

Constitution of Magic Basketball Club SA Incorporated.

1. Name

The name of the association is Magic Basketball Club SA incorporated ("the Club").

2. Objectives

- a) Promote, develop, and support the sport of basketball within South Australia, particularly in local communities
- b) Provide a safe, inclusive, and encouraging environment where individuals can participate in basketball
- c) Value teamwork, volunteering, and respect for diversity
- d) Offer affordable and accessible basketball programs
- e) Organise and manage basketball teams, competitions, events, and development initiatives
- f) Support the holistic development of players, coaches, and volunteers
- g) Affiliate with relevant basketball associations, including abiding by relevant rules and by-laws
- h) Undertake lawful activities that support the achievement of the above objectives.

3. Powers

The Club shall have all the powers conferred by Section 25 of the Associations Incorporation Act 1985 (SA) (the Act), including but not limited to:

- a) Operating bank accounts
- b) Acquiring and disposing of property

- c) Employing or engaging contractors or volunteers
- d) Entering into sponsorships and partnerships
- e) Borrowing funds and granting securities
- f) Making rules, by-laws, and policies for effective governance

4. Membership

4.1 Eligibility

Membership is open to:

- a) Registered players
- b) Parents or legal guardians of junior players
- c) Coaches, referees, and administrators
- d) Volunteers and community supporters

4.2 Membership Application

- a) Membership applications must be submitted in writing, such as by
 - i. completing an electronic enquiry form
 - ii. or by sending an email to the Club Secretary
- b) All applications will be reviewed by the Committee for suitability if volunteering (e.g. working with children check) and relevant qualifications if refereeing.
- c) applicants will be notified of the outcome in writing.
- d) Membership will commence once the application is approved and any required membership fees have been paid.

4.3 Membership Classes

- a) Voting Members

- i. All Committee Members; and
 - ii. Individuals aged 18 years or over who are registered and approved by the club to volunteer and who actively undertake multiple volunteer roles within the Club, such as both coaching and team managing, or coaching and events coordinator.
 - iii. Junior members aged under 18 years may have representation and voting rights exercised by their guardian as a proxy.
 - iv. In all other cases, proxy voting is not allowed for Voting Members.
- b) Non-Voting Members
- i. Any person not serving as a Committee Member; and
 - ii. Any individual who does not actively engage in multiple volunteer roles within the Club, such as both coaching and team managing, or coaching and serving as an events coordinator, or other combinations as determined by the Committee.
 - iii. Non-Voting Members are not entitled to vote at general meetings of the Club but may participate in Club activities and may be invited to attend meetings in a non-voting capacity.
- c) Life Members – those nominated and approved by the Executive Committee for long-standing, outstanding voluntary service (minimum 10 years)

4.4 Rights of Members

- a) All members may attend Annual General Meetings and Special General Meetings
- b) Only Voting Members may vote in Annual General Meetings and Special General Meetings
- c) A Voting Member only has one vote, in line with 'one person, one vote', per meeting item.

4.5 Termination of Membership

Membership may cease by:

- a) Written resignation to the Secretary
- b) Expulsion following due process for misconduct
- c) Non-payment of fees, fines, reimbursements after 90 days
- d) Failure to renew membership for two consecutive seasons.

4.6 Membership Fees

Fees are set annually by the Committee and ratified at the AGM

4.7 Register of Members

The Club must maintain an up-to-date register of members for all active season. The register must include the following details for every member:

- a) Full name and residential address
- b) Email address
- c) Contact phone number
- d) The date the member was admitted to or resigned from the Club during the season
- e) The date and reason(s) for any termination of membership within the season, if applicable.

5. Committee

5.1 Composition

- a) The Committee shall consist of the following positions: President, Vice-President, Treasurer, Secretary of which a member may hold more than one position.
- b) And up to five (5) General Committee Members

5.2 Executive Committee

5.2.1 The Executive Committee shall comprise of the following positions:

- a) President

- b) Vice-President
- c) Treasurer
- d) Secretary

5.2.2 The Executive Committee:

- a) May make urgent decisions between committee meetings
- b) Must report decisions to the full Committee at the next scheduled committee meeting
- c) Must not override decisions of the full Committee

5.3 Duties of Committee

The committee is responsible for leadership, governance, financial management, record keeping, and legal compliance.

5.4 Powers and Responsibilities

The Committee shall:

- a) Make decisions around Club affairs and property
- b) Establish subcommittees as needed
- c) Review and assist with policies and procedures
- d) Represent the Club externally
- e) Require disclosure of any conflict of interest by Committee members in accordance with Section 31 of the Act

6. Public Officer

- a) Must be over 18 and appointed by the Executive Committee

7. Meetings

7.1 Committee Meetings

- a) The Committee shall meet at least four (4) times per calendar year
- b) Quorum: majority of Committee members
- c) Decisions are made by majority vote of committee members present and voting, excluding the President, who holds a casting vote only in the event of a tie
- d) Requires at least 7 days' notice
- e) Business is limited to the agenda
- f) May be held in person or online.

