the Board from time to time and set out in the By-Laws. Members voting at a General Meeting may not exercise more than one proxy vote in addition to their own vote;
- (f) the Director of Administration shall cause a register to be completed recording names and membership categories of each person attending.

5.10 Quorum for General Meetings

The quorum for a General Meeting will be ten (10) members. If a General Meeting is convened and there is no quorum within the 30 minutes after the time specified for the commencement of the meeting, the Meeting will be adjourned for two (2) weeks and if there is no quorum present at the adjourned meeting, then the meeting may proceed with no quorum. The provisions of this clause will not affect the requirements of this Constitution relating to the amendment of this Constitution as provided in PART 7.



5.11 Error in Elections or Annual General Meeting

If due to an error the provisions prescribed in this Constitution relating to the dates by which notices relating to the election of members of the Board are required to be forwarded are not complied with, or due to an oversight or error an Annual General Meeting is not held at the time when that Annual General Meeting is required to be held under this Constitution, the Board must as soon as the Board is aware of the error initiate procedures for the election and the holding of the Annual General Meeting as soon as practicable and at and within the times that the Board reasonably determines in the circumstances and any election and Annual General Meeting held in accordance with this clause will be valid under this Constitution.

5.12 Casting Vote.

The Chairperson at a General Meeting will not be entitled to vote, but will have a casting vote if there is an equality of votes on a resolution.



PART 6

Membership and Votes

6.1 Membership

- (a) Any person may apply to the PLBA for membership of the PLBA;
- (b) Every person who applies for membership must complete and submit to the PLBA an Application for Membership form substantially in accordance with the form as determined by the Board from time to time and set out in the By-Laws and must be proposed by one Member who must countersign the form.
- (c) All applications received for membership to the PLBA must be submitted to the Board. At the next scheduled meeting of the Board the members of the Board must vote upon whether each application for membership received from the date of the previous meeting of the Board should be accepted or rejected.
- (d) An Affiliated Club may apply to the PLBA for membership.
- (e) The PLBA must advise every person who applies to the PLBA for membership within 20 business days of the meeting of the Board at which that application for membership was considered, whether the application has been accepted or rejected.
- (f) Every person who has applied to the PLBA for membership of the PLBA, and who has been advised by the PLBA that their application has been accepted, will, on payment of the fee prescribed from time to time by the Board be enrolled as a member.
- (g) From the date of acceptance by the Board, membership, other than for Life and Honorary Members, shall terminate on 31 December each year.
- (h) The Board shall nominate a person to keep and maintain a register of members. (i)
 - Members shall be of the following categories:
 - (i) Life Members
 - (ii) Honorary Members
 - (iii) Ordinary Members
 - (iv) Associate Members
 - (v) Registered Players
 - (vi) Affiliated Clubs
 - (vii) Unfinancial Members
 - (viii) Junior Members

6.2 Membership Rights and Privileges.

Members shall have the respective rights and privileges hereinafter described

- (a) Life Members
 - (i) A life member shall be any person who has been elected as such, by members of PLBA prior to or following the adoption of this Constitution.
 - (ii) The Board may recommend any person for Life Membership in recognition of special services rendered to the PLBA. Such a person so recommended may be elected to such Life Membership by members of the PLBA at a Special General Meeting or Annual General Meeting.



