

Marlborough Basketball Association Incorporated

Constitution and Bylaws

(Accepted by Incorporated Societies Office 7/7/95)
(Society Number 221109)

1. NAME

1. The name of the Association shall be the Marlborough Basketball Association Incorporated
2. The boundaries of the Association shall be Marlborough
3. The registered office of the Association shall be at such place as may be determined by the Committee from time to time.

2. OBJECTS

1. The objects of the Marlborough Basketball Association Incorporated shall be:
 - 1.1 To control, promote, foster and develop the game of basketball.
 - 1.2 To apply for and maintain membership of Basketball New Zealand (BBNZ)
(Amended 20/02/2008)

3. DEFINITIONS

Unless contrary to the context the following definitions shall apply:

ASSOCIATION	shall mean the Marlborough Basketball Association Incorporated
MEMBER	shall mean member as defined in Rule 5 of these Rules
RULES	shall mean the Constitution and Bylaws of the Marlborough Basketball Association Incorporated
COMMITTEE	shall mean the Executive Committee of the Association
NOTICE	shall mean a letter posted, fax sent, email sent or notice in any Association newsletter or on any Association public notice board, or an advertisement placed in a local newspaper or radio. <i>(Amended 20/02/2008)</i>

In the interpretation of these Rules, words importing the masculine gender shall include also the feminine gender unless excluded by the context.

4. POWERS

1. To act independently of but be ultimately responsible to Basketball New Zealand for Basketball within the Boundaries of the Association.
(Amended 20/02/2008)

2. To impose levies on members for the purpose of achieving the Associations aims.
- 3 To enquire into the conduct of any player, team or official at any tournament, game or other activity being conducted under the auspices of the Association.
 - 3.1 The Committee or a subcommittee duly appointed in terms of Rule 12.3 may, at its discretion, levy any penalty or fine on any player, official, team or club under its control as a result of such an enquiry.
 - 3.2 Any player, official, team or association which has been penalised in any way by the Committee acting in accordance with these rules may appeal the penalty to the Appeals Committee of the Association. The decision of the Appeals Committee is binding.
 - 3.3 The Appeals Committee shall be selected by the committee at a general meeting and shall consist of the President and two others. *(Amended 20/02/2008)*
 - 3.4 Any such appeal shall be accompanied by a bond of \$10.00 which the Appeals Committee shall have the sole discretion as to whether to refund the bond in whole or in part after the appeal has been heard.
4. To invest and borrow money, apply for grants and sponsorship.
5. To appoint salaried officers or award contracts as shall be considered Necessary, and to dismiss or terminate any contracts as it may think fit, and to determine the duties of such salaried officers or contractors. *(Added 20/02/2008)*

5. MEMBERSHIP

1. The financial members of any team or club playing within any competition organised by the Association shall be deemed to be the members of the Association. Such membership shall lapse if the team or club ceases to be a member of the Association.
2. Any officer of the Association elected in accordance with these Rules shall be deemed to be a member of the Association.
3. Any Life Member elected in accordance with these rules shall be deemed to be a member of the Association.
4. Any other person or organisation nominated and elected at the Annual General Meeting or a Special General Meeting in accordance with Rule 10.
5. Any team, club or person may, at any time, by notice in writing to the Secretary resign from the Association but will remain liable after such resignation for any debts owing to the Association.

6. The committee shall have power to suspend or to terminate the membership of any player or official whose conduct is considered detrimental to the best interests of the game of basketball. Such player or official, if remaining a member of an affiliated club, shall have no playing rights whatsoever in any tournament or competition conducted under jurisdiction of this Association. Such player shall continue to be liable for any subscriptions or other money due and unpaid on the date of his suspension or termination.

