

## **Ballarat & District Croquet Association**

### **ASSOCIATION RULES**

Incorporated under the *Associations Incorporation Reform Act 2012* (Vic) **(the Act)**

*Approved at Annual General Meeting 17<sup>th</sup> May 2019*

#### **The Association**

1. The name of the Association is: **BALLARAT & DISTRICT** Croquet Association Inc. **(the Association)**
2. The purposes of the Association are:
  - a. to promote interest in and arrange facilities for the playing of croquet and other Malletsports, as appropriate, and at all levels;
  - b. to adopt the Laws, Rules and Regulations governing croquet and other Malletsports in Victoria and Australia, as promulgated by the Victorian Croquet Association Inc and the Australian Croquet Association Inc;
  - c. to comply with such policies and regulations promulgated by the World Croquet Federation, the Australian Croquet Association and the Victorian Croquet Association as applicable; and
  - d. to maintain affiliation with the Victorian Croquet Association Inc in the manner decided by that association from time to time, and through that association with the Australian Croquet Association Inc and the World Croquet Federation.**(the Purposes)**
3. The Association has power to do all things that help it to achieve these Purposes.
4. The Association and its Committee may only exercise their powers and use the income and assets of the Association for the Purposes of the Association.
5. The geographical area of the Association is as decided from time to time by the Council of the Victorian Croquet Association

#### **Financial year**

6. The financial year of the Association starts on 1<sup>st</sup> April of each year.

#### **Members**

7. The Association shall consist of persons who are members of any club that is incorporated and affiliated with the Victorian Croquet Association and located within the boundaries of the Ballarat & District Region and that support the purposes of the Association that include appointment of delegates, maintaining of register, collection of affiliation fees and payment of insurance levies.
8. All members of the croquet clubs within the region are deemed to be members of the Association from the time when:
  - a. their membership of the club is notified to the Secretary of the Association,
  - b. the appropriate fee is received by the Treasurer of the Association, and
  - c. the secretary has entered their name, street address, email address and the date they became a member on the register

9. The Committee can set or change joining fees and annual subscription fees for members. Changes to the amount must be approved by members at a general meeting.
10. The Committee can set or change classes of membership. Changes must be approved by members at a general meeting.
11. The Association must inform the person when their membership has started, and if they have to pay any annual subscription fee. That fee (if any) must be paid within 28 days.
12. Members can choose to stop being a member of the Association at any time by writing to the Secretary. The Association will not refund any joining and subscription fees already paid.
13. Members must pay the annual subscription fee (if any) within one month of being asked. If a member does not pay in time, their membership will be suspended (when membership is suspended, a member cannot exercise their members' rights such as voting at the Annual General Meeting (**AGM**)).
14. Members have rights and liabilities as set out in the Act and in these rules.
15. Each member's liability is limited to the joining and annual subscription fees (if any).

#### **Members' access to documents**

16. A member may, subject to rules 17 to 19, inspect the rules of the Association, general meeting minutes, relevant documents (as defined in the Act) and the members register at a reasonable time.
17. A member can write to the Secretary asking for copies of these documents (with the exception of the members register). The Secretary can charge a reasonable fee for providing copies.
18. The Secretary can refuse a request to inspect or get copies of relevant documents, if the documents contain confidential, personal, employment, commercial or legal matters, or if granting the request would breach a law or may cause damage or harm to the Association.
19. Members cannot inspect or get copies of Committee meeting minutes or parts of the minutes, unless the Committee specifically allows it.
20. Members can write to the Secretary to ask that the Secretary restrict access to their details on the members register if they have special circumstances. The secretary will decide if there are special circumstances, and will write to the member outlining their decision.

#### **The Committee**

21. The Association is governed by a management committee (the **Committee**) that is made up of committee members (**Committee Members**). Each of the four clubs shall be entitled to at least two Committee Members nominated by their clubs every two years.
22. The Committee can exercise all powers and functions of the Association (consistently with the Act), except for powers and functions that the members are required to exercise at a general meeting (under these rules or the Act).