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- (iii) A Life Member shall be entitled to such rights and privileges of the PLBA as may, from time to time, be determined by a General Meeting of the PLBA, but shall not be entitled to vote, unless they hold office.
- (b) **Honorary Members**
The Board of PLBA may admit persons to Honorary Membership of the PLBA and any member so admitted shall be entitled to the rights and privileges as may be determined by the Board from time to time, but shall not be entitled to vote nor to hold office.
- (c) **Ordinary Members**
Any natural person who has attained the age of 18 may become an Ordinary Member by paying the prescribed fee as set by the Board, and being accepted for membership by the Board and any such member (other than an unfinancial member) shall be entitled to such rights and privileges as may be determined by the Board and at a minimum to attend and vote at any general meeting and to hold office.
- (d) **Associate Members**
Any person may become an Associate Member by paying the prescribed fee as set by the Board and any such member shall be entitled to such rights and privileges as may, from time to time, be determined by the Board, but shall not be entitled to vote nor to hold office.
- (e) **Registered Players**
Any Registered Player over the age of 18 years shall be entitled to the rights and privileges of an Ordinary Member and at a minimum to vote at general meetings and to hold office.
- (f) **Affiliated Club**
Any Club which has been accepted to play in any competition run by the PLBA, where an affiliation fee has been paid, is entitled to membership as a club and any such club is entitled to such rights and privileges as may from time to time be determined by the Board.
- (g) **Unfinancial Members**
Any member whose fees have not been paid as they fall due is unfinancial shall not be entitled to vote nor to hold office.
- (h) **Junior Members**
Any registered PLBA player under the age of 18 years including registered players of an affiliate club is entitled to rights and privileges as may from time to time be specified by the Board, but shall not be entitled to vote nor to hold office.

6.3 Affiliated Club Representatives.

Each Affiliated Club Representative will be entitled to use the facilities of the PLBA and will (only for the purposes of the Liquor Licensing Act) be a temporary member of the PLBA.



6.4 Temporary Membership.

A person who is on any day visiting PLBA premises as a member or an official of, or a person assisting, a team that is to contest a pre-arranged basketball game, or who is to, at the invitation of a member, engage in a basketball game on that day, may (only for the purposes of the Liquor Licensing Act) be a temporary member of the PLBA for that day.

6.5 Membership Fees.

- (a) The committee must determine the entrance fee (if any) and the annual membership fee (if any) to be paid for membership of the Association.
- (b) The fees determined under sub-rule (1) may be different for different classes of membership.
- (c) A member must pay the annual membership fee to the treasurer, or another person authorised by the committee to accept payments, by the date (the **due date**) determined by the committee.
- (d) If a member has not paid the annual membership fee within the period of 3 months after the due date, the member ceases to be a member on the expiry of that period.
- (e) If a person who has ceased to be a member under sub-rule (4) offers to pay the annual membership fee after the period referred to in that sub-rule has expired —
 - (i) the committee may, at its discretion, accept that payment; and
 - (ii) if the payment is accepted, the person's membership is reinstated from the date the payment is accepted.

6.6 Register of members.

- (a) The secretary, or another person authorised by the committee, is responsible for the requirements imposed on the Association under section 53 of the Act to maintain the register of members and record in that register any change in the membership of the Association. Any change to the register must be recorded within 28 days after the change occurs.
- (b) Under section 53(2) of the Act the register of members must include each member's name and a residential, postal or email address.
- (c) In addition to the matters referred to in section 53(2) of the Act, the register of members must include the class of membership (if applicable) to which each member belongs and the date on which each member becomes a member.
- (d) The register of members must be kept at the secretary's place of residence, or at another place determined by the committee.
- (e) A member who wishes to inspect the register of members must contact the secretary to make the necessary arrangements.
 - (i) If — a member inspecting the register of members wishes to make a copy of, or take an extract from, the register under section 54(2) of the Act; or



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- (ii) a member makes a written request under section 56(1) of the Act to be provided with a copy of the register of members,

the committee may require the member to provide a statutory declaration setting out the purpose for which the copy or extract is required and declaring that the purpose is connected with the affairs of the Association.

6.7 Retirement and Resignation.

- (a) Any Member may retire as a member with immediate effect by giving notice in writing to the PLBA;
- (b) Any Member who is an Unfinancial Member for a period of six (6) months will be:
- (i) deemed to have resigned as a member of the PLBA;
 - (ii) shall cease to be a member; and
 - (iii) will be required to re-apply on payment of appropriate fee.

6.8 Rights not Transferable

The rights of a member are not transferable and end when membership ceases



PART 7

General 7.1 Control of funds

- (a) The Association must open an account in the name of the Association with a financial institution from which all expenditure of the Association is made and into which all funds received by the Association are deposited.
- (b) Subject to any restrictions imposed at a general meeting, the committee may approve expenditure on behalf of the Association.
- (c) The committee may authorise the treasurer to expend funds on behalf of the Association up to a specified limit without requiring approval from the committee for each item on which the funds are expended.
- (d) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments of the Association must be signed by —
 - (i) 2 committee members; or
 - (ii) one committee member and a person authorised by the committee.
- (e) All funds of the Association must be deposited into the Association's account within 5 working days after their receipt.

