



CONSTITUTION

November 2006

Including amendments to 25 February 2008

BASKETBALL VICTORIA CONSTITUTION

TABLE OF CONTENTS

1. Name
2. Objects
3. Membership Categories
4. Liability of Affiliated Associations
5. Sanctions for Breach by Affiliated Associations
6. Disputes
7. Patrons
8. Service Awards
9. Office Bearers
10. Employment of Staff
11. State Conference
12. Nominations for Office Bearers and Board
13. Voting at Meetings
14. BV Board
15. Commission, Leagues and Country Council
16. Regulations Concerning Conduct of BV Meetings
17. Management
18. Auditor
19. Banking
20. Funds of the Association
21. Notices
22. Constitution
23. Common Seal
24. Procedural Irregularities
25. Unforeseen Matters
26. Custody of Records
27. Winding Up

Including amendments to 25 February 2008

Constitution

1. NAME

- 1.1 The name of the incorporated Association is "Basketball Victoria Incorporated" and is hereinafter referred to as "BV".

2. OBJECTS

- 2.1 The broad objects of BV shall be to:

- (a) encourage, promote, manage and control the sport of basketball in the State of Victoria;
- (b) represent the interests of basketball and basketballers within the State of Victoria at national level;
- (c) encourage the development of socially desirable attitudes and values towards physical fitness and skill acquisition through play, training and competition;
- (d) encourage basketball competitions not affiliated with BV to apply for affiliation;
- (e) provide access for individuals to participate in the sport of basketball in the State of Victoria; and
- (f) provide individuals with opportunity to maximise their potential by competing in the highest level of basketball possible, given their own ability.

- 2.2 In pursuit of these objectives, BV may seek to:

- (a) provide support and assistance for affiliated associations in all areas of their operations.
- (b) act on behalf of affiliated associations in negotiating sponsorships, liaison with governments, and other authorities;
- (c) encourage and support affiliated associations to identify talented basketballers, and foster their development;
- (d) authorise, and be responsible for, the management, coordination and control of all such State and other Championships and competitions as shall be decided upon by BV State Conference or the Board, to ensure the highest standards of play, administration and officiating;
- (e) choose and manage teams to represent BV;
- (f) provide access to state, national and international competition, including World Championships and Olympic and Commonwealth Games;
- (g) affiliate with Basketball Australia and actively promote, foster and develop basketball within the State of Victoria and Australia;

- (h) hear, determine, settle and resolve disputes relating to affiliated bodies and members of affiliated bodies in connection with basketball in the State of Victoria;
- (i) seek sponsorship for various programs and events and endorse products which will be consistent with projecting the best image of Victorian basketball.
- (j) deal with any other matters which the association may deem to be in the interest of the sport of basketball in the State of Victoria.

3. MEMBERSHIP CATEGORIES

3.1 Categories

BV shall consist of elected Life Members and such bodies playing the sport of basketball as shall affiliate with it, (hereinafter referred to as "affiliated associations") in the following categories:

(i) FULL MEMBER:

associations which conduct basketball competitions for more than 20 teams.

(ii) SPECIAL PURPOSE:

a) associations with less than 20 teams; or

b) associations which conduct competitions only in the short term, or of a special nature.

3.2 Associations in category b) shall apply to the Chief Executive Officer who shall make a recommendation to the BV Board.

3.3 The Special Category of affiliation will not be available to any association entering representative teams in such competitions as determined by the BV Board.

3.4 Special Purpose associations shall be required to pay the annual affiliation fee, the compulsory insurance requirements and such other fees as recommended by the Chief Executive Officer and approved by the BV Board.

3.5 Method of Admission

The method of admission of affiliated associations shall be as specified in the by laws of BV.

Application for association status and continuing membership as an affiliated association is contingent upon that association's recognition of their responsibility to promote the game of basketball in its community through recruitment, education and the provision of opportunities to participate for players, coaches, referees and administrators.

