

STATEMENT OF PURPOSES

&

RULES OF INCORPORATION



**HOPPERS CROSSING NETBALL ASSOCIATION
INCORPORATED
Registration No A0102169M**

RULES of INCORPORATION
of the
HOPPERS CROSSING NETBALL ASSOCIATION INCORPORATED
Registration No A0102169M

as at March 2018

1. NAME

The name of the incorporated association is the Hoppers Crossing Netball Association Incorporated (in these rules called 'the Association')

2. DEFINITIONS AND INTERPRETATIONS

A. DEFINITIONS

In these Rules and in the Statement of Purposes, unless the contrary intention appears:

Appeals Tribunal:

As per composition in clause 5.6 (b)

Club:

An entity of one (or more) teams and shall be represented by their delegate

Committee:

The Committee of Management of the Association

Committee of Management:

The nominated delegate from the clubs and the executive officers

Delegates:

One (1) nominated personnel from each team

Disciplinary Committee:

as per composition in *clause 5.2 ii*

Executive Officers of the Association:

known as Executive means President; Vice President; Secretary; Treasurer; Assistant Secretary (*if applicable*)

Financial year:

Year ending on 31st December

General Meeting:

A general meeting of members convened in accordance with *rule 11*

Member:

Member of the Association

Ordinary Member:

A club of the Association as defined in *rule 4.1(a)*

Ordinary member of the committee: A member of the committee who is not an officer of the Association under *rule 21.1* also known as General Committee Member

Regulations:

Regulations under the Act

Relevant documents:

Has the same meaning as in the Act

Rules:

These rules of the Association and includes the Statement of Purposes

Special Resolution:

A resolution passed by at least three-quarters of the members present and entitled to vote at a Special General Meeting called for that purpose of which 28 days' notice has been given. Or such

The Act:

other majority or procedure as is required under the Act from time to time Associations Incorporation Act 1981 (Vic.).

Voting Delegate:

One nominated person from each team who represents that team in any voting matters

B. INTERPRETATIONS

- i. In these Rules, a reference to the secretary of an association is a reference to that person. If a person holds office under these rules, as Administration Manager of the association and in any other case: to the public officer of the association
- ii. The management, administration or any activities of the association shall not be carried on for the purposes of the profit or pecuniary interests, for any individual of the association

3. ALTERATION TO THE RULES

These Rules and the Statement of Purposes of the Association must not be altered except in accordance with the Act

Alterations shall be

- i. Submitted in writing to the Administration Manager at least twenty-eight (28) days prior to the Annual General Meeting of the Committee or twenty-eight (28) days prior to a Special General Meeting of the Association
- ii. Forwarded to the member club at least twenty-one (21) days prior to the meeting as in *sub-clause i*
- iii. Accepted from the President and Administration Manager
- iv. Accepted by the Committee
- v. Passed by a special resolution: Seventy-five percent majority of eligible voters, six (6) club delegates or the proxy holders (*where applicable*) vote to this effect
- vi. Received from a delegate at a meeting, in the course of which an emergency extra ordinary meeting has been declared by the Executive, and dealt with as in *sub-clause v*

4. MEMBERSHIP OF ASSOCIATION

A. CLASSES OF MEMBER

The members of the Association shall be, and shall be divided into, the following classes:

- i. Ordinary members: which shall mean and include all clubs that have applied and been approved for membership in accordance with rule 4.2 A club is an entity of one (or more) teams and shall be represented by their delegate. The delegate shall have the right to be present, to debate and to vote and general meetings
- ii. Life Members: This shall mean and include those persons who have been elected as a life member at an Annual General Meeting. Life members shall have the right to be present, to debate and to vote and general meetings. *see also 32 A*

- iii. Registered members: which shall mean and include all players; coaches and umpires: who must be current registered members of Netball Victoria. Also those persons who are registered members of each club. Registered members SHALL NOT have the right to be present or vote at general meetings

B. APPLICATION FOR MEMBERSHIP

- i. A netball club, which applies for, and is approved for membership (as provided in these rules) is eligible to be an ordinary member of the association on payment of the annual affiliation fee and team registration fee. (payable as determined by the committee from time to time)
- ii. The application of a club for membership of the Association
 - a) shall be in writing on the prescribed form and,
 - b) shall be lodged with the Registrar
- iii. As soon as practical after receipt of an application the Registrar shall refer the application to the Administration Manager
- iv. Upon the application being assessed by the registrar: the registrar shall then refer the submission and recommendation to the committee
- v. Upon the application being referred to the committee: the committee shall determine whether to approve or reject the application
- vi. Upon the application being approved/rejected by the committee: The Registrar shall notify the club that it is approved/rejected for membership of the association. If approved, will request payment: of the sum payable determined under these rules as the Annual Affiliation Fee and team registration fee
- vii. The Administration Manager shall upon receipt of payment referred to in sub-clause (v) enter the club name and details in the register of members
- viii. A right; privilege or obligation of a club by reason of its membership of the association:
 - a) Is not capable of being transferred or transmitted to another club and
 - b) Terminates (upon the termination of its membership) whether by resignation or otherwise

