

Basketball WA

Constitution
5th March 2026

Basketball WA - Constitution

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Basketball WA - Constitution

1. Name

The name of the incorporated association is the Western Australian Basketball Federation (Inc.) (**Basketball WA**).

2. Definitions and Interpretations

2.1 Definitions

In this Constitution:

Act means the *Associations Incorporation Act 2015 (WA)*.

Affiliated Association(s) means:

- (a) Affiliated Country and Metropolitan Basketball Associations that pay affiliation fees, as required from time to time to Basketball WA;
- (b) Country Affiliated Associations and Metropolitan Affiliated Associations are as defined by the Board from time to time; and
- (c) any other group that may be admitted as an Affiliated Association by the Board, which may include but is not limited to Recreation Centres.

Affiliated Association Representative means a natural person appointed by the Board of an Affiliated Association to act as its representative in accordance with Rule 9.5.

AGM or **Annual General Meeting** means the annual general meeting of Basketball WA.

Appointed Board Member means a Board Member appointed under Rule 22.

Associate Members has the meaning given in Rule 7.1(b)

Association means Basketball WA

Basketball **Australia (BA)** means Basketball Australia Limited trading as Basketball Australia.

BA's Constitution means:

- (a) the Constitution of Basketball Australia; and
- (b) any By-Laws,

in each case as amended from time to time.

BA's Objects means the objects of Basketball Australia as defined from time to time in BA's Constitution.

Board means the Board of Basketball WA.

Board Member means a member of the Board.

Business Day means a day which is not a Saturday, Sunday or public holiday in Perth, Western Australia.

By-Laws have the meaning given in Rule 29

Chairperson means the person who chairs the Board from time to time.

Chief Executive Officer (CEO) means the person who is appointed to carry out the duties set out in Rule 27.

Commissioner means the Commissioner for Consumer Protection appointed under section 9 of the Consumer Protection Act 1987 (WA).

CPI means the Consumer Price Index (All Groups) Perth for the preceding 12 months to 30 September as published by the Australian Bureau of Statistics.

Deputy Chairperson means the person appointed under Rule 20.3(b).

Elected Board Member means a Board Member elected under Rule 21.

FIBA means the International Basketball Federation being the world governing body.

Financial Member means a Member that has paid all monies due and payable to Basketball WA within the prescribed timeframe and whose membership has not otherwise been suspended or terminated.

Financial Year means the calendar year ending 31 December in each year.

FRAC Committee has the meaning given in Rule 31.2(a).

General Meeting means any general meeting of Basketball WA.

Information has the meaning given in Rule 30.4(a).

Intellectual Property means all rights or goodwill subsisting in copyright, business names, names, trademarks (or signs), logos, designs, patents or service marks (whether registered or registrable) relating to Basketball WA or any event, competition or basketball activity of or conducted, promoted or administered by Basketball WA.

Life Member means an individual upon whom life membership of Basketball WA has been conferred under Rule 7.4.

Member means a member for the time being of Basketball WA under Rule 7.

Membership means membership of Basketball WA.

Nominations Committee has the meaning given in Rule 21.4(a).

Notice of Candidates for Election means a notice setting out those matters specified in Rules 21.5(c) and (d).

Notice Seeking Nominations has the meaning given in Rule 21.2.

Objects mean Basketball WA's objects, as set out in Rule 3.

Ordinary Member has the meaning given in Rule 7.1(a).

Recreation Centres means those sports facilities running basketball programs and competitions that:

- (a) pay an affiliation fee to Basketball WA; and
- (b) are not managed by Basketball WA,

but does not include any such facility if it is otherwise a member of, or otherwise represented by, an Affiliated Association.

Register means the register of Members required to be kept under the Act.

Rule(s) means these Rule(s) of Basketball WA.

Seal means the common seal of Basketball WA and includes any official seal of Basketball WA.

Special Resolution means a resolution:

- (a) put at a General Meeting of Basketball WA of which 21 days notice, accompanied by notice of intention to propose the resolution as a special resolution, has been given to the Affiliated Associations in accordance with this Constitution; and
- (b) passed by at least three-fourths or 75% of the votes entitled to be cast at that meeting.

State Association means a body that is or may be recognised by Basketball Australia as the controlling body of and for basketball in a State.

Voting Form means a voting form given under Rule 21.5(d).

2.2 Interpretation

In this Constitution:

- (a) a reference to a function includes a reference to a power, authority and duty;
- (b) a reference to the exercise of a function includes, where the function is a power, authority or duty, a reference to the exercise of the power or authority of the performance of the duty;
- (c) words importing the singular include the plural and vice versa;
- (d) words importing any gender include the other genders;
- (e) references to persons include corporations and bodies politic;
- (f) another grammatical form of a defined word or expression has a corresponding meaning;
- (g) references to a person include the legal personal representatives, successors and permitted assigns of that person;
- (h) a reference to a statute, ordinance, code or other law includes regulations and other statutory instruments under it and consolidations, amendments, re-enactments or replacements of any of them (whether of the same or any legislative authority having jurisdiction); and
- (i) a reference to 'writing' will unless the contrary intention appears, be construed as any mode of representing or reproducing words in a visible form, including all electronic or digital communications.

2.3 Severance

If any provision of this Constitution 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. If the Rule or

phrase cannot be so read down it will be severed to the extent of the invalidity or unenforceability. Such severance will not affect the remaining provisions of this Constitution or affect the validity or enforceability of any provision in any other jurisdiction.

2.4 Expressions in Act

Except where the contrary intention appears, in this Constitution, an expression that deals with a matter dealt with by a particular provision of the Act has the same meaning as that provision of the Act.

2.5 Lack of Provision or Reasonable Doubt

- (a) If:
- (i) any circumstances arise for which no provision is made by this Constitution;
 - (ii) there arises any reasonable doubt as to the interpretation of the Rules in any circumstances; or
 - (iii) there is any reasonable doubt as to the correct procedure to be adopted on any occasion,

then the Board, having regard to this Constitution, may decide the matter and may direct what shall be done in each particular instance or may interpret the Constitution or direct what shall be done in a particular case.

- (b) Such direction, interpretation or decision of the Board shall be set out in the agenda for the next General Meeting and, until rescinded or amended by the Board or disallowed by a resolution of a General Meeting, it shall have the same validity and effect as if specifically included in this Constitution.
- (c) Any such decision, interpretation or direction may be considered at a General Meeting without any notice being given of the intention to consider it.

3. Objects of Basketball WA

Basketball WA is the peak body for the administration of the sport of basketball in Western Australia. The objects for which Basketball WA is established and maintained are to:

- (a) regulate, encourage, administer, promote and advance basketball in Western Australia through participation, development, competition, facility development and commercial means;
- (b) formulate and/or adopt and implement appropriate policies in relation to such matters as arise from time to time as issues to be addressed in basketball;
- (c) adopt, formulate, issue, interpret, implement and amend from time to time such by-laws and regulations as are necessary for the administration and development of basketball in Western Australia;
- (d) develop, administer and control the sport of basketball in Western Australia in accordance with and having regard to the General Statutes and Internal Regulations and other rules of FIBA and the By-Laws and any Regulations of Basketball Australia; and
- (e) undertake and/or do all such things or activities as are necessary, incidental or conducive to the advancement of the Objects.

4. Powers of Basketball WA

In addition to the rights, powers and privileges provided under the Act, Basketball WA has power to do all such acts and things as are incidental, conducive or subsidiary to all or any of the objects of Basketball WA.

5. Status and Compliance of Basketball WA

5.1 Recognition of Basketball WA

- (a) Basketball WA is recognised by the Government of Western Australia, Basketball Australia and other sporting organisations as the controlling body for the sport of basketball in Western Australia.
- (b) Basketball WA is the only sporting body in Western Australia affiliated to Basketball Australia in respect of the sport of basketball.
- (c) Basketball WA has, pursuant to its position as the State Association in relation to Western Australia for the purposes of Basketball Australia's Constitution, agreed to be bound by the Constitution of Basketball Australia.

5.2 Compliance of Basketball WA

The Members acknowledge and agree that Basketball WA will:

- (a) be or remain incorporated in Western Australia;
- (b) where deemed appropriate by the Board:
 - (i) use its best endeavours to comply with and be bound by the standards and technical requirements of Basketball Australia; and
 - (ii) to the best of its ability uphold and enforce the policies and procedures published from time to time by Basketball Australia.

5.3 Operation of Rules

- (a) Basketball WA and its Members acknowledge and agree that they are bound by these Rules and that these Rules operate to create uniformity in the way in which the Objects of Basketball WA and basketball are conducted, promoted, encouraged and administered throughout Western Australia.
- (b) All Affiliated Associations acknowledge and agree that upon applying for membership of Basketball WA, they consent to their Associations and their members being members of Basketball WA and Basketball Australia and are bound by this Constitution and the Constitution of Basketball Australia.

6. Source of Funds and Application of Income

- (a) The funds of Basketball WA may be derived from annual membership subscriptions, fees and levies payable by Members, competition fees, facility hire, donations, grants, sponsorships and such other sources as the Board determines.
- (b) The income and property of Basketball WA must be applied solely towards the promotion of the Objects.
- (c) Except as prescribed in this Constitution:

- (i) no portion of the income or property of Basketball WA shall be paid or transferred, directly or indirectly by way of dividend, bonus or otherwise to any Member; and
 - (ii) no remuneration or other benefit in money or money's worth shall be paid or given by Basketball WA to any Director or Committee Member of Basketball WA.
- (d) Nothing contained in Rules 6(b) or (c) shall prevent payment in good faith of or to any Member or member of any Affiliated Association:
- (i) for any services actually rendered to Basketball WA, whether as an employee or otherwise;
 - (ii) for goods supplied to Basketball WA in the ordinary and usual course of business;
 - (iii) of interest on money borrowed from any Member;
 - (iv) of rent for premises demised or let by any Member to Basketball WA;
 - (v) of any out-of-pocket expenses incurred by the Member on behalf of Basketball WA;
 - (vi) of grants to regulate, encourage, administer, promote, advance and manage basketball in Western Australia through participation, development and competition programs; or
 - (vii) for any other reason;
- provided that any such payment must not exceed the amount ordinarily payable between ordinary commercial parties dealing at arm's length in a similar transaction.

7. Members

7.1 Category of Members

The Members of Basketball WA shall consist of:

- (a) Ordinary Members who are the Affiliated Associations; and
- (b) Any class of Associate Membership created in accordance with Rule 7.3, including Life Members.

7.2 Membership Rights

- (a) An Ordinary Member has full voting rights and any other rights conferred on Members by these rules or approved by resolution at a General Meeting or determined by the Board.
- (b) An Associate Member has the rights referred to in Rule 7.2(a) other than full voting rights.
- (c) The number of Members of any class is not limited unless otherwise approved by resolution at a General Meeting.

7.3 Creation of New Categories

- (a) The Board has the right and power from time to time to create new categories of Membership with such rights, privileges and obligations as are determined applicable (other than voting rights), even if the effect of creating a new category is to alter rights, privileges or obligations of an existing category of Members.
- (b) No new category of Membership may be granted voting rights unless the prior approval of the Members is first obtained by Special Resolution at a General Meeting.
- (c) The Board must, when creating any new category of Membership, ensure that there are specific criteria for commencement and termination of that category of Membership.
- (d) A Member can only belong to one class of membership.

7.4 Life Members

- (a) The Board or an Affiliated Association may nominate a person who has rendered distinguished or special service to basketball in Western Australia for life membership of Basketball WA. The nomination must be on the prescribed form (if any) and must be submitted to the CEO at least 42 days before the date set down for the next AGM.
- (b) A nomination for Life Membership will be considered by the Board and, if successful, announced and minuted at the Annual General Meeting.
- (c) Conditions, obligations and privileges of life membership shall be as prescribed in the By-Laws.
- (d) Existing Life Members at the time of adoption of this Constitution will be retained.
- (e) A person may only be removed by Special Resolution of the Board and on the basis that the reasons for the removal is that the actions or conduct of the relevant Life Member reflect that the Life Member is not of sound character and/or is likely to cause reputational damage to Basketball WA as a result of being a Life Member.

7.5 Liability of Members

The liability of the Members of Basketball WA is limited.

8. Register of Members

8.1 CEO to keep Register

The CEO will keep and maintain a Register in which will be entered such information as is required under the Act from time to time.

8.2 Use of Register

The Register may be used by Basketball WA to further the Objects of Basketball WA, as the Board considers appropriate.

8.3 Right of Basketball Australia to Access Register

- (a) Subject to the limitations contained in the Privacy Act 1988 (Cth) or any other applicable privacy legislation, Basketball WA may provide a copy of the Register to Basketball Australia at a time and in a form acceptable to Basketball Australia and may provide regular updates of the Register to Basketball Australia. Basketball Australia may use the information contained in the Register and the Register itself to further the Objects of Basketball Australia, subject to reasonable confidentiality and privacy considerations.
- (b) Basketball WA may enter into arrangements with Basketball Australia to manage the whole or parts of the Register on its behalf, subject to the limitations contained in the Privacy Act 1988 (Cth) or any other applicable privacy legislation.

9. Membership

9.1 Application for Membership

An application for new Membership by an Affiliated Association must be:

- (a) in writing on the forms prescribed by the Board and lodged with the CEO for Board acceptance and
- (b) accompanied by the appropriate fee.

9.2 Discretion to Accept or Reject Application

Basketball WA may accept or reject an application for Membership.

- (a) Where Basketball WA accepts an application for Membership, the applicant shall become a Member. Membership of Basketball WA shall be deemed to commence upon acceptance of the application by Basketball WA.
- (b) If an application for Membership is rejected, upon the request of the applicant, the reasons for the rejection of the application shall be provided.
- (c) Where Basketball WA rejects an application for Membership, it shall refund any fees forwarded with the application and the application shall be deemed rejected by Basketball WA.

9.3 Membership Renewal

Affiliated Associations shall:

- (a) renew their Membership with Basketball WA in accordance with the procedures applicable from time to time;
- (b) pay the annual fees prescribed by Basketball WA; and
- (c) pay any arrears (by way of agreement to a payment plan or otherwise) in accordance with the procedures applicable from time to time.

9.4 Obligations of Affiliated Associations

Affiliated Associations will:

- (a) be or remain incorporated in Western Australia;
- (b) have objects that align with the Objects of Basketball WA and do all that is necessary to enable the Objects to be achieved;

- (c) maintain a database of all affiliated clubs and the individual members registered with each affiliated club on the data platform prescribed by Basketball WA from time to time;
- (d) if having serious administrative, operational or financial difficulties, advise the CEO as soon as practicable of those difficulties;
- (e) acknowledge that, where the CEO has been advised or otherwise becomes aware of such difficulties, Basketball WA may become involved by whatever means both parties agree, to address such difficulties;
- (f) nominate a natural person (**Affiliated Association Representative**) to act on its behalf in the affairs of Basketball WA in accordance with Rule 9.5.

9.5 Affiliated Association Representative

- (a) A Representative nominated by an Affiliated Association under Rule 9.4(f) shall be deemed for all purposes to be the Member's agent with the authority to exercise all of the Member's rights as a member of Basketball WA until the Member gives Basketball WA notice in writing of the revocation of the Representative's appointment.
- (b) An Affiliated Association must give notice to Basketball WA of any change to its Representative.

10. Effect of Membership

All Members acknowledge and agree that:

- (a) this Constitution constitutes a contract between each of them and Basketball WA and that they are bound by the Constitution and the By-Laws;
- (b) they will comply with and observe the Constitution and the By-Laws
- (c) this Constitution is made in pursuit of a common object, namely the mutual and collective benefit of Basketball WA, the Members and the sport of basketball; and
- (d) the Constitution and By-Laws are necessary and reasonable for promoting the objects of Basketball WA and particularly the advancement and protection of the sport of basketball in Western Australia;

11. Subscriptions and Fees

- (a) The annual Membership subscription (if any), and any other fees, levies, charges and other amounts payable by Members (or any category of Members) to Basketball WA or Basketball Australia, will be as determined by the Board of BWA from time to time.
- (b) Notwithstanding Rule 11(a) the Board may not increase the annual Membership subscription by more than CPI or 5% (whichever is the greater), above the Membership subscription applicable to the immediately preceding Financial Year, unless approved by Special Resolution passed at a General Meeting.
- (c) Any Member who has not paid all monies due and payable by that Member to Basketball WA will (subject to the Board's discretion) have all rights under this Constitution immediately suspended from the expiry of the time prescribed for

payment of those monies. Such rights will be suspended until such time as the monies are fully paid or otherwise at the Board's discretion.

12. Discontinuance of Membership

12.1 Discontinuance of Membership

For the purposes of this Constitution, the Board may remove any Affiliated Association as a Member of BWA for just cause with the date of removal to be determined by the Board.

12.2 Resignation

- (a) An Affiliated Association may resign from membership of Basketball WA by giving written notice of the resignation to the CEO.
- (b) The resignation takes effect –
 - (i) When the CEO received the notice; or
 - (ii) If a later time is stated in the notice, at that time.

12.3 Membership may be Reinstated

An Affiliated Association that has been removed under Rule 12.1 may be reinstated at the discretion of the Board, on application in accordance with this Constitution and otherwise on such conditions as the Board sees fit.

12.4 Cessation of Membership

- (a) When an Affiliated Association ceases to be a Member in accordance with this Constitution or the Act, the affiliated clubs of that Affiliated Association may apply to Basketball WA to become Ordinary Members in accordance with this Constitution.
- (b) The rights of a Member are not transferable and end when membership ceases.
- (c) A Member who has resigned from membership of Basketball WA remains liable for any fees or subscriptions that are owed to Basketball WA (the owed amount) at the time of discontinuance or resignation.
- (d) The owed amount may be recovered by Basketball WA in a court of competent jurisdiction as a debt due to Basketball WA.

13. Discipline of Members

13.1 Disciplinary Committee

- (a) Where the Board is advised or considers that a Member has allegedly:
 - (i) breached, failed, refused or neglected to comply with a provision of this Constitution, the By-Laws or any resolution or determination of the Board or any duly authorised committee; or
 - (ii) acted in a manner unbecoming of a Member or prejudicial to the objects and interests of Basketball WA and/or the sport of Basketball; or
 - (iii) brought Basketball WA or the sport of Basketball into disrepute;

the Board may commence or cause to be commenced disciplinary proceedings against that Member, and that Member will be subject to, and submits unreservedly to the jurisdiction, disciplinary procedures, penalties and appeal mechanisms (if any) of Basketball WA as determined from time to time.

- (b) The Board may appoint a disciplinary committee to deal with any disciplinary matter referred to it. Such a disciplinary committee shall operate under the principles expressed in the By-Laws.

14. General Meetings

14.1 Annual General Meeting

- (a) The date, time and venue of the Annual General Meeting will be as determined by the Board but must be within six months of the completion of the Financial Year.
- (b) The CEO must send out a request for agenda items to all Members at least 56 days prior to the date of the Annual General Meeting.
- (c) All agenda items, including notices of motions, must be received 28 days prior to the date of the Annual General Meeting.

14.2 Notice of Meeting

- (a) The CEO must give to each Member at least 21 calendar days' notice of every General Meeting. The notice of the General Meeting must:
 - (i) Set out the proposed place, date and time for the meeting (and, if the meeting is to be held in two or more places, the technology that will be used to facilitate this); and
 - (ii) State the general nature of the meeting's business; and
 - (iii) Include any notice of motion received from any Affiliated Association or Board Member in accordance with the Act.
- (b) If a Special Resolution is to be proposed at the meeting, set out an intention to propose the Special Resolution and that Resolution.

14.3 Place of Meeting

- (a) The presence of a Member at a General Meeting need not be by attendance in person but may be by that Member and each other Member at the meeting being simultaneously in contact by telephone or other means of instantaneous communication.
- (b) A Member who participates in a General Meeting as allowed under Rule 14.3(a) is taken to be present at the meeting and, if the Member votes at the meeting, the Member is taken to have voted in person.

15. Business

15.1 Business of General Meetings

- (a) The Business to be transacted at the Annual General Meeting includes the consideration of accounts and the reports of the Board and auditor, the election of Board Members and announcement of new Life Members (if any).

- (b) All business transacted at a General Meeting, and at an Annual General Meeting, with the exception of those matters referred to in Rule 15.1(a) will be special business.

15.2 Business Transacted

No business other than that stated on the notice of meeting for a General Meeting will be transacted at that General Meeting.

16. Special General Meetings

16.1 Special General Meetings May be Held

The Board may, whenever it thinks fit, convene a Special General Meeting.

16.2 Request for Special General Meetings

- (a) The Board shall on the request in writing of 30% of Ordinary Members convene a Special General Meeting.
- (b) The request for a Special General Meeting shall state the object(s) of the meeting, be signed by the Members making the request under Rule 16.2(a) and be sent to the CEO
- (c) If the Board receives a written request to convene a Special General Meeting under Rule 16.2(b) within a 60 calendar day period before the AGM, the Board may deal with the matters set out in the request at the AGM.
- (d) The Special General Meeting must be convened within 70 calendar days after notice is given under Rule 16.2(b).
- (e) If the Board does not convene a special general meeting within that 70 calendar day period, the members making the requirement (or any of them) may convene the special general meeting.
- (f) A special general meeting convened by members under Rule 16.2(e) —
 - (i) must be held within 100 calendar days after the date the original requirement was made;
 - (ii) may only consider the business stated in the notice by which the requirement was made; and .
 - (iii) shall be convened in the same manner, or as nearly as possible as that, in which meetings are convened by the Board.
- (g) The Association must reimburse any reasonable expenses incurred by the members convening a Special General Meeting under Rule 16.2(b).

16.3 Notice of Special General Meeting

- (a) The CEO or, in the case of a Special General Meeting convened under Rule 16.2(a), the Members convening the meeting, must give to each Member at least 21 calendar days' notice of every Special General Meeting.
- (b) The notice must set out:
 - (i) the proposed place, date and time for the meeting (and, if the meeting is to be held in two or more places, the technology that will be used to facilitate this);

- (ii) state the general nature of the meeting's business; and
- (iii) set out the wording of the proposed resolution as required by section 51(4) of the Act; and state that the resolution is intended to be proposed as a special resolution.

17. Proceedings at General Meetings

17.1 Quorum

The quorum for a General Meeting is ten (10) Ordinary Members. The quorum must be present at all times during the meeting.

17.2 Chair of General Meeting

The Chairperson will chair every General Meeting. If the Chairperson is unavailable, the Deputy Chairperson shall be the chair. If both are unavailable within 15 minutes of the start time of the General Meeting then the Members present may elect another person to act as chair of the General Meeting from those present.

17.3 Adjournment for lack of Quorum

If a General Meeting does not have a quorum present within thirty minutes after the time for the General Meeting set out in the notice of General Meeting, the General Meeting is adjourned to the date, time and place the CEO or Chairperson specifies. If the CEO or Chairperson does not specify one or more of these things, then the General Meeting is adjourned to:

- (a) if the date is not specified - the same day in the following week; and
- (b) if the time is not specified - the same time; and
- (c) if the place is not specified - the same place.

17.4 Adjournment Generally

- (a) The Chairperson of a General Meeting may, in accordance with the Act, at any General Meeting at which a quorum is present (and will if so directed by the meeting), adjourn the General Meeting from time to time and from place to place.
- (b) No business will be transacted at any adjourned General Meeting other than the business left unfinished at the General Meeting from which the adjournment took place.
- (c) When a General Meeting is adjourned for one month or more, notice of the adjourned General Meeting must be given as in the case of an original General Meeting.
- (d) Otherwise it is not necessary to give any notice of an adjournment or of the business to be transacted at an adjourned General Meeting.

17.5 Lack of Quorum at Adjourned Meeting

If no quorum is present at the resumed General Meeting within thirty minutes after the time for the General Meeting, then:

- (a) if the General Meeting was called as a consequence of a request of Members, the General Meeting is dissolved;
- (b) in all other cases, the Members present are a quorum.

17.6 Voting Procedure

A resolution put to the vote at a General Meeting must be decided on a show of hands unless a poll is demanded. A poll may be demanded by:

- (a) at least three Members present and entitled to vote on the resolution; or
- (b) the Chairperson of the General Meeting.

The poll may be demanded before a vote is taken or before the voting results on a show of hands are declared or immediately after the voting results on a show of hands are declared.

17.7 Recording of Determinations

Unless a poll is demanded under Rule 17.8, a declaration by the Chairperson of the General Meeting that a resolution has, on a show of hands been carried or carried unanimously or lost is conclusive evidence of the result provided that the declaration reflects the show of hands or verbal determination. Neither the Chairperson nor the minutes need state the number or proportion of the votes recorded in favour or against.

17.8 Demand for poll

Subject to Rule 17.6, a poll may be demanded on any resolution. A poll demanded on a matter must be taken when and in the manner the Chairperson directs. A demand for a poll may be withdrawn.