3.6 Conditions of Affiliation

The Conditions of Association Affiliation shall be as follows:

Including amendments to 25 February 2008

- (a) That the affiliated association agrees to abide and be bound by the Constitution, By-Laws and playing rules of BV, and to accept and enforce all decisions of BV;
- (b) That the affiliated association conducts, or provides referees for, an organised competition of basketball;
- (c) That the association submit to BV for approval prior to affiliation being granted, a copy of the Constitution and By-Laws of the association;
- (d) That each affiliated association shall pay an annual affiliation fee and such other fees as shall be prescribed by BV from time to time;
- (e) That each affiliated association shall submit annually all documents as prescribed in the By-Laws of BV.
- (f) The Secretary of each affiliated association shall keep and maintain a register of members in which shall be entered the full name and address of each member and the register shall be available for inspection by members at the address of the Public Officer.
- (g) That each affiliated association shall, subject to any agreement existing at the time of affiliation and disclosed to BV at the time of application for affiliation, abide by the conditions of sponsorship agreements as determined by the BV State Conference or Board from time to time. Failure to do so may render the association subject to a fine, ineligible to participate in BV's representative competitions or suspension by the Board in its discretion.
- (h) That the affiliated association shall manage its affairs in a manner which will not discredit basketball in Victoria and in accord with the policies of BV.

3.7 Life Members

Life Members of BV may be elected at a State Conference by a three-fourths majority of those present and entitled to vote, provided that written notice of nomination for such election shall have been given to the Chief Executive Officer at least 21 days before the meeting.

- (a) Life membership shall be restricted to those whose service to basketball and BV has been worthy of the highest honour.
- (b) The Board shall present a written report to the State Conference on the services of any nominee together with its recommendations as to the suitability for the honour.
- (c) By resolution of a three-fourths majority of those present and entitled to vote at a State Conference of BV, life membership may be cancelled.
- (d) Life members shall be granted the privileges of free admission to all functions held by BV and the right to attend and vote at the State Conference.
- (e) Life members shall be awarded a badge of appropriate design.

3.8 Register of Members

The Chief Executive Officer shall keep and maintain a register of members in which shall be entered the full name, address and date of entry of the name of each member and the register shall be available for inspection by members at the address of the Public Officer.

4. LIABILITY OF AFFILIATED ASSOCIATIONS

Each Full Member shall be liable to contribute towards the expenses of BV a sum to be fixed at the November State Conference of the previous year. The sum is to be called the "composite fee" which shall consist of the affiliation fee, the team registration fee and the compulsory insurance premium. The contribution is to be paid in instalments as determined at the November State Conference.

Each Special Purpose Member shall make payment as specified in Clause 3.4.

5. SANCTIONS FOR BREACH BY AFFILIATED ASSOCIATIONS

5.1 Subject to this Constitution, the Board may, by resolution, deal with any affiliated association or any member or officer thereof which, or who, has committed any breach of the Constitution or By Laws made hereunder, or practiced, counselled or sanctioned any conduct arising out of, or in connection with basketball which is, in the opinion of BV, unfair, unbecoming or contrary to the interests of basketball or appears to be in a situation where administratively or financially it is unable or unwilling to fulfil some or all of its obligations under the Constitution or By-laws or at law, by:-

- (a) expelling a member from BV; or
- (b) suspending a member from membership of BV for a specified period; or
- (c) fining a member in accordance with the By Laws, if the Board is of the opinion that the member-
 - (i) has refused or neglected to comply with this Constitution and By Laws; or
 - (ii) has been guilty of conduct unbecoming a member or prejudicial to the interests of BV; or
- (d) Making special administrative arrangements concerning the member association, which arrangements may include
 - (i) the appointment of a person or persons to investigate the affairs of the association and report to the Board;
 - (ii) the appointment of a person or persons to take over the management of the Association until the Board is satisfied the Association is again able to manage its own affairs; and
 - (iii) Such other action as the Board considers necessary in the interests of basketball.