C. SUBSCRIPTION AND FEES

- i. An annual affiliation fee for ordinary members will be determined at the Annual General Meeting for each playing season
- ii. On payment of the affiliation fee fixed pursuant to sub-clause (i) those members are deemed to be financial members up to and including the next annual general meeting
- iii. All players; coaches and umpires of the association must be current registered members of Netball Victoria prior to participation in any competition conducted under the auspices of the association

D. REGISTER OF MEMBERS

The Administration Manager shall keep and maintain a register of all members in which shall be entered the full name; address and date of birth: of each member. The register shall be available for inspection by members at the address of the public officer

E. EFFECT OF MEMBERSHIP

- Members acknowledge and agree that:
 - i. these rules constitute a contract between each member and the association: they are bound by the rules and the regulations
 - ii. they shall comply with and observe the rules; the regulations; any policy; determination or resolution which may be made/passed by the committee and/or executive
 - iii. by submitting to these rules and the regulations they are subject to the jurisdiction of the association
 - iv. the rules and regulations are necessary and reasonable for promoting the purposes of the association
 - v. they are entitled to all benefits, advantages, privileges and services of their membership as determined by the executive.
- Members may by virtue of membership of the association and subject to these rules:
 - i. express in writing (or otherwise) their views and opinions in any meeting in respect of which they are entitled to participate in accordance with these rules
 - ii. make any proposals and/or submissions to the committee and/or executive
 - iii. engage and participate in any activity approved; sponsored or recognised by the association
 - iv. conduct any activity approved by the association
- A right, privilege or obligation of a person by reason of their membership of the association:
 - i. is not capable of being transferred or transmitted to another person
 - ii. terminates upon the cessation of membership whether by death; resignation or otherwise

F. CEASING OF MEMBERSHIP

- i. Ordinary members of the association (who have paid all monies due and payable by a club to the association) may resign from the association by giving fourteen (14) days' notice (*in writing*) to the Administration Manager of the association stating their intention to resign
- ii. The Administration Manager must record in the register of members the date on which the club ceased to be a member

5. DISCIPLINE; SUSPENSION OR EXPULSION OF MEMBER BREACH OF DISCIPLINE BY A MEMBER

Subject to these rules: if the committee of management is of the opinion that a member has refused or neglected to comply with these rules:

- been guilty of conduct unbecoming a member;
- been prejudicial to the interests of the association;
- has brought the association into disrepute;

The committee may by resolution:

- i. fine that member an amount not exceeding \$500.00; *or*
- ii. suspend that member from membership of the association for a specified period; *or*
- iii. expel that member from the association

B REPORT OF DISCIPLINARY MATTER

- i. Any member; committee of management member; official or other interested person (here as known as *complainant*) may give written notice of a complaint relating to the conduct (or otherwise) of a member to the Hearings/Complaints Officer
- ii. The Hearings/Complaints Officer will convene a disciplinary committee composed of three (3) members who will be representatives from:
 - the executive committee of the association
 - the netball region committee
 - another association within the region
 - the community or local sporting group (football league/club)

C DETERMINATION OF DISCIPLINARY COMMITTEE

- i. The disciplinary committee shall as soon as practicable after receiving a notice: investigate and consider the matter. They shall (within 14 days) of receiving such notice determine whether:
 - a) the matter should be dismissed: because in its determination there has been no relevant breach of discipline. *or*,
 - b) determine there are reasonable grounds to believe there may have been a breach of rule 5.1; and accordingly that the matter warrants review and determination in accordance with the principles of natural justice
- ii. if the disciplinary committee determines the complaint should be dismissed ; it shall as soon as practicable give written notice of such to the member
- iii. if the disciplinary committee determines the matter warrants further review; it shall as soon as practicable give written notice of such to the member

- a) setting out the grounds on which there may have been a breach of rules
- b) stating the member *personally (via its delegate or by its adult representative)* address the disciplinary committee at a hearing to be held no earlier than fourteen (14) and not later than twenty-eight (28) days after service of the notice (which will state the date)
- c) place and time of that hearing
- d) Inform the member that the member may do one or both of the following:
 - *attend or participate in that hearing and make submissions personally or by its delegate or representative or*
 - *give the association before the date of that hearing a written statement setting out relevant information surrounding the complaint and if appropriate seeking dismissal of the complaint*