7.2 Annual General Meeting (AGM)

- a) Held within three months of financial year-end
- b) Quorum: five (5) Voting Members
- c) Business includes:
 - i. President and Treasurer reports
 - ii. Election of Committee
 - iii. An appropriate review of the Club finances as reported by the Treasurer (including audited reports as required)
 - iv. Appointment of auditor or reviewer (if required)
 - v. Notices of motion
- d) Voting Members shall be provided at least 21 days notice of the date of the AGM
- e) May be held in person or online.

7.3 Special General Meetings (SGM)

- a) Called by the Committee or by written request of at least ten (10) Voting Members
- b) Quorum: ten (10) Voting Members
- c) Requires 14 days' notice
- d) Business is limited to the agenda
- e) May be held in person or online.

8. Elections and Terms

8.1 Terms of Office

Office bearers shall serve a term of three (3) years.

8.2 Election Cycle

- a) The President and Treasurer shall be elected every third year (2025, 2028, 2031, 2034, 2037) and continued as such
- b) The Vice-President and Secretary shall be elected every third year in between cycle (2026, 2029, 2032, 2035) and continued as such
- c) General Committee Members are elected annually
- d) Nominations for committee positions must be:
 - i. Submitted 14 days before the relevant year AGM or may be taken from the floor if insufficient nominations are received
 - ii. Must be registered members over the age of 18

8.3 Vacancies of an Office Bearer Position

If an office bearer resigns or is otherwise unable to continue in their role before the end of their term:

- a) The Executive Committee may appoint an interim replacement to carry out the duties of the role until:
 - I. the next Annual General Meeting (AGM), or a Special General Meeting (SGM) is called for the purpose of electing a replacement
 - II. A permanent replacement shall be elected at that meeting in accordance with the usual election procedures
 - III. The elected replacement will serve only the remainder of the original term, not a new three-year term
 - IV. If no nominations are received for the vacant position, the interim appointee may continue in the role until a suitable candidate is elected or until the original term expires

9. Managing Funds and Property

- a) The Committee have control and management of the funds and other property of the Association
- b) The income and capital of the Association shall be applied exclusively to the promotion of its objects and no portion shall be paid or distributed directly or indirectly to members or their associates except as bona fide remuneration of a member for services rendered or expenses incurred on behalf of the Association.
- c) The Treasurer maintains accurate records
- d) All funds are deposited into the Club's bank account
- e) All unbudgeted expenditures must be approved by two Executive Committee Members (authorised signatories)
- f) Financial statements are presented at the AGM

- g) The Committee may appoint an auditor or reviewer of Club finances based on annual revenue and legal requirements

10. Dispute Resolution

- a) The dispute resolution procedure applies to disputes between -
 - i. a member and another member
 - ii. a member and the Association.
- 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 the parties may choose to meet and discuss the dispute before an independent third person agreed to by the parties.
- d) If a third person is unable to resolve the dispute, the Executive Committee will seek to resolve disputes through discussion or independent mediation

11. Expulsion of a Member

- a. Subject to giving a member an opportunity to be heard or to make a written submission, the Committee may resolve to expel a member upon a charge of misconduct detrimental to the interests of the Association.
- b. Particulars of the charge shall be communicated to the member at least 21 days before the meeting of the Committee at which the matter will be determined.
- c. The determination of the Committee shall be communicated to the member, and in the event of an adverse determination the member shall, (subject to 11d below), cease to be a member 14 days after the committee has communicated its determination to the member.

- d. It shall be open to a member to appeal the expulsion to the Association at a general meeting. The intention to appeal shall be communicated to the Secretary or Public Officer of the Association within 14 days after the determination of the Committee has been communicated to the member.
- e. In the event of an appeal under 11d above, the appellant's membership of the association shall not be terminated unless the determination of the Committee to expel the member is upheld by the members of the Association in general meeting after the appellant has been heard by the members of the Association, and in such event membership will be terminated at the date of the general meeting at which the determination of the Committee is upheld.

12. Alteration of Constitution

- a) Amendments to the Constitution requires a special resolution at an AGM or SGM where:
 - i. at least 21 days written notice specifying the intention to propose the resolution as a special resolution has been given to all Voting Members of the Association; and
 - ii. it is passed at a meeting referred to in this paragraph by a majority of not less than three-quarters of such members of the Association as, being entitled to do so, vote in person or, where proxies are allowed, by proxy, at that meeting.

13. Winding Up

- a) Requires a special resolution as outlined in Section 12.a)i. and 12.a)ii.
- b) Upon winding up, surplus assets must be transferred to another incorporated association or charity with similar objectives and which is not carried on for the profit or gain of its individual members

14. Acceptance of Constitution

Participation in Club activities constitutes acceptance of this Constitution and any rules, by-laws, or policies made under it.

15. Indemnity

No affiliated club, official, delegate, or member shall have any cause of action, claim, or demand whatsoever, whether at law or in equity, against Magic Basketball Club SA Incorporated or any of its officers in respect of any act or omission undertaken in good faith in the course of or in connection with the performance of their official duties.