- 5.1A Where the Board takes action under 5.1 (d), the Association and all of its officers and employees shall co-operate in the action taken.
- 5.2 A resolution of the Board under clause 5.1 (a) and (b)
- (a) does not take affect unless the Board, at a meeting held not earlier than 14 days and not later than 28 days after the serving on the member of a notice under clause 5.3 confirms the resolution in accordance with this clause; and
 - (b) where the member exercises a right of appeal to a State Conference under this clause does not take affect unless the State Conference confirms the resolution in accordance with this clause.
- 5.3 Where the Board passes a resolution under clause 5.1 (a) and (b), the Chief Executive Officer shall as soon as practicable, cause to be served on the member a notice in writing;
- (a) setting out the resolution of the Board and the grounds on which it is based;
 - (b) stating that the member may address the Board at a meeting to be held not earlier that 14 days and not later than 28 days after the serving of that notice;
 - (c) stating the date and time of that meeting;
 - (d) informing the member that they may do one or more of the following;
 - (i) attend that meeting;
 - (ii) provide the Board, before the date of that meeting, with a written statement seeking the revocation of the resolution;
 - (iii) not later than 24 hours before the date of the meeting, lodge with the Chief Executive Officer a notice to the effect that they wish to appeal against the resolution to State Conference at a special meeting .
- 5.4 At a meeting to be held in accordance with clause 5.3, the Board;
- (a) shall give to the member an opportunity to be heard;
 - (b) shall give due consideration to any written statement submitted by the member; and
 - (c) shall by resolution determine whether to confirm or to revoke the resolution.
- 5.5 Where the Chief Executive Officer receives a notice under clause 5.3 (d)(iii) he/she shall notify the Board and the Board shall convene a State Conference of BV to be held within 21 days after the date on which the Chief Executive Officer received the notice.
- 5.6 The Chief Executive Officer shall give the members at least seven (7) days notice of the meeting in writing.

- 5.7 At a special meeting of State Conference convened under clause 5.5;
- (a) no business other than the question of the appeal shall be transacted;
 - (b) the Board may place before the meeting details of the grounds for the resolution and the reasons for the passing of the resolution;
 - (c) the member shall be given an opportunity to be heard; and
 - (d) the members present shall vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
- 5.8 If, at the special meeting of State Conference;
- (a) two-thirds of the eligible members present vote in favour of the confirmation of the resolution, the resolution is confirmed; and
 - (b) in any other case, the resolution is revoked.

6. DISPUTES

- 6.1 The grievance procedure set out in this rule applies to disputes under these Rules between-
- (a) a member and another member; or
 - (b) a member and BV.
- 6.2 If the dispute is between a member and a member BV may rule on the dispute. If either party is dissatisfied with the ruling the following procedures apply.
- 6.3 The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within 14 days after the dispute comes to the attention of all of the parties.
- 6.4 If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties may, within 10 days, hold a meeting in the presence of a conciliator.
- 6.5 The conciliator must be-
- (a) a person chosen by agreement between the parties; or
 - (b) in the absence of agreement-
 - (i) in the case of a dispute between a member and another member, a person appointed by the committee of the Association; or

- (ii) in the case of a dispute between a member and the Association, a person appointed or employed by the Dispute Settlement Centre of Victoria (Department of Justice).

6.6 A member of the Association can be a conciliator.

6.7 The conciliator cannot be a member who is a party to the dispute.

6.8 The parties to the dispute must, in good faith, attempt to settle the dispute by conciliation.

6.9 The conciliator, in conducting the conciliation, must—

- (a) give the parties to the process every opportunity to be heard; and

- (b) allow due consideration by all parties of any written statement submitted by any party,

6.10 The conciliator must not determine the dispute.

6.11 If the conciliation process does not result in the dispute being resolved or a party refuses to participate in conciliation, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law or the BV By-laws.

7. PATRONS

BV may appoint from time to time, such persons as it shall deem fit, as patrons of the Association.

8. SERVICE AWARDS

Recognition of service awards may be given by BV, or the Country Council or its Commissions and Leagues, in categories approved by State Conference. Any nomination for such an award must be endorsed by a majority of those present and entitled to vote at a State Conference.

9. OFFICE BEARERS

9.1 The following shall be the Office Bearers of BV;

- (a) President;

- (b) Vice-President;

- (c) A representative of metropolitan affiliated associations appointed by the Board;

- (d) Country Council Chairperson.

9.2 The President and Vice-President and the four (4) general members of the Board shall be elected for two (2) year terms and shall continue to hold office until their successors have been duly elected at the relevant State Conference after their election. The President and two (2) general members shall be elected in each even year and the Vice- President and two (2)

general members shall be elected in each odd year. Retiring members of the Board shall be eligible for re-election.