D MEETING OF DISCIPLINARY COMMITTEE

At a meeting of the disciplinary committee, the committee shall:

- i. give the member and the complainant every opportunity to be heard
- ii. give due consideration to any written statement submitted by the member and the complainant
- iii. allow the member and the complainant to have an adult representative (*of which the representative shall not be legally trained or qualified*)
- iv. by resolution; determine whether to dismiss or uphold the complaint
- v. may request and/or require the complainant or any other witness to attend the meeting and *provide (wherever possible in writing)* such evidence as is available

E DISCIPLINARY COMMITTEE RESOLUTION

The disciplinary committee, having had regard to any submission or evidence of the member and the complainant, may by resolution:

- i. expel a member from the association
- ii. suspend a member from membership of the association for a specified period
- iii. fine a member such amount not exceeding any maximum amount prescribed in regulations to the Act
- iv. reprimand a member
- v. otherwise impose such penalty or arrive at such other resolution as considered appropriate

F EFFECT OF RESOLUTION

- i. if the member exercises a right of appeal to the association under this rule: the association confirms the resolution in accordance with this rule will take effect

- until and unless the committee revokes the determination in accordance with this rule.
- ii. the Hearings/Complaints Officer will convene an appeals tribunal consisting of three (3) members from the following:
- Representative from Region Sports Assembly
 - Representative from Netball Victoria
 - Representative from Region
 - Representative from Community

G NOTICE OF APPEALS TO APPEALS TRIBUNAL

Where the association receives notice (not later than seven (7) days after the meeting) indicating the member wishes to appeal to the appeals tribunal then a meeting shall be convened in accordance with these rules to be held within twenty-eight (28) days of the date on which the association received such notice

H PROCEEDINGS OF APPEALS TRIBUNAL

- i. at a meeting the disciplinary committee: may place before the appeals tribunal details of the grounds for the resolution and the reasons for the passing of the resolution
- ii. the member: personally, by their delegate or through their adult *representative (not being legally trained or qualified)* shall be given every opportunity to be heard (*personally or in written submission*)
- iii. the members present of the appeals tribunal: following consideration, shall decide whether the resolution should be confirmed or revoked

I DECISION OF APPEALS TRIBUNAL

- i. the tribunal shall either:
 - a) pass a resolution confirming the resolution of the disciplinary committee *or*
 - b) pass a resolution confirming the resolution of the disciplinary committee be revoked immediately.
- ii. decisions of the appeals tribunal will be binding upon the association and member

J SUSPENSION IN EXCEPTIONAL CIRCUMSTANCES

In addition to the rights of suspension and the expulsion under these rules:

- a) the Executive may in its discretion: suspend a member from the association in exceptional circumstances pending determination of a resolution under this rule.
- b) For the purposes of this rule **exceptional circumstances** (Any deliberate action that results in serious injury) means circumstances in which, after reasonable enquiry, it is considered that the association or any of the members may

suffer damage or detriment as a result of the actions or inactions by the member who is being considered for suspension under this rule.

- c) If a suspension is imposed under this rule, the secretary shall notify the member concerned of the suspension in writing and send a copy of such notification to the committee.
- d) There is no right of appeal of a suspension made under this rule.

No Committee Member; (delegate) of any club which can be party to any protest, charge or dispute: (if the decision to be reached is likely to effect the result of any match played) vote upon the questions arising in connection with such protest; charge or dispute at the meeting of the board dealing with same issue

6. ANNUAL GENERAL MEETINGS

- A. The committee may determine the date, time and place of the annual general meeting of the association but not later than the 3rd week in March each year
- B. The notice convening the annual general meeting must specify that the meeting is an Annual General Meeting
- C. The ordinary business of the annual general meeting shall be:
 - iii. The annual general meeting may conduct any special business of which notice has been given in accordance with these rules

7. SPECIAL GENERAL MEETINGS

- A. In addition to the annual general meeting, any other general meeting may be held in the same year
- B. All general meetings other than the annual general meeting are special general meetings
- C. The executive may, whenever it thinks fit, convene a special general meeting of the association
 - iv. to confirm the minutes of the previous annual general meeting and of any general meeting held since that meeting
 - i. to receive from the committee reports upon the transactions of the association during the last preceding financial year
 - ii. to elect officers of the association committee
 - iii. to receive and consider the statement submitted by the association in accordance with section 30(3) of the Act
- D. The executive must, on the request in writing of five (5) ordinary members convene a special meeting of the association
- E. The request for a special general meeting must state the objects of the meeting; and be signed by the members requesting the meeting; and be sent to the address of the association
- F. If the executive does not call a special general meeting to be held within one (1) month after the date on which the request is sent to the address of the association: the members making the request, or any of them, may

convene a special general meeting to be held not later than three (3) months after that date