18. Voting at General Meetings and for the Board

18.1 Voting

- (a) Every Ordinary Member will, subject to Rule 18.2, have one vote.
- (b) In addition, every Ordinary Member will have one (1) additional vote for each fifty persons (50) or part of fifty persons registered with Basketball WA in accordance with Rule 18.1(c).
- (c) Registered numbers used by Basketball WA under Rule 18.1(b) will be based on the number of players who have registered for that Affiliated Association in accordance with Rule 9.4(c) and have paid the required Basketball WA fee for the current Membership year by 31 December in the year prior to the relevant General Meeting.

18.2 Entitlement to vote

- (a) No Member is entitled to vote at any General Meeting if that Member is not a Financial member.
- (b) Associate Members, including Life Members may attend and, at the discretion of the Chairperson, debate at General Meetings, but shall not be entitled to vote.

18.3 Electronic Voting

Should an issue arise between General Meetings which requires a decision or ratification, the Board may determine that the matter be dealt with by an electronic vote or other remote voting method. The CEO will notify all Members of the proposition to be answered 'for' or 'against', and set the time for such voting to be considered. After the time fixed has elapsed, votes from Members will be counted by the CEO and the Chairperson and the proposition resolved. The result of an electronic vote will be conveyed to all Members by the CEO.

19. Role of the Board

The Board is the management committee of Basketball WA. Subject to the Act and this Constitution, the Board will manage the business of Basketball WA and exercise the powers of Basketball WA. In particular, the Board will:

- (a) act on all issues in accordance with the Objects and shall operate for the collective and mutual benefit of Basketball WA, the Affiliated Associations and the sport of basketball throughout Western Australia;
- (b) govern the sport of basketball in Western Australia in accordance with the Objects;
- (c) determine major strategic directions of Basketball WA;
- (d) review Basketball WA's performance in achieving its strategic plan objectives;
- (e) appoint a CEO for such term and on such conditions as it thinks fit and will monitor, evaluate, set remuneration and have the power to remove the CEO.; and
- (f) ensure an appropriate risk management framework is in place.

20. Composition of the Board

20.1 Board Composition

The Board will consist of:

- (a) four Elected Board Members appointed in accordance with Rule 21; and
- (b) three Appointed Board Members appointed in accordance with Rule 22.

20.2 Gender Equity

- (a) The Board shall have appropriate regard to the issue of gender diversity in relation to the makeup of the Board, its subcommittees and office holders. For the purpose of this Rule 20.2, gender includes women, men, and gender-diverse persons, consistent with the organisation's commitment to gender equity.
- (b) The Board shall have no more than four (4) Board members who are the same gender.
- (c) The Chairperson and Deputy Chairperson of the Board must not be of the same gender.

20.3 Chairperson and Deputy Chairperson of the Board

- (a) The position of Chairperson shall be appointed by the Board from amongst its members.
 - (i) The appointee will hold the position until the conclusion of their term of appointment as a Director pursuant to Rules 21.7(a), 22.3, and 23.3, unless removed earlier by special resolution of the Board, or upon resigning from the office of Chairperson.
 - (ii) A Board Member who resigns or is removed from the office of Chairperson will continue to hold office as a Director for the remainder of their term, unless otherwise disqualified under this Constitution.
 - (iii) A Board Member may be re-appointed as Chairperson.

- (b) The position of Deputy Chairperson shall be appointed by the Board from amongst its members, in accordance with Rule 20.2(c).
 - (i) The appointee will hold the position until the conclusion of their appointment as a Director pursuant to Rule 21.7(a), 22.3, and 23.3 unless removed earlier by special resolution of the Board, or upon resigning from the office of Deputy Chairperson.
 - (ii) A Board Member who resigns or is removed from the office of Deputy Chairperson will continue to hold office as a Director for the remainder of their term, unless otherwise disqualified under this Constitution.
 - (iii) A Board Member may be re-appointed as Deputy Chairperson.

21. Elected Board Members

21.1 Qualifications for an Elected Board Member

An Elected Board Member must be a minimum of 18 years of age and be eligible to hold office under section 39 of the Act.

21.2 Notice Seeking Nominations

At least 4 months prior to the 31 December each year, a notice seeking nominations will be given to each Member. The notice will:

- (a) Specify the positions on the Board for which an election is to be held, and call on Members to nominate persons for election to the Board (**Notice Seeking Nominations**); and
- (b) Advise of the date of the election for Elected Board Directors (**Election Date**).

21.3 Lodgement of Nominations

Following service of the Notice Seeking Nominations, any person desiring to nominate for election to the Board will lodge with Basketball WA at the offices of Basketball WA within 14 days of the date of the notice a duly completed nomination form, signed by the person who is seeking nomination for election.

21.4 Nominations Committee

- (a) The Board will establish a nominations committee for the purposes of assessing and recommending persons to be Elected Board Members (**Nominations Committee**).
- (b) The Nominations Committee will comprise:
 - (i) such persons as determined by the Board (which for the avoidance of doubt, may include any Board Member who is not up for election); and
 - (ii) a person who is not a Board Member to act as the Chair of the Nominations Committee (**Nominations Committee Chairperson**),
- (c) The Nominations Committee will, subject to Rule 21.1, vet all valid nominations received under Rule 21.3, and recommend to the Board suitable candidates for election as Elected Board Members.
- (d) In making recommendations under Rule 21.4(c), the Nominations Committee must have regard to the gender equity principles in Rule 20.2.

- (e) The Board will, by ordinary resolution, approve the candidates to be nominated as an Elected Board Member. Those approved shall be put forward for election by the Ordinary Members in accordance with Rule 21.5

21.5 Voting Procedure

- (a) At least 21 days prior to the Election Date, each Member entitled to vote will be forwarded a Notice of Candidates for Election and a Voting Form.
- (b) If there are only the required number of candidates for any position on the Board, or no candidate for a position, then the Notice of Candidates for Election will specify the position in that regard.
- (c) Subject to Rule 21.5(b) the Notice of Candidates for Election will:
 - (i) specify the number of positions on the Board for which an election is required to be held;
 - (ii) specify the names of each candidate for election; and
 - (iii) incorporate if supplied by a candidate, the written statement relating to the candidate which a candidate is entitled to furnish.
- (d) The Notice of Candidates for Election and the Voting Form will be in a format approved by the Board.
- (e) Each Member desiring to vote for the election of a Board Member must complete and return the Voting Form to Basketball WA by no later than 5.00pm on the day that is 10 days prior to the Election Date.