6. LIFE MEMBERSHIP

1. Any member of the Association or the Committee may nominate any person who has made an outstanding contribution to Basketball within the Association for Life Membership
2. A nomination for Life Membership must be made in writing to the Secretary of the Association no less than four weeks before the Annual General Meeting at which such nomination is to be put.
3. A Life Member may only be elected at an Annual General Meeting and must be elected by a majority of three quarters of the votes cast.
4. A Life Member shall not be liable for the payment of any membership fees other than those incurred by virtue of their membership of a team playing in a competition organised by the Association.
5. A Life Member may attend any General Meeting of the Association and shall have the rights of any other ordinary member at such meeting.
6. The membership of a Life Member may be terminated by a General Meeting of the Association provided such motion is carried by a majority of three quarters of the votes cast.

7. ANNUAL GENERAL MEETING

1. There shall be held every year not later than 31st October an Annual General Meeting of the Association at a time and place to be decided by the Committee. *(Amended 20/02/2008)*
2. At least four weeks notice of the time and place of the meeting shall be given to all members of the Association.
3. The business of the Annual General Meeting shall be:
 - 3.1 To receive the annual report and Statement of Accounts for the previous year.
 - 3.2 To elect the Officers and Committee for the ensuing year.
 - 3.3 To appoint an auditor who shall hold no other office.
 - 3.4 To consider any business of which at least four weeks notice in writing has been provided to the Secretary.

3.5 To consider any other general business.

4. The Secretary shall give notice of the agenda of the meeting not less than one week prior to the date of the meeting.
5. The Secretary shall send notice of the Annual General Meeting to Basketball New Zealand and any office holder of Basketball New Zealand may attend, speak but not vote at the Annual General Meeting of the Association. *(Amended 20/02/2008)*

8. SPECIAL GENERAL MEETING

1. The Committee may call a Special General Meeting as it sees fit.
2. The Committee shall call a Special General meeting on the receipt of written requisition of at least 15 members setting forth the purpose of such meeting and motions to be discussed. the
 - 2.1 Such Special General Meeting shall be held within four weeks of the receipt of such request.
3. The Secretary shall give at least two weeks notice of a Special General Meeting and such notice shall state the business to be discussed at the meeting.
4. Only those matters of which notice has been given may be discussed at a special General Meeting.
5. The Secretary shall send notice of a Special General Meeting to Basketball New Zealand and any office holder of Basketball New Zealand may attend, speak but not vote at a Special General meeting. *(Amended 20/02/2008)*

9. OFFICERS

1. The officers of the Association shall be a Patron, President, Vice President, Secretary, Treasurer, (or Secretary/treasurer) and the members of the Committee.
2. All officers shall be elected at the Annual General Meeting.
 - 2.1 In the event of there being insufficient nominations for any position at the Annual General Meeting then the incoming Committee shall have the power to coopt any person to fill a vacant position. This person shall then hold office in that position until the conclusion of the next Annual General Meeting.
 - 2.2 The voting for office holders shall be by a show of hands unless a simple majority of those present and entitled to vote demand a secret ballot to be taken for any position.
3. In the event of a vacancy occurring in the position of any office holder then the Committee shall have the power to coopt any person to fill such vacancy and such person shall hold that position until the next Annual General Meeting.

4. Any office holder may, at any time, by notice in writing to the Secretary, resign their position.
5. The President or Vice President shall preside at all meetings of the Association. In the event of neither of these being able to take the chair at any meeting, then the meeting shall elect one of its number to take the chair for that meeting.

10. VOTING

1. At all General Meetings every member personally present shall be entitled to one vote and in the event of any equality of votes the President shall have a further or casting vote which shall be cast with regard to the status quo. Any member entitled to vote shall be entitled to appoint a proxy and proxies will be permitted at a General Meeting. The proxy shall be signed by the member entitled to vote. No member shall be entitled to exercise more than one proxy from other members.
2. All motions require only a simple majority of those present and entitled to vote to be carried unless stated otherwise in these rules.
3. At Committee meetings each officer shall have one vote.
4. At all meetings voting, other than for the election of officers, shall be by voice unless a member present and entitled to vote calls for a show of hands to be taken. A secret ballot shall be held if requested by at least one quarter of the members present and entitled to vote.

11. QUORUM

1. The quorum for any General Meeting shall be at least 10 members representing at least two teams or clubs. (*Amendment passed February 25th 2004*)
2. The quorum at a Committee meeting shall be at least 3 members of the Committee. (*Amendment passed Feb. 25th 2004*)

12. COMMITTEE

1. The Committee shall control and direct the affairs of the Association.
2. The Committee shall consist of the President, Vice President, Secretary, Treasurer (or Secretary/Treasurer) and not less than three nor more than 10 members elected at the Annual General Meeting.
3. The Committee may appoint sub committees with power to act on its behalf. The President of the Association shall be an ex-officio member of any such sub committee and the resolutions of any sub committee appointed under this rule shall be reported back to the next meeting of the Committee.

13. FINANCE

1. The financial year of the Association shall end on the 31st March (*Amended 20/02/2008*)
2. All monies received by the Association shall be banked into a bank account in the name of the Association and all accounts for payments shall be presented to the Committee for approval and paid by cheque or automatic payment signed jointly by any two office holders of the Association specifically appointed by the Committee for that purpose. (*Amended 20/02/2008*)
3. The accounts of the Association shall be audited by an auditor appointed at the Annual General Meeting. The auditor shall hold no other office in the association.
4. A copy of the Annual Accounts as approved by the Annual General Meeting shall be sent to Basketball New Zealand by the 30th June each year. (*Amended 20/02/2008*)

14. BYLAWS

1. The Committee may from time to time, by resolution in its minutes, make, revoke or amend Bylaws.
2. No such Bylaw shall be of any force if it is in direct conflict with these Rules or with the Constitution and/or Bylaws of Basketball New Zealand. (*Amended 20/02/2008*)
3. A General Meeting shall have the power to make, revoke or amend Bylaws.
 - 3.1 Notice to make, revoke or amend a Bylaw at a General Meeting must be given in writing to the Secretary at least two weeks before the date of the meeting.
 - 3.2 Motions to make, revoke or amend Bylaws shall be carried by a simple majority of those present and entitled to vote.

15. AMENDMENTS TO THE CONSTITUTION

1. Amendments to this Constitution must be given in writing to the Secretary at least four weeks prior to the date of the General Meeting at which the amendment is to be put.
2. Amendments to the Constitution shall be carried by a two thirds majority of those present and entitled to vote.
3. The Secretary shall give notice to members of any amendments to this Constitution at least two weeks prior to the date of the General Meeting at which such amendments are to be considered.
4. Amendments to the Constitution shall not take effect until approved by Basketball New Zealand. (*Amended 20/02/2008*)
5. No addition to or alteration or recession of the rules shall be approved if it affects the personal benefit clause or the winding up clause.

16. STANDING ORDERS

- 1 All meeting of the Association shall be conducted according to the Standing Orders of Basketball New Zealand. (*Amended 20/02/2008*)

17. COMMON SEAL

1. The common Seal of the Association shall be held in the custody of the Secretary and shall be affixed to a document only by a resolution of the Committee and in the presence of any two of the office holders of the Association.

18. INDEMNITY

1. The officers of the Association shall be indemnified by the Association against all losses and expenses incurred in or about the discharge of their duties except such as happens to be by their own wilful act, neglect or default.

19. DISSOLUTION

1. The Association shall not be wound up except on a motion passed by a simple majority of those present and entitled to vote at a special general meeting convened for that purpose and confirmed at a later meeting held not earlier than one month from the date of the original meeting.
2. In the event of the winding up of the Association or its dissolution by the Registrar of Incorporated Societies any surplus funds and properties remaining after the payment of all liabilities shall be paid over to Basketball New Zealand. (*Amended 20/02/2008*)

20. PECUNIARY BENEFIT

1. No member of the organisation or any person associated with a member shall participate in or materially influence any decision made by the organisation in respect of the payment to or on behalf of that member or associated person of any income, benefit or advantage whatsoever.
2. Any such income paid shall be reasonable and relative to that which would be paid in an arms length transaction (being the open market value). The provisions and effect of this clause shall not be removed from this document and shall be included and implied into any document replacing this document.

21. These rules are in substitution for all previous rules, additions and amendments thereto, which are hereby rescinded.