- G. If a special general meeting is convened by members in accordance with rule, it must be convened by the executive and all reasonable expenses incurred in convening the special general meeting must be refunded by the association to the person(s) incurring the expenses

8. SPECIAL BUSINESS

All business that is conducted at a special general meeting and all business that is conducted at the annual general meeting, except for business conducted under the rules as ordinary business of the annual general meeting, is deemed to be special business

9. NOTICE OF GENERAL MEETINGS

- A. The Administration Manager of the association: at least fourteen (14) days (or if a special resolution has been proposed) at least twenty-one (21) days before the date fixed for holding a general meeting of the association, must cause to be sent to each ordinary member of the association, a notice stating the venue; date and time of the meeting; also the nature of the business to be conducted at the meeting
- B. Notice may be sent:
- by prepaid post to the address appearing in the register of members
 - if the member requests: by electronic transmission
- C. In the course of an emergency: the president may instruct the Administration Manager to convene a special general meeting. This shall be carried out by the Administration Manager advising by telephone either the president or delegates of each ordinary member of such meeting. This can be called within twenty-four (24) hours of such telephone notice
- D. No business other than that set out in the notice convening the meeting may be conducted at the meeting
- E. An ordinary member intending to bring any business before a meeting may notify in writing (or by electronic transmission) the Administration Manager of that business. The Administration Manager must include that business in the notice calling the next general meeting

10. QUORUM AT GENERAL MEETINGS

- A. No item of business may be conducted at a general meeting unless a quorum of club delegated (entitled under these rules to vote) is present at the time when the meeting is considered that item
- B. ten (10) delegates personally present constitute a quorum for the conduct of the business of a general meeting
- C. If, within half an hour after the appointment time for the commencement of a general meeting, a quorum is not present:
- in the case of a meeting convened upon the request of members: the meeting must be dissolved
 - in any other case: the meeting shall stand adjourned to the same day in the next week at the same time and (unless another place is specified by the chairperson 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

- D. Half an hour after the time appointed for the commencement of the meeting: the members personally present *being not less than six (6)* shall be a quorum

11. PRESIDING AT GENERAL MEETINGS

- A. The President (or in the president's absence) the Vice-President, shall reside as chairperson at each general meeting of the association
- B. If the President and the Vice-President are absent from a general meeting (or are unable to preside) the members present must select one of their number to preside as chairperson

12. ADJOURNMENT OF MEETINGS

- A. The person presiding may, with the consent of a majority of members present, adjourn the meeting from time to time and place to place
- B. No business may be conducted at an adjourned meeting other than the unfinished business from the meeting that was adjourned
- C. If a meeting is adjourned for fourteen (14) days or more: notice of the adjourned meeting must be given in accordance with rule 12
- D. Except as provided in sub rule 13 it is not necessary to give notice of an adjournment or of the business to be conducted at an adjourned meeting

13. VOTING AT GENERAL MEETINGS

- A. Upon any question arising at a general meeting of the association: a club has one (1) vote only
- B. All votes must be given personally by the nominated club delegate
- C. In the case of an equality of voting on a question; the chairperson of the meeting is entitled to exercise a second (2nd) or casting vote
- D. A club delegate is not entitled to vote at a general meeting unless all monies due and payable by the club to the association have been paid (*other than the amount of the annual subscription payable in respect of the current financial year*)
- E. In the event of a ballot being demanded: the President/Chairperson shall appoint two (2) scrutineers to conduct the ballot. The result shall be final
- F. Any voting delegate may call a recount after the vote has been taken and declared

14. POLL AT GENERAL MEETINGS

- A. If at a meeting; a poll on any question is demanded by not less than three (3) members; it must be taken at that meeting in such a manner as the chairperson may direct. The resolution of the poll shall be deemed to be a resolution of the meeting on that question
- B. A poll that is demanded on the election of a chairperson; or a question of an adjournment: must be taken immediately. A poll that is demanded on any other question; must be taken at such time before the close of the meeting as the chairperson may direct

15. MANNER OF DETERMINING WHETHER A RESOLUTION IS CARRIED

If a question arising at a general meeting of the association is determined on a show of hands:

- i. a declaration by the chairperson that a resolution has been:
 - a) carried
 - b) carried unanimously
 - c) carried by a particular majority
 - d) lost
- ii. 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

16. PROXIES

- A. No proxy voting is allowed at any Annual General Meeting
- B. Each club must have one (1) delegate appointed to attend all meetings
- C. Each club is entitled to appoint another member as a substitute person by notice given to the Administration Manager prior to the meeting commencement