23. The Committee can delegate any of its powers and functions to a committee member, a sub-committee, or an ordinary member, other than the power of delegation or a duty imposed by the Act. The delegation must be in writing and can be revoked by the committee in writing.
24. Office holders shall be elected by members of the Association at the AGM

They consist of

- a. The President
  - b. The Deputy President
  - c. The Secretary
  - d. The Assistant Secretary
  - e. The Treasurer
  - f. The Regional Director to the Victorian Croquet Association  
(These are the **Offices**)
  - g. Up to six Ordinary Committee Members
25. At the first Committee meeting after each AGM, the Committee will decide the responsibilities of each Office.
  26. The Secretary must be over 18 years of age, and live in Australia.
  27. If the Secretary stops living in Australia, they cannot remain the Secretary.
  28. If the Secretary stops being the Secretary, the Committee must appoint a new Secretary within 14 days.
  29. Each Committee Member finishes their term on the Committee at the second AGM after they were appointed, but they can be elected again.
  30. A member can nominate up to two persons to be on the Committee by writing to the Secretary and another member must support their nomination in writing. The nomination must be received at least 2 days before the AGM.
  31. If the number of members nominated to be Committee Members is less than the number of Committee Members required, The AGM Chair may call for nominations from the floor.
  32. A Committee Member stops being on the Committee if they:
    - a. resign, by writing to the Committee or the Secretary
    - b. are removed by a special resolution of members of the Association
    - c. become insolvent (as the term is used in the *Corporations Act 2001*)
    - d. become a represented person (under the *Guardianship and Administration Act 1986*), or
    - e. die.
  33. If a Committee Member stops being on the Committee before the end of their term in accordance with rule 30, the Committee can temporarily appoint a member of the Association to fill the vacancy on the Committee until the next AGM.
  34. Among its other responsibilities, the Committee is responsible for making sure that:
    - a. accurate minutes of general meetings and Committee meetings of the Association are made and kept, and
    - b. all records, securities and relevant documents of the Association are kept properly.

### **Committee Meetings**

35. The Secretary must give 7 days' notice of a Committee Meeting to Committee Members unless the meeting is an urgent meeting. *Note; At an urgent meeting, only the issues for which the meeting was called can be considered.*
36. The Committee can decide how often it meets.
37. Committee Members may attend meetings through technology (such as phone or video conferencing) so long as everyone can hear and be heard at the same time.
38. The Chair of Committee Meetings is the President, or if the President cannot attend, the Deputy President, and if the President and Deputy President cannot attend, the Committee Members can choose who will be Chair.
39. If a vote of the Committee is tied, the Chair of the meeting has the deciding vote.
40. The majority (more than half) of Committee Members must be present (either in person or through the use of technology) for the meeting to be validly held (the quorum).

### **General Meetings**

41. The Association must hold an Annual General Meeting (AGM) within five months of the end of the Association's financial year.
42. The ordinary business of the AGM is to confirm the minutes of the previous AGM, receive reports and statements on the previous financial year, and elect Office holders. The notice of AGM must include any special business or motions to be considered.
43. The Committee or a group of at least 10% of all members may call a Special General Meeting.
44. At least 15% of the members (a quorum) must be present at a general meeting (either in person or through the use of technology) for the meeting to be held.
45. Members may not vote by proxy at general meetings.
46. Notice of general meetings must be provided to members at least 21 days before the meeting in writing to each member's email address if available, otherwise distributed through the clubs
47. Notices of general meetings must include proposed matters to be dealt with at that meeting.
48. The Chair of a general meeting will be the President, or if the President is not in attendance, the Deputy President, or if the President and Deputy President are not in attendance, the members at the meeting can choose another Committee Member to be Chair.
49. Votes may be held by a show of hands or written ballot, or another method determined by the Chair that is fair and reasonable in the circumstances. If a vote is held initially by show of hands, any member may request a vote be held again by written ballot.
50. If a vote of the members is tied, the Chair of the meeting has the deciding vote.
51. The Chair may adjourn the meeting if there are not enough members at the meeting (see rule 44) within 30 minutes of the meeting time, or if there is not enough time at a meeting to address all business. A new notice must be sent to members before the adjourned meeting (but does not have to comply with time for notice requirements, unless the adjourned meeting is more than 21 days after the original meeting date).