7.2 Financial Statements and Financial Reports

- (a) For each financial year, the committee must ensure that the requirements imposed on the Association under Part 5 of the Act relating to the financial statements or financial report of the Association are met.
- (b) Without limiting subrule (1), those requirements include —
 - (i) if the Association is a tier 1 association, the preparation of the financial statements; and
 - (ii) if the Association is a tier 2 association or tier 3 association, the preparation of the financial report; and
 - (iii) if required, the review or auditing of the financial statements or financial report, as applicable; and
 - (iv) the presentation to the annual general meeting of the financial statements or financial report, as applicable; and
 - (v) if required, the presentation to the annual general meeting of the copy of the report of the review or auditor's report, as applicable, on the financial statements or financial report.

7.3 Audit

- (a) The Board will appoint an Auditor who will prepare for every Annual General Meeting a written report on the Accounts of the PLBA for the immediately preceding financial year, to be presented to each Annual General Meeting;
- (b) The Auditor shall not be a member of the Board.



7.4 Financial Year

A detailed report and Accounts for the preceding financial year shall be presented to every Annual General Meeting.

7.5 Minutes

Minutes shall be maintained of each General Meeting and of all meetings of the Board.

7.6 Inspection of Records.

- (a) Each Director will have full access to and be entitled to inspect all the books and records of the PLBA including minutes of all meetings of sub-committees and of the Board;
- (b) Each Member will be entitled to inspect all minutes of the General Meetings of the PLBA;
- (c) Pursuant to Section 6.5 sub-clause (e) and (f) each Member will be entitled on request to inspect the Register of Members and to make a copy of or take an extract from the Register but shall have no right to remove the Register for that purpose;
- (d) Except as provided in Sub-Clause (b) and (c) no Member of the PLBA will be entitled to inspect any other books or records of the PLBA without the prior written consent of the Board.

7.7 By-laws

- (a) The Board may prescribe, amend or repeal By-laws covering the affairs of the PLBA.
- (b) Without affecting the generality of Sub-Clause (a) the By-laws may prescribe rules for competitions, player registration, team nominations, grading, transfers of players, club names and colours, appointment of referees and umpires, charges, protests and disputes, and the establishment of a Tribunal and judiciary.

7.8 Seal

- (a) The Board will from time to time determine a form of Common Seal for the PLBA.
- (b) The Director of Administration will be responsible for the safe custody of the Seal of the PLBA.
- (c) The Seal of the PLBA may only be utilised in accordance with a resolution of the Board.
- (d) Subject to Sub-Clause (c), the Common Seal will be affixed to deeds and documents in the presence of the President and any Director who will sign every deed or document to which the Common Seal is affixed.
- (e) The Seal shall be affixed in the following form :-

The Common Seal of the PERRY LAKES BASKETBALL ASSOCIATION (INC) was hereunto affixed pursuant to a Resolution of the Board of Directors dated this day of 20

(Signed) President

(Signed) Director

(SEAL AFFIXED)



7.9 Amendments to the Constitution and Special Resolution.

Amendments to the rules do not take effect until required documents are lodged with the Commissioner and these must be lodged within one month after the special resolution is passed. This Constitution may only be amended at an Annual General Meeting or a Special General Meeting of the PLBA at which:

- (a) Not less than 21 days notice has been given of the meeting and of the motion to amend the Constitution;
- (b) not less than three quarters of the votes cast at the General Meeting are in favour of the resolution to amend the Constitution.
- (c) without affecting any of the other provisions of this Constitution written notice of the motion to amend the Constitution and the manner in which it is proposed to amend this Constitution has been given to Members.

7.10 Approval of Director of Liquor Licensing to Amendments of Constitution

As soon as it is practicable after the making of any proposal for the amendment of the Constitution, the Secretary shall provide to the Director of Liquor Licensing certified particulars of the amendments proposed, and effect will not be given to any amendment until approval of the Director of Liquor Licensing to the amendment has been given.