17. GREIVANCE PROCEDURE; DISPUTES AND MEDIATION

- A. The grievance procedure set out in this rule applies to disputes under these rules between
 - a) a member and another member
 - b) a member and the association
- B. Any member may give written notice of a dispute under these rules (not being a disciplinary matter)
- C. The Hearings/Complaints Officer shall as soon as practicable: but within seven (7) days forward written notification of the dispute to all parties of the dispute. This may require the parties to meet and discuss; and attempt to (if possible) to resolve the dispute. If necessary this meeting must occur within fourteen (14) days of the notice to parties
- D. If requested by any one or more parties to the dispute the Hearings/Complaints officer shall act to facilitate the arrangement of the meeting referred to
- E. If the parties are unable to resolve the dispute at the meeting (or if any party fails to attend that meeting) then the parties must (within fourteen (14) days; hold a meeting in the presence of a mediator
- F. The mediator must be:
 - a) a person having knowledge and expertise in relation to netball
 - b) a person chosen in agreement between the parties
 - c) in the absence of agreement
 - i. in the case of a dispute between a member and another member: a person appointed by the executive of the association
 - ii. in the case of a dispute between a member and the association: a person who is a mediator appointed by

such independent mediation service as is determined by the president

- d) a member of the association can be a mediator
- e) the mediator CANNOT be a member who is a party to the dispute
- f) the parties to the dispute must in good faith, attempt to settle the dispute by mediation
- g) the mediator in conducting the mediation (which must be completed within thirty (30) days) shall
 - i. give the parties to the mediation process every opportunity to be heard
 - ii. allow due consideration by all parties of any written statement submitted by any party
 - iii. ensure that natural justice is accorded to the parties to the dispute throughout the mediation process
 - iv. allow each of the parties to have an adult representative: *which shall not be legally trained or qualified*
- h) the mediator must NOT determine the dispute
- i) if the mediation process does not result in the dispute being resolved: the parties may seek to resolve the dispute in accordance with the Act or otherwise at law

18. COMMITTEE OF MANAGEMENT

A. The affairs of the association shall be managed by the Committee of Management

B. The committee:

- i. shall control and manage the business and affairs of the association
- ii. may, subject to the rules; the Act and the regulations, 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
- iii. subject to these rules; the Act and the regulations: have 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
- iv. Subject to section 23 of the Act: the committee shall consist of:
 - a) the officers of the association
 - b) delegates as elected by the members of the association with a minimum number of four (4)

Each of whom shall be elected at the Annual General Meeting of the association in each year

19. OFFICE BEARERS

A. The officers of the association shall be:

- i. a President
- ii. a Vice-President
- iii. a Secretary
- iv. a Treasurer

- v. an Assistant Secretary *(if applicable)*
- B. The provisions of rule 20, so far as they are applicable and with the necessary modifications, apply to and in relation to the election of persons to any other offices referred to in sub rule (i)
 - C. Each officer of the association shall hold office until the annual general meeting next after the date of his/her election but is eligible for re-election
 - D. In the event of a casual vacancy in any office referred to in sub rule (1), the committee may appoint one of its members to the vacant office and the member appointed may continue in office up to and including the conclusion of the annual general meeting next following the date of the appointment
 - E. The committee shall have the power to appoint other persons as officers for the purpose of assisting the executive in carrying out its responsibilities

20. ELECTION OF OFFICERS

- A. Nominations of candidates for election of officers of the association will be received (in writing) and signed by two (2) members of the association and accompanied by the written consent of the candidate and delivered to the Administration Manager not less than seven (7) days prior to the annual general meeting
- B. If the number of nominations received exceeds the number of vacancies to be filled; a ballot must be held
- C. The ballot must be conducted at the annual general meeting in such manner as the committee may direct
- D. 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
- E. 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

21. VACANCIES

The office of an officer of the association becomes vacant if the officer or member:

- i. ceases to be a member of the association *(or)*
- ii. becomes an insolvent under the administration within the meaning of the corporations law *(or)*
- iii. resigns from office by notice in writing given to the Administration Manager

22. MEETINGS OF THE COMMITTEE

- A. The committee must meet at least three (3) times in each year at such place and such times as they determine: Annual General Meeting; mid-season meeting; end of season meeting
- B. Special meetings of the committee of management may be convened by the President or by any four (4) members of the board
- C. No item of business may be conducted at a committee meeting unless a quorum of committee members are present. A quorum of the committee will be a minimum of 50% member (+1)

23. NOTICE OF COMMITTEE MEETINGS

- A. Written notice of each committee meeting must be given to each club at least two (2) business days prior to the date of the meeting
- B. Written notice must be given to members of the committee of any special meeting specifying the general nature of the business to be conducted and no other business may be conducted at such a meeting