- 9.3 The Board may immediately fill any vacancy caused by the death or retirement of the President or Vice President or a general member. The term of that appointment shall conclude at the next Annual General Meeting when a election shall be held. If the deceased or retired person's position still had a year to be concluded, the election shall be for a one (1) year term only.
- 9.4 All applicants for positions of Office Bearer shall be required to consent to having a Victoria Police criminal record check performed.

10. EMPLOYMENT OF STAFF

- 10.1 BV shall have the power to employ staff under such terms and conditions as are approved by the Board.
- 10.2 The Chief Executive Officer of BV shall be appointed by the Board and hold the position of Public Officer.

11. STATE CONFERENCE

11.1 Composition

The policy and control of BV shall be vested in a State Conference which shall consist of:

(a) One delegate from each affiliated association (including Special Purpose Associations) and Commissions, Leagues and Country Council to be nominated annually, in writing prior to the State Conference and/or Special Meeting of BV;

(b) Life Members and BV Board Members, .

(c) Each delegate shall be appointed for one year unless withdrawn in writing.

(d) In the event that a delegate is unable to attend a State Conference and/or Special Meeting, a replacement may be nominated, in writing.

(e) No person may be the appointed delegate of more than one affiliated association (including Special Purpose Association) or Commission, League or Country Council at any one time.

11.2 Powers

(a) Subject to the overall supervision of the State Conference, the responsibility and control of the day-to-day business and management of BV shall be delegated to the Board.

(b) The State Conference shall have power to make By-Laws and adopt policies and to alter, amend, add to or rescind same as the occasion may require and such By-Laws shall have full force and effect, providing that they are not inconsistent with this Constitution. The By-Laws may be altered by a resolution passed at a meeting of the State Conference of which

notice setting out the proposed amendment has been given to members of State Conference twenty-eight (28) days prior to the meeting.

(c) Subject to the overall supervision of the Board, authority for the administration, promotion and development of basketball, conduct of basketball competitions and in respect of referees may be delegated to the appropriate Commission, League or Country Council as specified in the By Laws.

(d) Subject to the authority of State Conference and the Board, which shall exercise the power of Conference between meetings, the operations of BV in country areas shall be conducted by the Country Council which shall have jurisdiction over activities of associations within its geographical areas of responsibility.

(e) The official boundaries designating Metropolitan and Country shall be the Victorian State Government Metropolitan Electoral Boundaries. Such boundaries may only be amended following thorough discussion between the Board and Country Council. Where agreement cannot be reached, then the Board will rule on the matter.

(f) The State Conference shall have power, from time to time, to appoint such other committees and to delegate to such other committees, any area of power or business as the State Conference may think fit.

(g) State Conference has the right to appoint the Chairperson of such committees though this task may be delegated to the President or the Board. Such Committees shall take direction from, and be responsible to, the Board between State Conferences.

(h) Any member of the State Conference shall be debarred from taking part and voting in the proceedings of the State Conference when the State Conference is engaged in the settlement of any dispute or protest in reference to any matter in which the affiliated association, Commission, League or Country Council which they represent, or its members, are a part.

11.3 Meetings

(a) The Sovereign body of BV shall be the State Conference which shall meet at least twice in each year, normally in;

(i) May (which shall be the Annual General Meeting).

The ordinary business of the Annual General Meeting shall be;

(a) to confirm the minutes of the last preceding Annual General Meeting and of any meeting held since that Annual General Meeting;

(b) to receive from the Board, reports upon the transactions of BV during the last preceding financial year (including the Annual Report, Balance Sheet and Statement of Accounts);

(c) to elect Office Bearers of the Association and the General members of the Board;