21.6 Audit Verification of Voting

- (a) The Auditor of Basketball WA will check and verify the Board election outcome and will prepare a report.
- (b) In the case of a tied vote for vacant positions, the CEO will initiate another round of voting in accordance with Rule 21.5(c).
- (c) The Chairperson will announce the result of the Board election within 10 days following the Election Date, following receipt of the Auditor's report.

21.7 Term of Appointment of Elected Board Members

- (a) Elected Board Members will serve on the Board in accordance with this Constitution for a term of three years.
- (b) To ensure rotational terms, in every three year cycle at least one Elected Board Member will retire.
- (c) Notwithstanding any other clause, should any adjustment to the term of Elected Board Members elected under this Constitution be necessary to ensure rotational terms in accordance with this Constitution, this shall be determined by the Board. If the Board cannot agree, retirements will be determined by lot.

22. Appointed Board Members

22.1 Appointment

Individuals whose skills sets align with the objectives of Basketball WA may be appointed as Appointed Board Members in a process laid down by the Board from time to time, subject to compliance with Rule 20.1(b), Rule 20.2, this Rule 22 and Rule 23.

22.2 Qualifications for an Appointed Board Member

An Appointed Board Member must be a minimum of 18 years of age and may have specific skills in commerce, finance, marketing, law, technology, or business generally or such other skills which compliment the Board composition, but need not have experience in or exposure to basketball.

22.3 Term of Appointment

Appointed Board Members may be appointed by the Board in accordance with this Constitution for a term of up to three years, which shall commence and conclude on dates determined by the Board.

23. Rules applying to all Board Members

23.1 Application

This Rule 23 applies to both Elected Board Members and Appointed Board Members.

23.2 Tenure

- (a) No Board Member shall serve more than three (3) consecutive terms in office without a break of at least three (3) years before being eligible for re-appointment.
- (b) For the avoidance of doubt, a Board Member whose status changes from, an Elected Board Member to an Appointed Board Member, or vice versa, is subject to the same maximum three (3) consecutive terms without a break of at least three (3) years in accordance with Rule 23.2(a).
- (c) For the purposes of calculating the maximum number of consecutive terms under Rule 23.2(a), any term served — whether a full three (3) year term or a shorter term (including where a Board Member is appointed to fill a casual vacancy under Rule 24.3) — shall be counted as one term.

23.3 Restrictions

- (a) A person may not be appointed or elected as a Board Member if, in the three (3) year period prior to any applicable date, that person has or had served as the CEO of Basketball WA.

24. Vacancies of Board Members

24.1 Grounds for Termination of Board Member

In addition to the circumstances (if any) in which the office of a Board Member becomes vacant by virtue of the Act, the office of a Board Member becomes vacant if the Board Member:

- (a) dies;

- (b) becomes bankrupt or makes any arrangement or composition with his or her creditors generally;
- (c) becomes of unsound mind or a person whose person or estate is liable to be dealt with in any way under the law relating to mental health;
- (d) resigns his or her office in writing to Basketball WA;
- (e) is absent without the consent of the Board from three consecutive meetings of the Board;
- (f) holds any office of employment of Basketball WA;
- (g) without the prior consent or later ratification of the Board holds, any office of profit under Basketball WA;
- (h) breaches the Basketball WA Board Members code of conduct or fails to declare a conflict of interest;
- (i) is removed from office by a Special Resolution of the Board under Rule 24.2; or
- (j) would otherwise be prohibited from being a director of a corporation under the *Corporations Law* or is disqualified from office under the Act.

24.2 Removal of a Board Member

Without limiting any other Rule a Board Member, before the expiration of his or her term of office may be removed by Special Resolution at a General Meeting. If a Board Member is so removed, the office of the Board Member becomes vacant and shall be filled in accordance with the procedure set out in Rule 24.3

24.3 Casual Vacancies

- (a) In the event of a casual vacancy in the position of an Elected Board Member, Basketball WA will call for nominations from Ordinary Members within 21 days of the casual vacancy occurring and may appoint an individual to the vacant position. The person so appointed may continue in the position until the date at which the person who vacated the office would have been required to retire pursuant to Rule 21.7(a).
- (b) In the event of a casual vacancy in the position of an Appointed Board Member, the Board may appoint an individual to the vacant position and the person so appointed may continue in the position up until the date at which the person who vacated the office would have been required to retire pursuant to Rule 22.3.

24.4 Remaining Board Members May Act

In the event of a casual vacancy or vacancies in the position of a Board Member, the remaining Board Members may act but, if the number of remaining Board Members is not sufficient to constitute a quorum at a meeting of the Board, they may act only for the purpose of increasing the number of Board Members to a number sufficient to constitute such a quorum in accordance with Rule 25.6.

25. Meetings of the Board

25.1 Board to Meet

The Board shall meet as often as is deemed necessary in each calendar year for the dispatch of business and will meet on at least 6 occasions per calendar year or at least as often as is required under the Act, whichever is the greater, and subject to these

Rules may adjourn and otherwise regulate their meetings as they think fit. The CEO shall, upon the request of three (3) Board Members, convene a meeting of the Board within 21 days.

25.2 Decisions of Board

Subject to Rule 26, each Board Member will have one vote at Board meetings. A resolution of the Board must be passed by ordinary resolution (being a majority of votes of the Board Members present at the meeting and entitled to vote on the resolution). In the case of an equality of votes, the Chairperson shall have a casting vote.

25.3 Validity of Board Members' Acts

All acts done by any meeting of the Board or of a committee or by any person acting as a Board Member will, notwithstanding that it is afterwards discovered that there was some defect in the appointment of any such Board Member or person so acting, or that they or any of them were disqualified, be as valid as if every such person had been duly appointed and was qualified to be a Board Member.

25.4 Written Resolution

The Board may pass a resolution without a Board meeting being held if a majority of the Board Members entitled to vote on the resolution provide written confirmation by email or other electronic means that they are in favour of the resolution. Separate communications may be used by different Board Members, provided the wording of the resolution and the statement of approval is identical in each. The resolution will be deemed passed when confirmation from the required majority of the Board Members have been received by the CEO.

25.5 Manner of Holding Meetings

A Board meeting may be called or held using any technology consented to by all the Board Members. The consent may be a standing one. A Board Member may only withdraw his or her consent within a reasonable period before the Board meeting.

25.6 Quorum

Unless the Board determines otherwise, the quorum for a Board meeting is four (4) and the quorum must be present at all times during the meeting.

25.7 Notice of Board Meetings

Unless all Board Members agree to hold a meeting at shorter notice (which agreement shall be sufficiently evidenced by their presence), not less than 7 days' oral or written notice of the meeting of the Board shall be given to each Board Member by the CEO. The agenda shall be forwarded to each Board Member not less than 3 days prior to such meeting.

25.8 Validity of Board Decisions

A procedural defect in decisions taken by the Board shall not result in such decision being invalidated.

25.9 Chairperson of Board Meeting

The Chairperson will chair Board meetings. If the Chairperson is not available, the Deputy Chairperson will chair the meeting. If the Chairperson and the Deputy Chairperson are not available, the Board must elect a Board Member present to chair a Board meeting or part of it.

26. Conflicts

26.1 Board Members' Interests

A Board Member is disqualified from:

- (a) holding any place of profit or position of employment in Basketball WA or in any company or incorporated association in which Basketball WA is a shareholder; and
- (b) Any contract or arrangement entered into by or on behalf of Basketball WA in which any Board Member is in any way interested will be voided for such reason.

26.2 Conflict of Interest

A Board Member must declare his or her interest in any:

- (a) contractual matter;
- (b) selection matter;
- (c) disciplinary matter; or
- (d) other financial matter;

in which a conflict of interest arises or may arise, and shall, unless otherwise determined by the Board, absent themselves from discussions of such matter and shall not be entitled to vote in respect of such matter. If the Board Member does vote, the vote shall not be counted. In the event of any uncertainty as to whether it is necessary for a Board Member to absent themselves from discussions and refrain from voting, the issue should be immediately determined by vote of the Board, or if this is not possible, the matter shall be adjourned or deferred.

26.3 Disclosure of Interests

The nature of the interest of a Board Member under Rule 26.2 must be declared by the Board Member at the meeting of the Board at which the contract or other matter is first taken into consideration if the interest then exists or in any other case at the first meeting of the Board after the acquisition of the interest. If a Board Member becomes interested in a contract or other matter after it is made or entered into, the declaration of the interest must be made at the first meeting of the Board held after the Board Member becomes so interested.

26.4 General Disclosure

A general notice that a Board 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 26.3 as regards such Board Member and the said transactions. After such general notice it is not necessary for such Board Member to give a special notice relating to any particular transaction with that firm or company.

26.5 Recording Disclosures

It is the duty of the CEO to record in the minutes any declaration made or any general notice as aforesaid given by a Board Member in accordance with Rules 26.3 and 26.4. In addition, a register of any disclosure of interests under Rules 26.3 and 26.4 must be maintained by the CEO (or a nominee of the CEO).

27. Chief Executive Officer

27.1 Duties

The CEO will:

- (a) be appointed and may be dismissed in each case by ordinary resolution of the Board;
- (b) act as and carry out the duties of a public officer of Basketball WA (subject to a right for the CEO to delegate this role);
- (c) be responsible for ensuring compliance with reporting obligations under the Act or regulations that require information to be given to the Commissioner about the Association; and
- (d) carry out any other duties as may be deemed necessary and directed by the Board from time to time.

27.2 Broad Power to Manage

Subject to the Act, this Constitution, the By-Laws and any directive of the Board, the CEO has power to perform all such things as appear necessary or desirable for the proper management and administration of Basketball WA. No resolution passed by Basketball WA in General Meeting shall invalidate any prior act of the CEO or the Board which would have been valid if that resolution had not been passed.

27.3 CEO may Employ

The CEO, in consultation with the Board, may employ such office personnel as are deemed necessary from time to time and such appointments shall be for such period and on such conditions as the CEO determines.

28. Delegations

28.1 Board may Delegate Functions

The Board may by instrument in writing create or establish or appoint from among its own members, the Members, or otherwise, committees, working groups, individual officers or consultants to carry out such duties and functions, and with such powers, as the Board determines.

29. By-Laws

- (a) The Board may from time to time as circumstances dictate, formulate, interpret, adopt, make, alter and amend By-Laws for Basketball WA's proper advancement, management and administration, the advancement of Basketball WA's objects and basketball as it thinks necessary or desirable. The By-Laws must be consistent with this Constitution and all policy directives of the Board. The By-Laws are binding on all Members.
- (b) Any By-Laws so made will be valid unless disallowed or amended by a Special Resolution of the Members.
- (c) The CEO must bring to the notice of the Board and Affiliated Associations all By-Laws and any formulation, interpretation, amendment, alteration and repeal of them. Affiliated Associations must draw such notices to the attention of their own members.

- (d) All rules and regulations of Basketball WA in force at the date of the approval of this Constitution (including existing By-Laws) insofar as such rules and regulations are not inconsistent with, or have been replaced by this Constitution, shall continue in force under this Constitution.

30. Records and Accounts

30.1 CEO to Keep Records

The CEO must:

- (a) establish and maintain proper records and minutes concerning all transactions, business, meetings and dealings of Basketball WA and the Board and must produce these as appropriate at each Board meeting or General Meeting;
- (b) maintain custodies of any securities of Basketball WA; and
- (c) keep proper accounting and other records in accordance with the Act, generally accepted accounting principles and/or any applicable code of conduct.

These records, minutes, books and securities of account must be kept in the care and control of the CEO, who must ensure that they are retained for the appropriate term as determined by the applicable law after the completion of the transactions or operations to which they relate.

30.2 Board to Submit Accounts

The Board must submit to the Annual General Meeting the accounts of Basketball WA in accordance with this Constitution and the Act.

30.3 Negotiable Instruments

All cheques, promissory notes, bankers drafts, bills of exchange and other negotiable instruments, and all receipts for money paid to Basketball WA, must be signed, drawn, accepted, endorsed or otherwise executed, as the case may be, by two Board Members or a Board Member and the CEO, unless otherwise determined by the Board.

