



**Williamstown Wolves
Baseball Club**

Rules of the
Williamstown Baseball Club
Incorporated

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RULES OF THE WILLIAM STOWN BASEBALL CLUB INCORPORATED

1. NAME

The name of the incorporated association is *The Williamstown Baseball Club Incorporated* (in these rules called the *Association*).

2. OBJECTS

The object of the Association is to further the interests of baseball in the City of Williamstown.

3. UNI FORM COLOURS

The colour of the uniform of the Association shall be white, blue and yellow.

4. DEFINITIONS – Amended 13th August, 1998

(1) In these rules unless the contrary intention appears:

Committee means the Committee of Management of the Association.

Committee Member means an officer of the Association under Rule 20.

Financial Year means the duration of time between Annual Meetings.

General Meeting means a General Meeting of members convened in accordance with Rule 13.

Executive Officer means one of the following officers of the Association: President, Finance Manager or Secretary.

Senior Member means a senior registered player who is ineligible for junior registration.

Junior Member means a junior registered player, who shall not be entitled to vote at any meeting of the Association.

Social Member means any person accepted by the Committee as a Social Member who shall not be entitled to vote at any meeting of the Association.

Honorary Membership means a member of the Association as defined in **Rule 5 (1) (f)**. Honorary Members shall not have any voting rights

The Act means regulations under the Act.

- (2) In these Rules, a reference to the Secretary of an Association is a reference to -
- (a) where a person holds office under these Rules as Secretary of the Association - to that person; and
 - (b) in any other case, to the public officer of the Association.
- (3) Words or expressions contained in these Rules shall be interpreted in accordance with the provisions of the Acts Interpretation Act 1958 and the Act as in force from time to time.

5. **QUALIFICATIONS OF MEMBERSHIP** – Amended 13th August, 1998

- (1) A natural person who is approved for membership by the Committee to be a member of any of the following categories of the Association of payment of the appropriate subscription where applicable under these Rules.
- (a) Senior Playing Member
 - (b) Junior Playing Member
 - (c) Social Member
 - (d) Life Membership
 - (e) Associate Membership - will be available upon written application, duly nominated and seconded by current financial members and approved by The Committee on payment of a predetermined annual fee, payable on 11th October each year. An Associated Member has voting rights.
 - (f) Honorary Membership – on match days on which the Association is involved in the playing of baseball matches, the visiting officials and players of the opposition club shall be deemed to be honorary members for the duration of that day.”
- (2) Persons holding the following positions if non-playing, will automatically qualify as an Associate Member and have voting rights without payment of any subscriptions.
- (a) President
 - (b) Senior Vice-President
 - (c) Vice-Presidents
 - (d) Secretary
 - (e) Finance Manager
 - (f) Social Manager
 - (g) Ground Manager
 - (h) Junior Manager
 - (i) President, Secretary and Treasurer of the Ladies Sub-Committee
- (3) Senior playing members have full voting rights whereas Junior and Social member's positions carry no voting rights.

- (4) No person shall be allowed to become an Honorary or Temporary Member of the Association or be relieved of the payment of the regular annual subscription other than in accordance with Rule 5 (1) (f) PROVIDED THAT a Life Member shall not be required to pay any annual subscription.

6. LIFE MEMBERSHIP

Nominations for Honorary Life Membership shall be received by the Committee prior to the Annual General Meeting, from such nominations The Committee may recommend the appointment of such Life Members as The Committee deems fit. Honorary Life Members shall enjoy all the rights and privileges of Club Membership without any further payment of fees.

7. REGISTER OF MEMBERS

- (1) The Secretary shall keep and maintain a register of all members and the register shall be available for inspection by members.
- (2) A right, privilege or obligation of a person by reason of his/her membership of the Association:
- (a) is not capable of being transferred or transmitted to another person;
 - (b) terminates upon the cessation of his/her membership whether by death or registration or otherwise.

8. REGISTRATION OF MEMBER

- (1) A member of the Association who has paid all monies due and payable to him/her to the Association may resign from the Association by first giving one month's notice in writing to the Secretary of his/her intention to resign and upon the expiration of that period of notice, the member shall cease to be a member.
- (2) Upon the expiration of a notice given under sub-clause (1), the Secretary shall make in the register of members, an entry recording the date on which the member by whom the notice was given ceased to be a member.

9. SUBSCRIPTIONS

- (1) Fees shall be such amounts as shall be fixed at each Annual General Meeting for the following:
- (a) Senior Players
 - (b) Advanced Student Players
 - (c) Junior Players
 - (d) Social Members
 - (e) Associate Members

10. EXPULSION, SUSPENSION OR FINING OF MEMBERS

- (1) Subject to these rules, the Committee may by resolution:
- (a) Expel a member from the Association;
 - (b) Suspend a member from membership of the Association for a specified period; or
 - (c) fine a member in accordance with the regulations -
If the Committee is of the opinion that the member -
 - (d) has refused or neglected to comply with these rules; or
 - (e) has been guilty of conduct unbecoming a member or prejudicial to the interests of the Association.
- (2) A resolution of the Committee under sub-clause (1) -
- (a) does not take effect unless the Committee, at a meeting held not earlier than 14 and not later than 28 days after the service on the member of a notice under sub-clause (3) confirms the resolution in accordance with this clause; and
 - (b) where the member exercises a right of appeal to the Association under this clause does not take effect unless the Association confirms the resolution in accordance with this clause.
- (3) Where the Committee passes a resolution under sub-clause (1), the Secretary shall, as soon as practicable, cause to be served on the member a notice in writing -
- (a) setting out the resolution of the Committee and the grounds on which it is based;

- (b) stating that the member may address the Committee at a meeting to be held not earlier than 14 and not later than 28 days after service of the notice;
 - (c) stating the date, place and time of that meeting;
 - (d) informing the member that he/she may do one or more of the following:
 - (i) attend that meeting;
 - (ii) give to that meeting a written statement seeking the revocation of the resolution;
 - (iii) not later than 24 hours before the date of the meeting, lodge with the Secretary a notice to the effect that he/she wishes to appeal to the Association in a General Meeting against the resolution.
- (4)** At a meeting of the Committee held in accordance with sub-clause (2), the Committee -
- (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 be resolution determine whether to confirm or to revoke the resolution.
- (5)** Where the Secretary receives a notice under sub-clause (3), he/she shall notify the Committee and the Committee shall convene a General Meeting of the Association to be held within 21 days after the date on which the Secretary received the notice.
- (6)** At a General Meeting of the Association convened under sub-clause (5) -
- (a) no business other than the question of the appeal shall be transacted;
 - (b) the Committee 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 whether the resolution should be confirmed or revoked.
- (7)** If at the General Meeting -
- (a) two thirds of the members vote in person in favour of the confirmation of the resolution, the resolution is confirmed; and
 - (b) in any other case, the resolution is revoked.

11. ANNUAL GENERAL MEETING – Amended 13th June, 1996

- (1) The Association shall in each calendar year convene an Annual General Meeting in the City of Hobsons Bay of its members.
- (2) The Annual General Meeting shall be held no later than the second week in August.
- (3) The Annual General Meeting shall be specified as such in the notice convening it.
- (4) 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 General Meeting held since that meeting.
 - (b) to receive from the Committee reports upon the transactions of the Association during the last preceding financial year.
 - (c) to elect officers of the Association and appoint an auditor.
 - (d) to receive an Audited Financial statement.
 - (e) to receive and consider the statement submitted by the Association in accordance with Section 30 (3) of the Act.
- (5) The Annual General Meeting may transact special business of which notice is given in accordance with these rules.
- (6) The Annual General Meeting shall be an addition to any other General Meeting that may be held in the same year.

12. SPECIAL GENERAL MEETINGS

All General Meetings other than the Annual General Meeting shall be called Special General Meetings.

- (1) The Committee may, whenever it thinks fit, convene a Special General Meeting of the Association and, where, but for this sub-clause, more than 15 months would lapse between Annual General Meetings, shall convene a Special General Meeting before the expiration of that period.
- (2) The Committee shall, on the requisition in writing of financial voting members representing not less than 5% of the total number of members, convene a Special General Meeting of the Association.

- (3) The requisition for a Special General Meeting shall state the objects of the meeting and shall be signed by the members making the requisition and be sent to the address of the Secretary and may consist of several documents in a like form, each signed by one or more of the members making the requisition.
- (4) If the Committee does not cause a Special General Meeting to be held within one month after the date on which the requisition is sent to the address of the Secretary, the members making the requisition, or any of them, may convene a Special General Meeting to be held not later than 3 months after that date.
- (5) A Special General Meeting convened by members in pursuance of these rules shall be convened in the same manner as nearly as possible as that in which those meetings are convened by the Committee and all reasonable expenses incurred in convening the meeting shall be refunded by the Association to the persons incurring the expenses.

13. GENERAL MEETING NOTICE

- (1) The Secretary of the Association shall, at least 14 days before the date fixed for holding a General Meeting of the Association, cause to be sent to each member of the Association at his/her address appearing in the register of members, a notice stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
- (2) No business other than that set out in the notice convening the meeting shall be transacted at the meeting.
- (3) A member desiring to bring any business before a meeting may give notice of that business in writing to the Secretary, who shall include that business in the notice calling the next General Meeting after the receipt of the notice.

14. PROCEDURE

- (1) All business that is transacted at a Special General Meeting and all business that is transacted at the Annual General Meeting with the exception of that specially referred to in these rules as being the ordinary business of the Annual General Meeting shall be deemed to be special business.

- (2) No item of business shall be transacted at a General meeting unless a quorum of members entitled under these rules to vote is present during the time when the meeting is considering that item.
- (3) Twelve members personally present (being members entitled under these rules to vote at a General Meeting) constitute a quorum for the transaction of the business of a General Meeting.
- (4) If within half an hour after the appointed time for the commencement of a General Meeting, a quorum is not present, the meeting if convened upon the requisition of members shall be dissolved and in any other case shall stand adjourned to the same day in the next week at the same time and (unless another place is specified by the Chairman 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 and if at the adjourned meeting the quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present (being not less than nine) shall be a quorum.

15. CHAIRMAN

- (1) The President, or in his/her absence, the Senior Vice-President, shall preside as Chairman at each General Meeting of the Association.
- (2) If the President and the Senior Vice-President are absent from a General Meeting, the members present shall elect one of their number to preside as Chairman at the meeting.

16. ADJOURNMENT

- (1) The Chairman of a General Meeting at which a quorum is present may, with the consent of the meeting, adjourn the meeting from time to time and place to place, but no business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (2) Where a meeting is adjourned for 14 days or more, a like notice of the adjourned meeting shall be given as in the case of the General Meeting.
- (3) Except as provided in sub-clause (1) and (2), it is not necessary to give notice of an adjournment or of the business to be transacted at an adjourned meeting.

17. VOTING

A question arising at a General Meeting of the Association shall be determined on a show of hands and unless before or on the declaration of the show of hands a poll is demanded, a declaration by the Chairman that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, and an entry to that effect in the Minute Book of the Association is evidence of the fact without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.

- (1) Upon any question arising at a General Meeting of the Association, a member has one vote only.
- (2) All votes shall be given personally.
- (3) In the case of an equality of voting on a question, the Chairman of the meeting must exercise a second or casting vote.
- (4) If at a meeting a poll on any question is demanded by not less than three members, it shall be taken at that meeting in such manner as the Chairman may direct and the resolution of the poll shall be deemed to be a resolution of the meeting on that question.
- (5) A poll that is determined on the election of a Chairman or on a question of an adjournment shall be taken forthwith and a poll that is demanded on any other question shall be taken at such time before the close of the meeting as the Chairman may direct.

18. ENTITLEMENT TO VOTE

A member is not entitled to vote at any General meeting unless all monies due and payable by him/her to the Association have been paid.

19. COMMITTEE - POWERS

- (1) The affairs of the Association shall be managed by a Committee of Management constituted as provided in Rule 20.

- (2) The Committee -
- (a) shall control and manage the business and affairs of the Association;
 - (b) may, subject to these rules, the regulations and the Act, exercise all such powers and functions as may be exercised by the Association other than those powers and functions that are required by these rules to be exercised by General Meetings of the members of the Association; and
 - (c) subject to these rules, the regulations and the Act, has power to perform all such acts and things as appear to the Committee to be essential for the proper management of the business and affairs of the Association.

20. CONSTITUTION

- (1) The officers of the Association shall be -
- (a) President
 - (b) Senior Vice-President
 - (c) Junior Manager
 - (d) Secretary
 - (e) Ground Manager
 - (f) Social Manager
 - (g) Finance Manager
- (2) The provisions of Rule 20 so far as they are applicable and with the necessary modifications, apply to and in relation to the election of persons to any of the offices mentioned in sub-clause (1).
- (3) Each officer of the Association shall hold office until the Annual General Meeting next after the date of his/her election but is eligible for re-election.
- (4) In the event of a casual vacancy in any office referred to in sub-clause (1), the Committee may appoint one of its members to the vacant office and the member so appointed may continue in office up to and including the conclusion of the Annual General Meeting next following the date of his/her appointment.
- (5) Subject to Section 23 of the Act, the Committee shall consist of the officers of the Association, each of whom shall be elected at the Annual General Meeting of the Association in each year.

21. ELECTION OF COMMITTEE MEMBERS

- (1)** Nominations of candidates for election as officers of the Association -
 - (a)** shall be made in writing, signed by two members of the Association and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination); and
 - (b)** shall be delivered to the Secretary of the Association not less than 7 days before the date fixed for the holding of the Annual General Meeting.
- (2)** If insufficient nominations are received to fill all vacancies on the Committee, the candidates nominated shall be deemed to be elected and further nominations shall be received at the Annual General Meeting.
- (3)** If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.
- (4)** If the number of nominations exceeds the number of vacancies to be filled, a ballot shall be held.
- (5)** The ballot for the election of officers and ordinary members of the Committee shall be conducted at the Annual General Meeting in such usual and proper manner as the Committee may direct.
- (6)** A nomination of a candidate for election under this clause is not valid if that candidate has already been elected for another office at the same election.

22. VICE-PRESIDENTS

In addition to officers nominated in Rule 20, sub-clause (1), up to ten (10) Vice-Presidents may be elected at each Annual General Meeting. They will hold the positions as Honorary Advisers to the Association and are welcome to attend Committee Meetings without having a vote at said meetings.

They will automatically become Associate Members of the Association and be eligible to vote at General Meetings.

23. GROUNDS FOR TERMINATION OF OFFICE

For the purpose of these rules, the office of an officer of the Association becomes vacant if the officer -

- (1)** Ceases to be a member of the Association;
- (2)** Becomes an insolvent under administration within the meaning of the Companies (Victoria) Code; or
- (3)** Resigns his/her office by notice in writing given to the Secretary.

24. QUORUM AND PROCEDURE AT MEETINGS

- (1)** The Committee shall aim to meet monthly with a minimum of 6 times in each year at such place and such times as the Committee may determine.
- (2)** Special meetings of the Committee may be convened by the President or by any 4 of the members of the Committee.
- (3)** Notice shall be given to members of the Committee of any special meeting specifying the general nature of the business to be transacted and no other business shall be transacted at such a meeting.
- (4)** Any 5 members of the Committee constitute a quorum for the transaction of the business of a meeting of the Committee.
- (5)** No business shall be transacted unless a quorum is present and if within an hour of the time appointed for the meeting, a quorum is not present, the meeting shall stand adjourned to the same place and at the same hour of the same day in the following week unless the meeting was a special meeting in which case it lapses.
- (6)** At meetings of the Committee -
 - (a)** the President or in his/her absence the Senior Vice-President shall preside; or
 - (b)** if the President and the Senior Vice-President are absent, such one of the remaining members of the Committee as may be chosen by the members present shall preside.

- (7) Questions arising at a meeting of the Committee or of any sub-committee appointed by the Committee shall be determined on a show of hands or, if demanded by a member, by a poll taken in such manner as the person presiding at the meeting may determine.
- (8) Each member present at a meeting of the Committee or of any sub-committee appointed by the Committee (including the person presiding at the meeting), is entitled to one vote and, in the event of an equality of votes on any question, the person presiding must exercise a second or casting vote.
- (9) Written notice of each committee meeting shall be served on each member of the Committee by delivering it to him/her at a reasonable time before the meeting or by sending it by pre-paid post addressed to him/her at his/her usual or last known place of abode at least four business days before the date of the meeting.
- (10) Subject to sub-clause (4) the Committee may act notwithstanding any vacancy on the Committee.

25. SECRETARY

Shall manage in an efficient manner, all secretarial matters pertaining to the administration of the Association and shall keep minutes of the resolutions and proceedings of all meetings in books provided for that purpose, together with a record of the names of persons present at Committee Meetings.

26. FINANCE MANAGER

- (1) The Finance Manager of the Association -
 - (a) shall collect and receive all monies due to the Association and make all payments authorised by the Association; and
 - (b) shall keep correct accounts and books showing the financial affairs of the Association with full details of all receipts and expenditure connected with the activities of the Association.
- (2) The accounts and books referred to in sub-clause (1) shall be available for inspection by members as required and to the Auditor annually, or as directed by the Committee.

27. JUNIOR MANAGER

Shall manage in an efficient manner, all matters involving junior members of the Association.

28. GROUND MANAGER

Shall manage in an efficient manner, all matters pertaining to the playing ground, its facility and the equipment of the Association.

29. SOCIAL MANAGER

Shall manage in an efficient manner, all matters pertaining to the social functioning of the Association in liaison with the Ladies Sub-Committee.

30. CAPTAINS

The Captains of all teams shall be appointed by the Committee in consultation with the Senior Coach (es).

31. COACHES

The Committee shall have the power to appoint all coaches who shall have charge of all of their respective games and practices.

The Senior Coach is required to attend regular Committee Meetings to brief the officers on the progress of the Senior Team(s) during competition season.

32. MATERIAL/EQUIPMENT

All Association material and equipment shall be handed in at the end of each season and re-issued at the beginning of the next season. Such material to be marked in the name of the Association.

33. REMOVAL OF COMMITTEE MEMBERS

- (1) The Association in general meeting may by resolution remove any member of the Committee before the expiration of his/her term of office and appoint another member on his stead to hold office until the expiration of the term of the first mentioned member.
- (2) Where the member to whom a proposed resolution referred to in sub-clause (1) makes representations in writing to the Secretary or President of the Association (not exceeding a reasonable length) and requests that they be notified to the members of the Association, the Secretary or the President may send a copy of the representations to each member of the Association or, if they are not so sent, the member may require that they be read out at the meeting.

34. SIGNING OF NEGOTIABLE INSTRUMENTS

All cheques, drafts, bill of exchange, promissory notes and other negotiable instruments shall be signed by two members of the Committee.

35. COMMON SEAL

- (1) The Common Seal of the Association shall be kept in the custody of the Secretary.
- (2) The Common Seal shall not be affixed to any instrument except by the authority of the Committee and the affixing of the Common Seal shall be attested by the signatures either of two members of the Committee or of one member of the Committee and the Public Officer of the Association.

36. ALTERATION OF STATEMENTS OF PURPOSE AND RULES

These rules and the statement of purposes of the Association shall not be altered except in accordance with the Act.

37. SERVICE OF NOTICES

- (1) A notice may be served by or on behalf of the Association upon any member either personally or by sending it by post to the member at his/her address shown in the Register of members.
- (2) Where a document is properly addressed prepaid and posted to a person as a letter, the document shall, unless the contrary is proved, be deemed to have been given to the person at the time at which the letter would have been delivered in the ordinary course of post.

38. WINDING UP – Amended 13th June, 1996

If upon the winding up or dissolution of the Association there remains, after satisfaction of all its debts and liabilities, any property whatsoever the same shall not be paid to or distributed amongst the Members of the Association, but shall be given or transferred to some other organisation having similar objects of the Association which is also not carried on for the profit or gain to its individual members, and which is similarly exempt from income tax.

The property and income of the Association, however derived, shall be applied solely towards the promotion of the objectives of the Association. No portion thereof shall be paid or transferred, directly or indirectly, by way of dividends, bonus or otherwise howsoever by way of profit to the Members.

39. CUSTODY OF BOOKS AND OTHER DOCUMENTS

Except as otherwise provided in these Rules, in the custody and under control of the Secretary, all books, documents and securities of the Association shall be kept.

40. SOURCES OF FUNDS

The funds of the Association shall be derived from:

- (1) Annual subscriptions and other fees payable by members of the Association.
- (2) Monies received from the sale of goods to and the provision of services for members of the Association.
- (3) Donations or bequests.
- (4) Special fund raising activities.

- (5) Levies raised on members for purposes of maintaining or improving the amenities of the Association.
- (6) Monies borrowed by the Association.
- (7) Other sources as the Committee determines.

41. SALE OF LIQUOR – Added 13th August, 1998

No payment shall be made to an officer or servant of the Association by way of commission or allowance from the receipts of the Association for the sale and disposal of liquor.

42. CONSUMPTION OF LIQUOR BY VISITORS – Added 13th August, 1998

Visitors being invitees of the members of the Association may be admitted to the licensed premises of the Association, subject to the names and residential addresses of all such visitors being recorded in writing in a *Visitor's Book* to be provided by the Association and kept in a conspicuous position at the entrance to the licensed premises. Each written entry shall be signed and dated by the member who invited the visitor.

43. DISPUTES AND MEDIATION – Added 22nd October, 1998

- (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 the Association.
- (2) 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.
- (3) 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.

- (4)** The mediator 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 who is a mediator appointed or employed by the Dispute Settlement Centre of Victoria (Department of Justice).
- (5)** A member of the Association can be a mediator.
- (6)** The mediator cannot be a member who is a party to the dispute.
- (7)** The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- (8)** The mediator, in conducting the mediation, must —
- (a) give the parties to the mediation process every opportunity to be heard; and
 - (b) allow due consideration by all parties of any written statement submitted by any party; and
 - (c) ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.
- (9)** The mediator must not determine the dispute.
- (10)** 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 otherwise at law.

AM ENDMENTS TO THE CONSTITUTION - 13TH JUNE, 1996

Amendment 1

As a result of changes to the taxation legislation (ruling TR95/D18) which applies to non-profit organisations such as ours, the following amendment to the Williamstown Baseball Club Inc. constitution is proposed. Its purpose relates solely to the method by which the Club's assets would be disbursed in the event of the Club winding up.

FROM

Rule 38. Winding Up:

" In the event of the winding up or the cancellation of the incorporation of the Association, the assets of the Association shall be disposed of in accordance with the provisions of the Act."

TO

" If upon the winding up or dissolution of the Association there remains, after satisfaction of all its debts and liabilities, any property whatsoever the same shall not be paid to or distributed amongst the Members of the Association, but shall be given or transferred to some other organisation having similar objects of the Association which is also not carried on for the profit or gain to its individual members, and which is similarly exempt from income tax.

The property and income of the Association, however derived, shall be applied solely towards the promotion of the objectives of the Association. No portion thereof shall be paid or transferred, directly or indirectly, by way of dividends, bonus or otherwise howsoever by way of profit to the Members."

Amendment 2

As a result of the amalgamation of local councils and the change of name from the City of Williamstown to the City of Hobsons Bay an amendment is required.

FROM

Rule 11, (1) Annual General Meeting:

"The Association shall in each calendar year convene an Annual General Meeting in the City of Williamstown of its members."

TO

"The Association shall in each calendar year convene an Annual General Meeting in the City of Hobsons Bay of its members."

AM ENDMENTS TO THE CONSTI TUTI ON - 13 AUGUST, 1998

As a result of the club applying for a Restricted Club Licence, the following amendments to the Williamstown Baseball Club Inc. Constitution are proposed. Its purpose relates solely to allow the club and its members to sell and/or consume alcohol on the premises.

Amendment 1

FROM

4. DEFINITIONS

(1) In these rules unless the contrary intention appears:

Committee means the Committee of Management of the Association.

Committee Member means an officer of the Association under Rule 20.

Financial Year means the duration of time between Annual Meetings.

General Meeting means a General Meeting of members convened in accordance with Rule 13.

Executive Officer means one of the following officers of the Association: President, Finance Manager or Secretary.

Senior Member means a senior registered player who is ineligible for junior registration.

Junior Member means a junior registered player, who shall not be entitled to vote at any meeting of the Association.

Social Member means any person accepted by the Committee as a Social Member who shall not be entitled to vote at any meeting of the Association.

The Act means regulations under the Act.

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Committee Member means an officer of the Association under Rule 20.

Financial Year means the duration of time between Annual Meetings.

General Meeting means a General Meeting of members convened in accordance with Rule 13.

Executive Officer means one of the following officers of the Association: President, Finance Manager or Secretary.

Senior Member means a senior registered player who is ineligible for junior registration.

Junior Member means a junior registered player, who shall not be entitled to vote at any meeting of the Association.

Social Member means any person accepted by the Committee as a Social Member who shall not be entitled to vote at any meeting of the Association.

Honorary Membership means a member of the Association as defined in **Rule 5 (1) (f)**. Honorary Members shall not have any voting rights

The Act means regulations under the Act.

Amendment 2

FROM

5. QUALIFICATIONS OF MEMBERSHIP

- (1)** A natural person who is approved for membership by the Committee to be a member of any of the following categories of the Association of payment of the appropriate subscription where applicable under these Rules.

 - (a) Senior Playing Member
 - (b) Junior Playing Member
 - (c) Social Member
 - (d) Life Membership
 - (e) Associate Membership - will be available upon written application, duly nominated and seconded by current financial members and approved by The Committee on payment of a predetermined annual fee, payable on 11th October each year. An Associated Member has voting rights.

- (2)** Persons holding the following positions if non-playing, will automatically qualify as an Associate Member and have voting rights without payment of any subscriptions.

 - (a) President
 - (b) Senior Vice-President
 - (c) Vice-Presidents
 - (d) Secretary
 - (e) Finance Manager
 - (f) Social Manager
 - (g) Ground Manager
 - (h) Junior Manager
 - (i) President, Secretary and Treasurer of the Ladies Sub-Committee

- (3)** Senior playing members have full voting rights whereas Junior and Social member's positions carry no voting rights.

TO
5. QUALIFICATIONS OF MEMBERSHIP

- (1) A natural person who is approved for membership by the Committee to be a member of any of the following categories of the Association of payment of the appropriate subscription where applicable under these Rules.
- (a) Senior Playing Member
 - (b) Junior Playing Member
 - (c) Social Member
 - (d) Life Membership
 - (e) Associate Membership - will be available upon written application, duly nominated and seconded by current financial members and approved by The Committee on payment of a predetermined annual fee, payable on 11th October each year. An Associated Member has voting rights.
 - (f) Honorary Membership – on match days on which the Association is involved in the playing of baseball matches, the visiting officials and players of the opposition club shall be deemed to be honorary members for the duration of that day.”
- (2) Persons holding the following positions if non-playing, will automatically qualify as an Associate Member and have voting rights without payment of any subscriptions.
- (a) President
 - (b) Senior Vice-President
 - (c) Vice-Presidents
 - (d) Secretary
 - (e) Finance Manager
 - (f) Social Manager
 - (g) Ground Manager
 - (h) Junior Manager
 - (i) President, Secretary and Treasurer of the Ladies Sub-Committee
- (3) Senior playing members have full voting rights whereas Junior and Social member’s positions carry no voting rights.
- (4) No person shall be allowed to become an Honorary or Temporary Member of the Association or be relieved of the payment of the regular annual subscription other than in accordance with Rule 5 (1) (f) PROVIDED THAT a Life Member shall not be required to pay any annual subscription

Amendment 3

Additional Rule

41. SALE OF LIQUOR

No payment shall be made to an officer or servant of the Association by way of commission or allowance from the receipts of the Association for the sale and disposal of liquor.

Amendment 4

Additional Rule

42. CONSUMPTION OF LIQUOR BY VISITORS

“Visitors being invitees of the members of the Association may be admitted to the licensed premises of the Association, subject to the names and residential addresses of all such visitors being recorded in writing in a *Visitor’s Book* to be provided by the Association and kept in a conspicuous position at the entrance to the licensed premises. Each written entry shall be signed and dated by the member who invited the visitor.”

AM ENDMENTS TO THE CONSTITUTION – 22 OCTOBER, 1998

Included due to amendments to the Associations Incorporation Act 1981. Associations Incorporation (Amendment) Act 1997 took effect as of July 1, 1998. This rule was lifted directly from the 'model rules' as supplied by the Department of Justice Victoria – Office of Fair Trading and Business Affairs. It is necessary to have a 'Disputes and Mediation' rule within our constitution.

Amendment 1

Additional Rule

43. DISPUTES AND MEDIATION – Added 22nd October, 1998

- (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 the Association.
- (2)** 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.
- (3)** 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.
- (4)** The mediator 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 who is a mediator appointed or employed by the Dispute Settlement Centre of Victoria (Department of Justice).
- (5)** A member of the Association can be a mediator.
- (6)** The mediator cannot be a member who is a party to the dispute.
- (7)** The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.

- (8)** The mediator, in conducting the mediation, must –
- (a) give the parties to the mediation process every opportunity to be heard; and
 - (b) allow due consideration by all parties of any written statement submitted by any party; and
 - (c) ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.
- (9)** The mediator must not determine the dispute.
- (10)** 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 otherwise at law.