- (d) to receive and consider the statement submitted by the Association in accordance with Section 30(3) of the Act;
 - (e) to appoint the auditor for the forthcoming year; and
 - (f) to transact any other business of which notice in writing shall have been given to the Chief Executive Officer at least 35 days prior to the date of the meeting; and
- (ii) in November;
 - (a) to adopt the forthcoming annual business plan;
 - (b) to adopt the budget for the coming calendar year;
 - (c) to receive reports from Commissions, Leagues and Country Council;
 - (d) to transact any other business of which notice in writing shall have been given to the Chief Executive Officer at least 35 days prior to the date of the meeting.
- 11.4 Meetings of the State Conference shall be held in May and November on such days and at such places as the Board shall determine, provided that affiliated associations, Life Members, Commissions Leagues and Country Council are advised of the date and venue at least 60 days prior to each meeting.
- 11.5 The Chief Executive Officer shall give 28 days notice of the Agenda to affiliated associations, Life Members, Commissions leagues, Country Council and Board Members.
- 11.6 All members of affiliated associations shall be entitled to attend State Conferences of the BV. Only accredited delegates of the associations, however, shall be entitled to vote at Conferences on behalf of the association.
- 11.7 A Special State Conference of BV shall be held at such time and place as the Board shall determine. A Special State Conference may also be called on the written requisitioning of the Board by twenty percent of affiliated associations duly registered and eligible to vote. In either event, the Chief Executive Officer shall give 30 days notice of the time and place of the meeting (unless the meeting is convened under clause 5.5) and the only business to be transacted to affiliated association, Life Members, Commissions leagues, Country Council and Board Members.
- 11.8 Fifteen delegates of affiliated associations personally present shall form a quorum for the two nominated meetings of State Conference and any Special Meetings of State Conference.
- 11.9 If, within half an hour after the appointed time for the commencement of a State Conference, a quorum is not present-
- (i) in the case of a meeting convened upon the request of members--the meeting must be dissolved; and

(ii) 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.

(iii) If at the adjourned meeting the quorum is not present within half an hour after the time appointed for the commencement of the meeting, persons personally present and entitled to vote shall be a quorum.

12. NOMINATIONS FOR OFFICE BEARERS AND BOARD

12.1 Nominations for President and Vice- President and general members of the Board shall be made by affiliated associations in writing lodged with the Chief Executive Officer at least twenty-one days, before the day of the State Conference.

12.2 The written consent of the person nominated is to be lodged with the Chief Executive Officer at the same time as nomination.

12.3 A person may nominate for more than one position.

12.4 In the event of insufficient nominations being received for a particular office, nominations may be called from the floor at the Annual General Meeting after all other elections take place. The written consent of the person being nominated is to be tabled at the meeting.

13. VOTING AT MEETINGS

13.1 Voting by associations at State Conference and Special Meetings of BV shall be in accordance with the following:

There will be two methods of voting.

When votes are required at a meeting of State Conference except in the case of elections or a secret ballot, the Chairperson shall ask for a show of hands. If the Chairperson rules that there is a significant division of opinion then a vote according to the weighted voting system shall be taken. Any member of the meeting may draw the attention of the Chairperson to a significant division of opinion.

1 Vote: Special Purpose Associations, Life Members, BV Board Members, Commissions, Leagues and Country Council

2 Votes associations 20 - 99 teams

3 Votes associations 100 - 199 teams

4 Votes associations 200 - 299 teams

5 Votes associations 300 - 399 teams

6 Votes associations 400 - 499 teams

7 Votes associations 500 - 599 teams

8 Votes associations 600 - 699 teams

9 Votes associations 700 - 799 teams

Including amendments to 25 February 2008

10 Votes associations 800 +

Weighted voting shall be calculated on the basis of financial associations in terms of number of teams entered and paid for at the last registration period. The following teams shall be included:

- (i) Teams belonging to competitions run by the affiliated association concerned; and
- (ii) Teams entered by affiliated associations into Leagues and Championships authorised by the BV Board.

In all constitutional matters it shall be required for a change to be approved that the change is approved by:

- (i) a majority of all entitled voters at the meeting, and
- (ii) 75% of the votes according to the weighted voting system.

In all financial matters and matters in which there is already a by-law, rule, policy or other ruling previously made by the State Conference, then 60% of the votes according to the weighted voting system shall be required for approval.

In all other matters simple majority votes according to the weighted voting system shall be required for approval. Elections shall be conducted according to the weighted voting system.