30.4 Inspection of records

- (a) This Rule 30.4 applies to a Member who wants to inspect:
 - (i) the Register of Members;
 - (ii) the Register of Officeholders under section 58(3) of the Act; and
 - (iii) any other register, record or document of Basketball WA,
(collectively, the **Information**).
- (b) The Information will be available for inspection by Members upon request. A Member may copy but not remove any Information.
- (c) The Member must contact the CEO to make the necessary arrangements for the inspection of any Information.
- (d) The inspection of any Information by a Member will (subject to Rule 30.4(i)) be free of charge.
- (e) If the member wants to inspect any Information that records the minutes of a Board meeting or committee meeting, the right to inspect that Information is subject to any decision the Board has made about minutes of Board meetings or

committee meetings generally, or the minutes of a specific Board Meeting or committee meeting being available for inspection by Members.

- (f) The Member may make a copy of or take an extract from any Information but does not have the right to remove the Information for that purpose.
- (g) The Member must not use or disclose Information except for a purpose:
 - (i) directly connected with the affairs of the Association; or
 - (ii) related to complying with a requirement of the Act; or
 - (iii) or otherwise permitted or required by law, including the Privacy Act 1988 (Cth) and any applicable legislation.
- (h) Before providing access to, or a copy of, the Register of Members, Basketball WA may require a Member seeking to inspect or copy the Register of Members, to provide a statutory declaration setting out the purpose of their request and declaring that the purpose is connected with the affairs of Basketball WA.
- (i) Basketball WA may charge a reasonable fee to the Member for providing a copy of the Register of Members, with the amount to be determined by the Board from time to time.

31. Audit and Risk Management

31.1 Auditor

The Board must appoint a properly qualified auditor or auditors and fix the remuneration of such auditor or auditors. The auditor's duties will be regulated in accordance with the Act, or if no relevant provisions exist under the Act, in accordance with generally accepted principles, or any applicable code of conduct.

31.2 Finance, Audit and Risk Management Committee

- (a) The Board must establish a Finance, Risk and Audit Management Committee (**FRAC Committee**) comprising such persons as determined by the Board (which, for the avoidance of doubt, may include Board Members).
- (b) At all times, the FRAC Committee must comprise at least one member who is a Certified Public Accountant (CPA) or Chartered Accountant (CA).

32. Notice

32.1 Giving of Notices

A notice may be given to any Board Member or Member:

- (a) personally; or
- (b) by sending it by post to the address of the Board Member as notified to the CEO or the address for the Member in the Register or the alternative address (if any) nominated by the Board Member or Member; or
- (c) by sending it to the electronic address (if any) nominated by the Board Member or Member.

- (d) Any notice sent by post is taken to have been given three Business Days after it is posted. Any notice sent by electronic means is taken to be given on the Business Day after it is sent.

32.2 Entitlement to Notices

Notice of every General Meeting will be given in any manner authorised by this Constitution to:

- (a) every Member, except those who have not supplied to the CEO an address for the giving of notices to them;
- (b) the Affiliated Associations;
- (c) the Board Members;
- (d) the auditor for the time being of Basketball WA; and
- (e) Life Members and any other Associate Members whose address is known to the CEO.

No other person is entitled to receive notices of General Meetings.

33. Seal

33.1 Safe Custody of Seal

The CEO shall provide for safe custody of the Seal.

33.2 Affixing Seal

The Seal shall only be used by authority of the Board and every document to which the Seal is affixed shall be signed by 2 Board Members or a Board Member and the CEO.

33.3 Board Member's Interest

A Board Member may not sign a document to which the Seal is fixed where the Board Member is interested in the contract or arrangement to which the document relates.

34. Amendments to Constitution

- (a) Basketball WA will take reasonable steps to ensure that this Constitution is amended from time to time so as to be generally in conformity with future amendments made to BA's Constitution, subject to such variations as the Board consider being necessary or appropriate.
- (b) This Constitution must not be altered except by Special Resolution in accordance with the Act and in compliance with all other procedures under the Act (if any).

35. Indemnity

Basketball WA will indemnify (either directly or through one or more interposed entities) any person who is or has been a Board Member and, if so resolved by the Board, Basketball WA's auditor, out of Basketball WA's funds against the following:

- (a) any liability to another person (other than Basketball WA or a related body corporate) unless the liability arises out of conduct involving a lack of good faith;
- (b) any liability for costs and expenses incurred by that person strictly in their capacity as a Board Member:

- (i) in defending proceedings, whether civil or criminal, in which judgment is given in favour of the person or in which the person is acquitted; or
- (ii) in connection with an application, in relation to such proceedings, in which the court grants relief to the person under the Act or the Corporations Act.

36. Dissolution

- (a) Basketball WA may be wound up in accordance with the provisions of the Act.
- (b) If upon the winding up or dissolution of Basketball WA there remains after satisfaction of all its debts and liabilities any property whatsoever, the same must not be paid to or distributed amongst the Members, or former Members. The surplus property must be given or transferred to another association incorporated under the Act which has similar objects and which is not carried out for the purpose of profit or gain to its individual Members, and which association shall be determined by resolution of the Members.

37. Disputes and Mediation

- (a) The grievance procedure set out in this Rule applies to disputes under these Rules between:
 - (i) a Member and another Member; or
 - (ii) a Member and Basketball WA.
- (b) 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.
- (c) If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties must, within 10 days, hold a meeting in the presence of a mediator.
- (d) The mediator must be-
 - (i) a person chosen by agreement between the parties; or
 - (ii) in the absence of agreement-
 - (A) in the case of a dispute between a member and another member, a person appointed by the CEO of Basketball WA;
 - (B) in the case of a dispute between a member or relevant non-member (as defined by sub-Rule (a) (iii)) and Basketball WA, a person who is a mediator appointed to, or employed with, a not for profit organisation.
- (e) A member of Basketball WA can be a mediator.
- (f) The mediator cannot be a member who is a party to the dispute.
- (g) The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- (h) The mediator, in conducting the mediation, must-
 - (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; and
 - (iii) ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.
- (i) The mediator must not determine the dispute.
 - (j) The mediation must be confidential and without prejudice.
 - (k) 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.

38. Effect of These Rules

These Rules come into effect and will supersede and replace any previously existing constitutions, rules and orders of the Association, unless otherwise provided for in this Constitution and will remain in force until amended.

Schedule of By-Laws

Commencement and Supersession of By-Laws

These By-Laws of the Basketball WA are made and adopted as at 5th March 2026 and are the only by-laws in effect from that date. Any previous by-laws, or parts thereof, not listed here are hereby repealed and of no further force or effect.