24. REMOVAL OF A COMMITTEE MEMBER

- A. The association in general meeting may, by resolution, remove any member of the committee of management before the expiration of the members term of office and appoint another member in his/her place, to hold office until the expiration of the term of the first mentioned member
- B. A member who is the subject of a proposed resolution referred to in sub rule 27.1 may make representations in writing to the Administration Manager or President of the association (not exceeding a reasonable length) and may request that the representations be provided to the members of the association
- C. The Administration Manager or the President may give a copy of the representations to each member of the association or if they are not so given, the member may require that they be read out at the meeting
- D. Any office bearer who fails to attend three (3) consecutive meeting (including committee meetings) without an accepted apology, shall be dismissed from office and a replacement shall be appointed/elected

25. MINUTES OF MEETINGS

The Administration Manager of the association must keep minutes of the resolutions and proceedings of each general meeting; special meeting and officer meetings, together with a record of the names of persons present at meetings

26. FUNDS

- A. The treasurer of the association must:
 - i. collect and receive all monies due to the association and make all payments authorised by the association *(and)*
 - ii. keep correct accounts and books showing the financial affairs of the association with full details of all receipts and expenditure connected with the activities of the association
- B. All cheques; drafts; bills of exchange; promissory notes and other negotiable instruments must be signed by two (2) members of the executive
- C. The funds of the association shall be derived from annual fees; subscriptions; grants; donations and such other sources as the committee determines

27. SEAL

- A. The common seal of the association must be kept in the custody of the Administration Manager
- B. The common seal must not be affixed to any instrument except by the authority of the committee and the affixing of the common seal must be

attested by the signatures either of two (2) members of the committee or one (1) member of the committee and the public officer of the association

28. NOTICE TO MEMBERS

Except for the requirement in *rule 9*, any notice that is required to be given to a member, on behalf of the association, under these rules may be given by:

- i. delivering the notice to the member personally (*or*)
- ii. sending it by prepaid post addressed to the member at that members address shown in the register of members (*or*)
- iii. facsimile transmission: if the member has requested that the notice be given to him/her in this manner (*or*)
- iv. electronic transmission: if the member has requested that the notice be given to him/her in this manner

29. WINDING UP

In the event of the winding up or cancellation of the incorporation of the association the assets of the association must be disposed of in accordance with the provisions of the Act

30. CUSTODY AND INSPECTION OF BOOKS AND RECORDS

- i. Except as otherwise provided in these rules, the Administration Manager must keep in his/her custody or under his/her control all books; documents and securities of the association
- ii. All accounts; books; securities and any other relevant documents of the association must be available for inspection free of charge by any member upon request
- iii. A member may make a copy of any accounts; books; securities and any other relevant documents of the association
- iv. The Administration Manager shall maintain an accurate record of all correspondence (both inward and outward) in the course of administration of the association and make available a list of all correspondence to the members

31. BY-LAWS

- A. The by-laws of the association shall be known as '*Appendix A*' of these rules and shall outline association rules of which shall be accepted by all members of the association as binding whilst playing; coaching and/or participating in the game of netball under the auspices of the association: these By-Laws may be reviewed as required to maintain consistency with its obligations and requirements
- B. Significant changes to the By-Laws must be ratified by the members of the association at a general meeting after giving the appropriate notice in accordance with these rules
- C. Minor amendments to the By-Laws to maintain uniformity with current requirements (*Netball Victoria guidelines*) may be approved by the committee of management

32. LIFE MEMBERSHIP

- A. The association may appoint life membership at its Annual General Meeting – providing such person(s) proposed for life membership has served at least ten (10) years with the association in a working capacity (or) who has significantly contributed the enhancement of the association and five (5) years of service at the discretion of the committee of management
- B. Life members shall receive a life membership badge and have the same privileges as delegates (including voting rights unless at that time delegating for a club) further they shall receive free membership of the association and free admittance to any social function of the association
- C. Election of life membership shall require a vote of the majority of clubs present at the annual general meeting

33. SCREENING PROCEEDURE

- A. Where a member acting for the association is required to have a screen/police check, the association shall require the preferred applicant or existing appointee to complete a Netball Victoria Consent to Release Information to Association or Club form. This form will authorise Netball Victoria to advise the association whether the person subject to screening may be appointed to the position he/she is applying for
- B. The form should be provided to the person subject to screening: with a cover letter outlining the screening process and advising of the fee structure
- C. On receipt of the Netball Victoria letter (stating whether the applicant may or may not be appointed) the association will send the applicant a letter, confirming their appointment/non-appointment. The letter from Netball Victoria will then be filed with the applicants applicable forms
- D. The association WILL NOT create a database of information based on the police check results