13.2 All elections shall be carried out by ballot in the following order;

- a. President;
- b. Vice-President;
- c. Four additional members of the Board;
- d. Any positions as per clause 12.4 if required.

In the event that the number of nominations received exceeds the number of positions available, then a vote shall be taken using the "preferential system", where just one ballot is taken of all candidates and preferences are distributed until a candidate, or candidates, obtain a clear majority.

14. BV BOARD

14.1 The Board shall consist of the President, Vice-President, representative of metropolitan affiliated associations appointed by the Board, Country Council Nominee, four General Members, one or two co-opted Members and the Chief Executive Officer.

14.2 The Board shall be responsible for the day to day management of the business and funds of BV.

- 14.3 The Board shall meet a minimum of eleven times each year. Minutes of Board Meetings will be available on request for all associations, Commissions, Leagues and Country Council to inspect after they have been approved by the Board.
- 14.4 Subject to any restrictions or conditions imposed from time to time by the State Conference or by this Constitution or By-Laws, all the powers and duties of the State Conference in relation to the affairs or management of BV may be exercised and performed by the Board.
- 14.5 The Board shall have power to co-opt up to two persons in an advisory capacity for such time as the Board may decide, but not exceeding the time until the next annual general meeting.
- 14.6 Five members shall form a quorum at all meetings of the Board.
- 14.7 At any meeting of the Board, each member present shall be entitled to one vote. All votes shall be of equal value. The President or Chairperson shall have a deliberative vote and, in the case of equality, a casting vote.
- 14.8 The office of an Office Bearer of BV or a member of the Board becomes vacant if the Office Bearer, or member:
- (a) becomes insolvent under administration within the meaning of the Corporations Act;
 - (b) resigns from office by notice, in writing, to the Chief Executive Officer;
 - (c) dies or becomes infirm; or
 - (d) in the opinion of the State Conference, conducts themselves in a manner contrary to the best interests of basketball.
- 14.9 In the event of a casual vacancy occurring in a position, the Board may fill the vacancy and the person so appointed shall hold office subject to these rules until the next meeting of the State Conference at which time the vacancy shall be filled by election.

15. COMMISSIONS, LEAGUES AND COUNTRY COUNCIL

- 15.1 Subject to its overall supervision, BV State Conference may delegate the promotion and management of the sport of basketball to the Country Council, Commissions and Leagues. The rights, responsibilities and modes of operations of the Country Council, Commissions and Leagues shall be set out in Charters within the by-laws and may be changed only with the approval of State Conference.
- 15.2 Being part of BV, Country Council, Commissions and Leagues operate under BV's incorporation status and do not require independent corporate status.
- 15.3 Country Council, Commissions and Leagues operate under the BV Constitution, By-Laws and policies and do not require independent Constitutions and By-Laws but, subject to their Charters, may make rules for the proper functioning of their areas of responsibility. Any such rules must not conflict with BV's Constitution, By-laws and policies and are subject to amendment or disallowance by BV.

15.4 Country Council, Commissions and Leagues shall submit to the Board, for approval, the name of their elected Chairperson who shall be responsible to the State Conference for its efficiency and its rendering full reports of its works. The President or his/her nominees, shall be ex-officio members of each Commission or League.

16. REGULATIONS CONCERNING CONDUCT OF BV MEETINGS

The following standing orders shall be observed at BV meetings:

16.1 The mover of the proposition shall not speak for more than ten minutes; subsequent speakers shall be allowed five minutes, and the mover of the proposition five minutes to reply.

16.2 Whenever an amendment is proposed upon an original proposition, no second amendment shall be taken into consideration until the first amendment shall have been disposed of.

16.3 If any amendment be carried, it shall displace the original proposition and become itself the proposition to which any further amendment may be moved.

16.4 If an amendment be negatived, then a further amendment may be moved to the original proposition; but only one amendment shall be submitted to the meeting for discussion at one time.

16.5 The mover of every original proposition, but not of an amendment, shall have the right to reply, immediately after which the question shall be put from the chair, but no other member shall speak more than once on the same question, unless permission be given to explain, or the attention of the Chairperson be called to a point of order.

16.6 Propositions and amendments shall be submitted, in writing, when requested by the Chairperson.

16.7 Any discussions may be closed by a resolution, "that the question be now put" being moved, seconded and carried, and any such resolution shall be put to the meeting without debate.

17. MANAGEMENT

17.1 The Chief Executive of BV shall be the Chief Executive Officer who shall be appointed by the Board.

17.2 The Chief Executive Officer shall be responsible to State Conference and the Board for the overall management of the operations of BV including liaison with Basketball Australia.

17.3 The Chief Executive Officer shall act as Executive Officer to State Conference and the Board and produce a financial statement to State Conference.

17.4 The Chief Executive Officer shall be responsible for the taking and keeping of Minutes of the resolutions and proceedings of each State Conference and Board Meeting in books provided for that purpose together with a record of the names of persons present at these meetings.

17.5 The books and documents of BV shall be available for inspection by members of BV.

Including amendments to 25 February 2008

18. AUDITOR

An Auditor shall be elected annually to examine the books and accounts of BV and to report on same to members at the State Conference and at any other time that the State Conference may so require. He/she shall also certify as to the correctness of the Annual Balance Sheet and Profit and Loss accounts prepared by the Chief Executive Officer. The State Conference may fill a casual vacancy caused by the death or resignation of the Auditor.

19. BANKING

All monies of BV shall be deposited in accounts in such bank as shall be approved by the State Conference and all cheques operating on the accounts shall be signed by Officers approved by the Board.

20. FUNDS OF THE ASSOCIATION

- 20.1 The Financial Year shall commence on the 1st day of January of each year and end on the 31st day of December of that year;
- 20.2 The funds of BV shall be derived from composite fees, sponsorship, donations and such other sources as State Conference or the Board so determines.

21. NOTICES

21.1 A notice required under this Constitution or the by-laws to be served by or on behalf of or on BV may be served personally or by sending it by post at the last known address or by facsimile or e-mail or other electronic means.

21.2 Where a document is properly addressed pre-paid and posted, the document shall, unless the contrary is proved, be deemed to have been delivered at the time at which the document would have been delivered in the ordinary course of post.

21.3 Where a document is sent by facsimile or by e-mail or other electronic means it shall be deemed to have been delivered in the ordinary course of time for delivery by that means.

21.4 Where the time for giving notice under this Constitution falls on a non-business day, the notice shall be required to be given by the next business day.

22. CONSTITUTION

22.1 No alterations shall be made to this Constitution except at a State Conference or by a Special Meeting of State Conference duly called for the purpose and unless notice in writing of intention to propose the same shall have been given to the Chief Executive Officer at least one calendar month prior to the date of that State Conference or Special Meeting.

22.2 No alteration shall be made to the Statement of Purposes of BV except in accordance with the Associations Incorporation Act 1981.

23. COMMON SEAL

Including amendments to 25 February 2008

23.1 The Common Seal of BV shall be kept in the custody of the Chief Executive Officer;

23.2 The Common Seal shall not be affixed to any instrument except by the authority of the Board or a State Conference and the affixing of the Common Seal shall be attested by the signature of two members of the Board.

24. PROCEDURAL IRREGULARITIES

24.1 No decision of BV or its Board or Country Council, Commissions and Leagues shall be invalid merely because of a failure to give proper notice under this constitution or the by-laws or other irregularity in procedure required by this constitution or the by-laws unless a person suffers serious detriment as a result of that failure to give proper notice or irregularity in procedure.

24.2 BV or its Board or Country Council, Commissions and Leagues may confirm an earlier decision which may have been otherwise invalid because of a failure to give proper notice or other irregularity in procedure and the decision shall be deemed to be valid from the time it was originally made.

25. UNFORESEEN MATTERS

Should any matter arise for which provision has not been made in the Constitution, the State Conference or the Board shall take such action as is necessary to protect the interests of BV.

26. CUSTODY OF RECORDS

Except as otherwise provided in this Constitution, the Chief Executive Officer shall keep in custody or under control all books, documents and securities of BV.

27. WINDING UP

In the event of a winding up or the cancellation of the incorporation of BV, the assets of BV shall be disposed of in accordance with the provisions of the Associations Incorporation Act 1981.