7.11 Powers of Suspension and Expulsion

The Board may if the Board determines that the conduct of a Member is prejudicial to the PLBA suspend and/or expel a Member provided that:

- (a) Before exercising the power of expulsion the Board will suspend the rights of the Member by notice in writing to the member.
- (b) The Board shall immediately convene an inquiry in the form of a special meeting of the Board held for the sole purpose of inquiring into the alleged prejudicial conduct.
- (c) The member alleged to have committed such a breach will be given notice by the Director of Administration of the time, place and date of the meeting, so that the member may attend. Such notice will give details of charges against the member and will be handed to or forwarded by registered post to the member at least seven (7) days prior to the date of the meeting.
- (d) Any member receiving such a notice aforesaid and who is unable to attend the meeting at which his or her matter will be dealt with may appoint a delegate to represent him or her in their absence or seek deferral of that meeting. An affiliate club receiving such a notice may be represented by any delegate appointed by the club (and notified to the Board by the club in writing).
- (e) The member shall be informed in writing of the decision of the meeting by the Director of Administration within 5 business days of that decision.



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- (f)
- (i) Where any member of the PLBA is expelled by the Board and that member feels aggrieved at this decision he or she have the right to appeal against the aforesaid decision to a Special General Meeting called for that sole purpose.
 - (ii) Any expelled member so aggrieved must formally request an appeal. The request must be by way of written notice to the Board and must be made within seven (7) days of the Board's decision.
 - (iii) Upon receipt of any such request the Board must call a Special General Meeting within 30 days from the date thereof.
- (g) The Board may not order the expulsion of a Member until any enquiry is completed and the Member's rights of appeal under (f) are exhausted.
- (h) The Members at a General Meeting may revoke the expulsion of a Member by the Board and reinstate as a Member any Member who has been expelled.
- (i) As from the date of notification of the suspension the Member whose membership has been suspended may not exercise any rights of that Member under this Constitution except for initiating procedures to convene and thereafter to vote at a General Meeting in relation to the suspension or expulsion.
- (j) In the event of expulsion of a member all subscriptions paid by the member shall be refunded pro-rata.

7.12 Address for Service of Notices.

- (a) The address specified by each Member on the application for membership will be the address for service of notices on that Member.
- (b) Any Member may by notice in writing to the PLBA give notice of change of address for service of notices, and if any notification of change of address is given then the address given in the notice of change of address will be the address for service of notices on that Member from the date of receipt of that notice by the PLBA.
- (c) the address provided may be the Member's residential, postal or email address

7.13 Notices by Post

Any Notices required to be given to a Member may be posted to that Member in an envelope by prepaid ordinary post to that Member at that Member's address for service of notices and any notice so posted will be deemed to be served 2 business days after posting

7.14 Dissolution

- (a) The PLBA may be wound up by a resolution at any General Meeting called for such a purpose.
- (b) If upon the dissolution or winding up of the PLBA there remains after the satisfaction of all its debts and liabilities any property whatsoever, the same shall not be paid in or distributed among the members of the PLBA.
- (c) No assets of the PLBA may be transferred to any Member and no Member will have any rights to any of the assets or property of the PLBA on dissolution.



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- (d) Subject to sub-clauses (b) & (c) the assets of the PLBA on dissolution must be transferred to any association incorporated or created in Western Australia for the purpose of conducting or promoting the sport of basketball in Western Australia or to any corporation created for or having the same purpose in the opinion of the Board and if there is no such association or corporation, then to the WABF.

7.15 Membership in other Bodies.

The PLBA must at all times remain a financial member of the WABF.

7.16 Complaints

All complaints by members shall be made in writing to the Director of Administration who shall submit them to the Board if that Director is unable to satisfy the complaint.

7.17 Indemnity

Every Director, paid officer or official representing the PLBA shall be indemnified out of the funds of the Club against all costs charges damages or expenses incurred by them by reason of any contract or covenant entered into or by any act done or default made in any way in the execution of their duty, as such officer save and except such as may have been occasioned by their own wilful act of negligence or default.



PART 8 Resolving Disputes

The procedure set out in this Part applies to disputes between members or between one or more members and the Association

8.1 Parties to attempt to resolve dispute

The parties to a dispute must attempt to resolve the dispute between themselves within 14 days after the dispute has come to the attention of each party.

8.2 How Grievance procedure is started

- (a) If the parties to a dispute are unable to resolve the dispute between themselves within the time required by subclause (a), any party to the dispute may start the grievance procedure by giving written notice to the secretary of —
 - (i) the parties to the dispute; and
 - (ii) the matters that are the subject of the dispute.
- (b) Within 28 days after the secretary is given the notice, a committee meeting must be convened to consider and determine the dispute.
- (c) The secretary must give each party to the dispute written notice of the committee meeting at which the dispute is to be considered and determined at least 7 days before the meeting is held.
- (d) The notice given to each party to the dispute must state —
 - (i) when and where the committee meeting is to be held; and
 - (ii) that the party, or the party's representative, may attend the meeting and will be given a reasonable opportunity to make written or oral (or both written and oral) submissions to the committee about the dispute.
- (e) If —
 - (i) the dispute is between one or more members and the Association; and
 - (ii) any party to the dispute gives written notice to the secretary stating that the party —
 - (i) does not agree to the dispute being determined by the committee; and
 - (ii) requests the appointment of a mediator under 8.5,the committee must not determine the dispute.

8.3 Determination of dispute by Committee

- (i) At the committee meeting at which a dispute is to be considered and determined, the committee must —give each party to the dispute, or the party's representative, a reasonable opportunity to make written or oral (or both written and oral) submissions to the committee about the dispute; and
- (ii) give due consideration to any submissions so made; and
- (iii) determine the dispute.



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- (b) The committee must give each party to the dispute written notice of the committee's determination, and the reasons for the determination, within 7 days after the committee meeting at which the determination is made.
 - (c) A party to the dispute may, within 14 days after receiving notice of the committee's determination under subrule (b)(iii), give written notice to the secretary requesting the appointment of a mediator under rule 8.5.
 - (d) If notice is given under subrule (c), each party to the dispute is a party to the mediation.

8.4 Application of Division

- (1) This Division applies if written notice has been given to the secretary requesting the appointment of a mediator —
 - (a) by a member under rule 7.10; or
 - (b) by a party to a dispute under rule 8.2(e)(ii)(ii) or 8.3(c).
- (2) If this Division applies, a mediator must be chosen or appointed under rule 8.5.

8.5 Appointment of mediator

- (a) The mediator must be a person chosen —
 - (i) if the appointment of a mediator was requested by a member under rule 7.10 — by agreement between the Member and the committee; or
 - (ii) if the appointment of a mediator was requested by a party to a dispute under rule 8.2(e)(ii)(ii) or 8.3(c). — by agreement between the parties to the dispute.
- (b) If there is no agreement for the purposes of subrule (b)(i) or (ii), then, subject to subrules (c) and (d), the committee must appoint the mediator.
- (c) The person appointed as mediator by the committee must be a person who acts as a mediator for another not-for-profit body, such as a community legal centre, if the appointment of a mediator was requested by —
 - (i) a member under rule 7.10; or
 - (ii) a party to a dispute under rule 8.2(e)(ii)(ii) or
 - (iii) a party to a dispute under rule 8.3(c) and the dispute is between one or more members and the Association.
- (d) The person appointed as mediator by the committee may be a member or former member of the Association but must not —
 - (i) have a personal interest in the matter that is the subject of the mediation; or
 - (ii) be biased in favour of or against any party to the mediation.



8.6 Mediation process

- (a) The parties to the mediation must attempt in good faith to settle the matter that is the subject of the mediation.
- (b) Each party to the mediation must give the mediator a written statement of the issues that need to be considered at the mediation at least 5 days before the mediation takes place.
- (c) In conducting the mediation, the mediator must —
 - (i) give each party to the mediation every opportunity to be heard; and
 - (ii) allow each party to the mediation to give due consideration to any written statement given by another party; and
 - (iii) ensure that natural justice is given to the parties to the mediation throughout the mediation process.
- (d) The mediator cannot determine the matter that is the subject of the mediation.
- (e) The mediation must be confidential, and any information given at the mediation cannot be used in any other proceedings that take place in relation to the matter that is the subject of the mediation.
- (f) The costs of the mediation are to be paid by the party or parties to the mediation that requested the appointment of the mediator.

8.7 If Mediation results in decision to suspend or expel being revoked

If —

- (a) mediation takes place because a member whose membership is suspended or who is expelled from the Association gives notice under rule 7.10; and
- (b) as the result of the mediation, the decision to suspend the member's membership or expel the member is revoked,

that revocation does not affect the validity of any decision made at a committee meeting or general meeting during the period of suspension or expulsion.



PERRY LAKES BASKETBALL ASSOCIATION (INC.)

Application for Membership

I/We _____ ("the Applicant") apply for membership of the
Perry Lakes Basketball Association (Inc.).

The Applicant agrees to be bound by and to comply with the Constitution and By- Laws of
the Perry Lakes Basketball Association (Inc.).

The address of the Applicant for service of notices is:-

_____ (Date)

_____ (Signature of Applicant)

(Where the person applying for membership is an Association or Club the Signatory is to print
the position held with the Association or Club ie. President, Secretary,
Member etc.)

Proposer

I/We _____ being a Member, hereby propose the
Applicant for membership of the Perry Lakes Basketball Association (Inc.). (Date)

_____ (Signature)

(Where the Proposer is an Association or Club the Signatory is to print the position held with the
Association or Club which is the proposer ie. President, Secretary, **Member etc.**)



PERRY LAKES BASKETBALL ASSOCIATION

**NOTICE SEEKING NOMINATIONS
FOR ELECTION TO BOARD OF DIRECTORS**

To Members

1. Nominations are invited for election to the Board of Directors.
2. Any person who is a candidate for election, and who wishes to be elected is required to:
 - 2.1 complete and sign the Nomination Form which accompanies this notice;
 - 2.2 arrange for the nomination to be proposed, and for the proposer to sign the Nomination Form;
 - 2.3 ensure that the completed Nomination Form is returned to the Perry Lakes Basketball Association no later than 7 days before the Annual General Meeting.
3. A person is eligible to be elected to the Board of Directors if a person is:
 - 3.1 a natural person over the age of 18 years; and
 - 3.2 who resides in Western Australia; and
 - 3.3 a voting member of the Perry Lakes Basketball Association; and
 - 3.4 has complied with point (2) of this Notice.
4. Nominations may also be received from the floor of an Annual General Meeting.



Perry Lakes Basketball Association (Inc.)

NOMINATION FORM

FOR ELECTION TO BOARD OF DIRECTORS

I- _____ the Candidate") of

_____ State:

1. I am a candidate for the Board of Directors of the Perry Lakes Basketball Association.
2. I am over 18 years of age.
3. My residential address is _____
_____ Post Code _____
4. I am a voting member of the Perry Lakes Basketball Association Inc.

(Signature of Candidate)

(date)

I _____ being a Member of the Perry Lakes Basketball Association Inc., propose the candidate for election in accordance with this nomination form.

(Signed of Proposer)

(date)



By-Laws

- (a) Membership Fees for each class of member shall be set annually by the Board and shall apply for the Calendar Year.
- (b) Fees shall be due and payable upon application for membership of the PLBA.
- (c) A Registered Player shall not be entitled to play beyond the first round of any competition unless all fees owing have been paid.
- (d) No player shall be granted a clearance to another Club unless all fees owing have been paid.
- (e) An Affiliated Club shall not be permitted to have any team play beyond the first round of a competition run by the PLBA unless all fees owing have been paid.



PERRY LAKES BASKETBALL ASSOCIATION (INC.)

Appointment of Proxy

(name) (address)

I,of..... being a

Voting Member of Perry Lakes Basketball Association hereby appoint

(name) (address)

.....of..... being a voting

member of that association as my proxy to vote for me on my behalf at the Special General

Meeting/General Meeting (*delete as required*) of the association to be held on the

.....day of19....., and at any adjournment of that meeting.

My proxy is authorised to vote in favour for/against (*delete as required*) the following resolution(s).

(insert details)

Signature of Member appointing Proxy

(Date)