34. ENFORCEABILITY

If any provisions of these rules or any phrase contained in them is invalid or unenforceable in any jurisdiction; the phrase or provision shall be read down for the purpose of that jurisdiction (if possible) so as it is valid and enforceable. If it cannot be read down, the provision shall be served to the extent of the invalidity or unenforceability. The remaining provisions of these rules and their validity or enforceability shall not be affected by the severance in any other jurisdiction

35. REGISTERED ADDRESS

The registered address of the association shall be at such place as determined by the committee from time to time

36. LEAVE OF ABSENCE

- A. The committee may grant a leave of absence to a committee member for a period not exceeding three (3) months; on the submission of a written application for such leave to the President

- B. The committee may (in its discretion) grant a leave of absence to a committee member for such period as it sees fit following consideration of an application submitted in writing to the President; provided:
- i. if such period is one (1) year or more, that committee member is taken to have resigned their position, but shall be entitled to seek re-election at the Annual General Meeting at which their term of office would otherwise have concluded
 - ii. in no circumstances shall the leave of absence exceed the remaining term of office of the committee member

37. COMMITTEE MEMBERS INTERESTS

- A. A committee member is disqualified by holding any place of profit; position of employment in the association; in any company or incorporated association; in which the association is a stakeholder; otherwise interested or from contracting with the association either as vendor; purchaser or otherwise except with express resolution of approval of the committee of management. Any such contract, or any contract or arrangement entered into by or on behalf of the association in which any committee member is in any way interested will be voided for such reason
- B. The nature of the interest of such committee member must be declared by the committee member at the meeting of the committee at which the contract/arrangement is first taken into consideration if the interest then exists or in any other case at the first meeting of the committee after the acquisition of the interest. If a committee member becomes interested in a contract/arrangement after it is made or entered into, the declaration of the interest must be made at the first meeting of the committee held after the committee member becomes interested
- C. A general notice that a committee member is a member of any specified firm or company and is to be regarded as interested in all transactions with that firm or company is sufficient declaration under *rule 37 B* as regards such committee member and the said transactions. After such general notice it is not necessary for such committee member to give special notice relating to any particular transactions with that firm or company
- D. It is the duty of the Administration Manager to record in the minutes any declaration made or any general notice as mentioned: given by a committee member in accordance with *rule 37 B* and *37 C*
- E. A committee member (not-with-standing the interest) may be counted in the quorum present at any meeting but cannot vote in respect of any contract/arrangement in which the committee member is interested. If the committee member votes; the vote shall not be counted

38. DELEGATED POWERS AND DUTIES

- A. The committee of management may establish and delegate any of its functions; powers or duties (except this power to delegate) to such sub-committees as it thinks fit. They may recall/revoke any such delegation or appointment and may amend/repeal any decision made by such committee
- B. The committee of management shall determine (*in writing*) the duties and powers afforded to any sub-committee. The sub-committee shall (in the

- exercise of such delegated powers) conform to any directions or regulations that may be prescribed by the committee of management
- C. A committee of management member or the president shall be ex-officio members of any sub-committee so appointed
 - D. The proceedings for any sub-committee shall (with any necessary or incidental amendment) be the same as that applicable to meetings of the committee of management
 - E. Within seven (7) days of any meeting of a sub-committee: the sub-committee shall send a copy of the minutes and any supportive documentation to the Administration Manager

39. INDEMNITY

- A. Every member of the committee of management; auditor; manager; employee or agent of the association shall be indemnified out of the property and assets of the association; against any liability incurred by him/her in their capacity as member of the committee of management. Auditor or agent in defending any proceedings (whether civil or criminal) in which judgment is given in his/her favour; or in which he/she is acquitted; or in connection with any application in relation to any such proceedings in which relief is granted to him/her by the court
- B. The association shall indemnify its members of the committee of management; managers and employees against all damages and costs (including legal costs) for which any such members of the committee of management; manager or employee may be/or become liable to any third party in consequence of any act or omission except willful misconduct
 - i. case of a member of the committee of management: performed/made whilst acting on behalf of and with the authority, express or implied of the association
 - ii. case of an employee: performed or made in the course of, and within the scope of his/her employment by the association

STATEMENT OF PURPOSES

HOPPERS CROSSING NETBALL ASSOCIATION INCORPORATED **Registration No A0102169M**

as at March 2018

1. NAME

The name of the incorporated association is the Hoppers Crossing Netball Association Incorporated (in this statement called 'the Association')

2. PURPOSES OF ASSOCIATION

The purposes for which the Association is established to:

- i. encourage and promote netball in the City of Wyndham area
- ii. Promote the Australian national game of netball
- iii. Organise the conduct of day competition, making rules and regulations and establish procedures for the orderly conduct and good management of the competition. Such powers shall include making of rules in respect to registration of players and club officials, admission and removal of members from the competition, discipline of members, players and officials, recognition of achievement of members, players and officials and settlement of disputes in relation to all matters over which the association has power
- iv. Appoint Committee of Management to represent and act on behalf of its members in accordance with these rules and good management practices
- v. Provide for the promotion, encouragement and administration of the sport of netball
- vi. Encourage participation and enjoyment in the sport of netball as a means of improving health, fitness and the quality of life
- vii. Encourage improvement in the standard of netball and sportsmanship generally and endeavor to ensure a high standard of netball is maintained
- viii. Develop a sense of sportsmanship and a high degree of proficiency in the netball competitions, adopting and complying with the rules of the sport of netball
- ix. Encourage and promote the health and safety of competitors, enhancing drug free competition
- x. Promote and hold, either alone or jointly, with any other association, club or person- netball competitions, championships, exhibitions, meetings and other activities of the association generally
- xi. Invest and deal with monies of the association not immediately required

3. POWERS OF ASSOCIATION

Solely for furthering the purpose set out above, the association has power to:

- i. maintain and alter any buildings, grounds, structure or works necessary or convenient for the purposes of the association
- ii. buy, sell and deal in all kinds of articles, commodities and provisions, both liquid and solid, for the members of the association or persons frequenting the associations functions

- iii. enter into any arrangements with or seek from any government or authority any authorities, licenses' or permits, that are incidental or conducive to the attainment of the objectives and the exercise of the powers of the association, including liquor licenses', and to obtain from any such government or authority any rights, privileges and concessions which the committee considers desirable to obtain, and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions
- iv. raise or borrow money on bonds or mortgage or other security of any property held for or on behalf of the association or without any such security and upon such terms the committee shall determine
- v. receive money on deposit with or without allowance of interest thereon
- vi. invest any monies of the association, not immediately required for the purposes of the association, in such a manner as may from time to time be determined by the association
- vii. borrow or raise money either alone or jointly with any other person or legal entity in such manner as may be determined by the committee and whether upon fluctuating advance account or overdraft or otherwise to represent or secure any monies and farther advances borrowed or to be borrowed alone or with others as foresaid by notes secured or unsecured, debentures or debenture stock perpetual or otherwise, or by mortgage, charge, lien or other security upon the whole or any part of the association's property or assets present or future and to purchase, redeem or pay off any such securities
- viii. do all or any of the matters authorised either alone or in conjunction with any person, company, incorporated association or unincorporated body or by or through any factors, trustees or agents
- ix. take such steps by personal or written appeals, public meetings or otherwise as may from time to time be deemed expedient for the purposes of procuring contributions to the funds of the association in the shape of donations, annual subscriptions or otherwise
- x. be a member, affiliate or be associated in any other way with, any organisation which has purposes which are similar, in whole or in part, to that of the association
- xi. apply the income and assets of the association to the promotion of the association
- xii. print and publish any leaflets newsletters etc. that the association may think desirable for the promotion of its purposes
- xiii. appoint, hire, employ, remove any contractors and other persons in and for carrying out the purposes of the association and to pay them in return for such services rendered to the association
- xiv. subscribe to any charities and to grant donations for any public purpose
- xv. promote any other person/s or company for any purpose calculated to benefit the association
- xvi. take legal proceedings of any nature
- xvii. do all such acts and things as are incidental, conducive or subsidiary to all or any of the purposes of the association

4. APPLICATION OF INCOME

- i. The income and property of the association shall be applied solely towards the promotion of the purposes of the association as set out in this statement of purposes
- ii. No portion of the income or property of the association shall be paid or transferred, directly or indirectly by way of payment, bonus or otherwise to any member, but this shall not preclude payment to a members/s in good faith for expenses incurred or services rendered

5. LIABILITY OF MEMBERS

The liability of the members of the association is limited

6. INTERPRETATION CLAUSE

If any provision of this statement of purposes or any phrase contained in it is invalid or unenforceable in any jurisdiction, the phrase or provision is to be read down for the purpose of that jurisdiction, if possible so as to be valid and enforceable, and otherwise shall be served to the extent of the invalidity or unenforceability, without affecting the remaining provisions of this statement of purposes or affecting the validity or enforceability of that provision in any other jurisdiction

The specification of the purposes of the association in *clause 2*, and the powers in clause 3 of this statement of purposes, and the rules of the association are not in any particular order and are not to be construed so as to lead to the interpretation that any object or power is more important than any other object or power