### **Grievance disputes**

52. If there is a dispute between a member and another member, a member and the Association, or a member and the Committee, the parties involved must first attempt to resolve the dispute between themselves for at least 14 days from the date the dispute is known to all parties involved.
53. If the dispute cannot be resolved between the people involved, the following grievance procedure must be followed:
  - a. the party with a grievance must write to the Association and any other people affected, and explain what they are unhappy about
  - b. the Committee must appoint an unbiased mediator to hear from all the parties involved and try to find a solution. The Committee must let the people involved know the time and place where the hearing will happen
  - c. at the hearing, each party must have an opportunity to be heard and agrees to do their best to resolve the dispute, and
  - d. the mediator will determine the outcome of the dispute.
  - e. If the mediation process does not resolve the dispute, the parties may seek resolution in accordance with the Act or otherwise at law.

### **Disciplining members**

54. The Committee can discipline a member of the Association if it considers the member has breached these Rules or if the member's behaviour is causing (or has caused) damage or harm to the Association.
55. The Committee must write to the member to tell them why disciplinary action is proposed to be taken.
56. The Committee must arrange a disciplinary procedure that meets these requirements:
  - a. the outcome must be determined by a unbiased decision-maker
  - b. the member must have opportunity to be heard, and
  - c. the disciplinary procedure must be completed as soon as reasonably practicable.
57. The outcome of a disciplinary procedure can be that the member must leave the Association, for a period of time or indefinitely. The Association cannot fine a member.

### **Funds**

58. The Association must not distribute funds, income or assets to members except as reasonable compensation for services provided or expenses incurred on behalf of the organisation.
59. The Association may derive or generate funds from joining and annual subscription fees, donations, grants, fundraising, interests, and any other sources approved by the Committee that are consistent with furthering the Association's Purposes.
60. Cheques, EFT transfers or cash payments made from the Association's funds must be authorised (signed) by two members of the Committee.
61. Financial records must be kept and stored for 7 years, and in accordance with any other applicable laws.

**Alteration of rules**

62. Any amendment to the Rules and Purposes of the Association must be approved by the Victorian Croquet Association inc prior to being submitted as a special resolution at a duly convened meeting of the members, with 66% of the members present at that meeting and entitled to vote, voting in favour of the resolution.

**By Laws**

63. The Association may make By Laws and alter, amend or rescind the same as required. By Laws shall have the same force as these Rules but may not in any way be in conflict with or oppose these rules. By Laws shall only be adopted, amended or rescinded by a special resolution at a general meeting, with 66% of the members present at that meeting and entitled to vote, voting in favour of the resolution.

**Winding Up**

64. The members may vote by special resolution at a general meeting to wind up the Association.

65. If the Association is wound up, any surplus assets (subject to the Act and any Court order) must be distributed to another organisation or organisations, so long as that other organisation or organisations are not carried on for the profit or gain of its members.

**Indemnity**

66.

- a. Every Delegate, auditor, employee or agent of the Association shall be indemnified out of the property and assets of the Association against any liability incurred by him or her in his or her capacity as Director, auditor, employee or agent in defending any proceedings, whether civil or criminal, in which judgment is given in his or her favour or in which he or she is acquitted or in connection with any application in relation to any such proceedings in which relief is granted to him or her by the Court.
- b. The Association shall indemnify its Directors and employees against all damages and costs (including legal costs) for which any such Director or employee may be or become liable to any third party in consequence of any act or omission except wilful misconduct: