

St Albans Cricket Club Incorporated



**St Albans
Cricket Club**

CONSTITUTION

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1. INTRODUCTION

1.1 Name

The name of the club shall be **St Albans Cricket Club Incorporated** (“the Club”).

1.2 Registered Office

The Registered Office of the Club shall be at such place as determined by the Committee and as notified to the Registrar of Incorporated Societies from time to time, and at the time of this Constitution is at the St Albans Cricket Club pavilion, Hagley Oval, Christchurch.

1.3 Club Colours and Emblem

The Club colours shall be dark blue, light blue and gold. The Club emblem shall be a lion’s head in some form.

1.4 Objects

The Objects for which the Club is established are:

- (a) To foster and preserve the playing of cricket within the Club.
- (b) To raise and preserve the standard of cricket within the Club and generally.
- (c) To take all necessary steps to support the authorities controlling Metropolitan, provincial and New Zealand Cricket.
- (d) To do all such other things as are incidental or conducive to the attainment of the above objects.

1.5 Powers

The powers of the Club are:

- (a) To provide facilities and amenities including (by way of example only) clubrooms or similar amenities for the use of the members, and to make the same available to other persons on whatsoever terms and conditions the Committee may think fit.
- (b) To purchase, lease, erect or otherwise acquire land, buildings and all real and personal property which may be considered to be desirable and to manage, maintain, improve, exchange, lease, mortgage, dispose of or otherwise deal with any such property or any part thereof.
- (c) To raise or borrow money in such a manner as the Club thinks fit including the security of any mortgage, debenture or other charge over all or any part of the Club's property and to give any bond, guarantee or indemnity as may be deemed necessary or expedient.
- (d) To invest and deal with the funds of the Club upon such securities or otherwise in such manner as the Club may think fit. This may include opening and operating trading and savings bank accounts.
- (e) To employ staff and engage agents and appoint representatives as is necessary.
- (f) To permit and publish any newspapers, newsletters, magazines, websites (including social networking websites and blogs), periodicals, books, leaflets, films, videos, compact discs and other such descriptive informative or educational material as the Club may think fit.
- (g) To establish, support or aid any charitable, sporting or recreational institution, trust or association and to make payments towards any benevolent objects as the Club may think fit.
- (h) To facilitate (and terminate where necessary) the recruitment and retention of members of the Club
- (i) To settle questions or disputes referred to the Club and discipline members of the Club pursuant to the Rules and the Club's Code of Conduct for members and employees.

The powers specified in this Rule 1.5 shall not limit the rights and powers of the Club as an incorporated society under the Incorporated Societies Act 1908.

1.6 Construction

In this Constitution:

- (a) a gender includes all other genders;
- (b) the singular includes the plural and vice-versa;
- (c) any reference to legislation includes any regulation, order-in-council or other instrument issued or made under that legislation, and any modification or re-enactment of that legislation, or any legislation enacted in substitution of that legislation;
- (d) any agreement includes that agreement as modified, supplemented, innovated or substituted from time to time; and
- (e) headings are for reference only and are to be ignored in construing this Constitution.

1.7 Pecuniary Interest

Nothing in these Rules shall permit the Club to use its funds, or make its funds available, for the private pecuniary profit of any member or any person associated with any member. For the avoidance of doubt, the term Private Pecuniary Profit does not include remuneration or payments for services which are rendered reasonable and amounts only to what would be paid in an arm's length transaction (being the open market).

This Rule 1.7 applies, notwithstanding any other provision of these Rules to the contrary and its effect must not be removed from these Rules and must be included in any alteration of, addition to or revision of these Rules.

2. MEMBERSHIP

2.1 Membership Categories

The categories of membership of the Club, (collectively called “**Members**”) shall be:

- (a) Playing Members
- (b) Non-Playing Club Supporters
- (c) Club Alumni

2.2 Sub-categories of Membership

Within the membership categories, specified in [Rule 2.1](#), there may be sub-categories of membership (such as Full Adult, University Students, secondary school pupils, primary school pupils, Twenty20 players, etc.) as determined by the Committee, at its discretion.

2.3 Full Availability, Limited Availability and Temporary Availability Playing Memberships

The Committee may, at its discretion, provide for Limited Availability Playing Memberships in any of the sub-categories of Playing Members at a subscription of fifty per cent of the relevant full subscription for that sub-category. This status is applicable only for those Playing Members who choose to make themselves available for only up to half of the playing season. Half of the playing season may mean any one of the following: available for all playing days before Christmas but not after, available for all playing days after Christmas but not before, or only available on certain playing days not exceeding half of the possible playing days in the playing season in their relevant grade. Full Playing Members will take selection priority over Limited Availability Playing Members should an excess of members be available to play in their assigned team on any particular playing day.

Persons who make themselves temporarily available for the sole purpose to fill in for a team unable to field the required number of players from Full or Limited Availability Playing Members shall not be liable for a subscription. These persons shall never take selection priority over Playing Members, whether Full or Limited Availability. In no case shall such person play in more than three (3) games during that season without having first provided to the Club such personal details as the Committee determines and agrees to abide by the rules of cricket and codes of conduct appropriate to that grade of cricket and agree to conduct themselves generally as though they were a Playing Member of the Club.

All other Playing Members shall be deemed to be Full Availability Playing Members and shall be due for the full subscription applicable to their particular sub-category of Membership regardless of the actual games played during the season.

The duration of membership as set out in [Rule 2.7 \(Duration of Membership and Membership Year\)](#) will apply to all Playing Members regardless of the availability status selected.

2.4 General Rights and Obligations of Members

All members acknowledge and agree that they shall be bound by the rules of the Club as set out in the Constitution and by any by-laws or policies made by the Committee. Members shall be entitled to all benefits, advantages, privileges and services of membership as conferred by this Constitution or by the Committee, at its discretion.

Playing Members, when participating in a Club team, shall comply with all the rules of cricket and codes of conduct, appropriate to that grade of cricket, as determined by Christchurch Metropolitan Cricket Association, or that organisation's governing or affiliated bodies. Only Playing Members shall be eligible to participate in a Club team, except as otherwise provided for in [Rule 2.3 \(Full Availability, Limited Availability and Temporary Availability Playing Memberships\)](#).

All Members, except Members whose application for membership was made on their behalf by their parent, guardian or caregiver, shall be entitled to hold office in the Club and to speak and vote at General Meetings of the Club, unless that Member is subject to the provisions of [Rule 2.13 \(Subscriptions in Default\)](#).

All Members shall ensure that their Membership details are correct at all times throughout the Membership Year and shall ensure any amendments required are recorded in the Club Website's Registration System at the earliest opportunity.

Where a parent, guardian or caregiver is responsible for a Member then that parent, guardian or caregiver will be required to ensure all of the obligations of that Member are being fulfilled.

2.5 Application for Membership

Unless [Rule 2.8 \(Renewal of Membership\)](#) applies, all applications for membership of the Club must:

- (a) be made to the Club in writing on the Registration Form (and delivered to the relevant Club Captain, or to another authorised representative of the Committee), or input via the Club Website's Registration System, and must include the full name of the applicant, the applicant's address, the date of birth of the applicant, the particular category and sub-category to which the applicant desires admission, their availability status, and any other particulars as specified on the Registration Form;
- (b) declare if they have previously been a member of any other cricket club in New Zealand within the last five years, and the name of any such club, or clubs, so that any appropriate clearances can be verified;
- (c) agree to pay the applicable subscription, if any, for the category, sub-category and availability status requested,
- (d) be considered by the Committee in accordance with [Rule 2.6 \(Consideration\)](#).

In the case of applications for persons under the age of sixteen (16) years such application shall be made, and agreement to any conditions required shall be given, on behalf of the applicant by their parent, guardian or caregiver.

In the case of applications for Club Alumni the procedure set out in [Rule 2.15 \(Club Alumni\)](#) will apply and not the procedure set out in this Rule.

In the case of applications for Non-Playing Club Supporters the procedure set out in [Rule 2.16 \(Non-Playing Club Supporters\)](#) will apply and not the procedure set out in this Rule.

2.6 Consideration

Upon receipt of a properly completed application under [Rule 2.5 \(Application for Membership\)](#), the Committee shall determine whether the application is accepted. The Committee may accept the application, may accept the application subject to certain conditions (such as evidence of the pre-payment of the appropriate subscription in full, or evidence of clearances from previous clubs), or may refuse to accept any application for membership on any lawful grounds. The Committee is not required to give reasons for any refusal to grant membership but may choose to do so.

2.7 Duration of Membership and Membership Year

The duration of membership for all Members (except Life members) shall:

- (a) commence on the date membership is accepted, or,
- (b) in the case of members who renew their membership in accordance with [Rule 2.8 \(Renewal of Membership\)](#), from the close of the Annual General Meeting in each year,

and shall continue until the close of the following Annual General Meeting (the **“Membership Year”**), unless the membership is terminated early in accordance with [Rule 2.11 \(Resignation & Termination of Membership\)](#).

2.8 Renewal of Membership

Members (excluding Life Members) may annually renew their membership with the Club without having to comply with [Rule 2.5 \(Application for Membership\)](#), but not before the Annual General Meeting is held and subscription levels for the following season are confirmed, but on or before the first playing Saturday for grade competitions in that season, by:

- (a) completing the necessary details on the Club Website Renewal System, including any amendments from the existing details, such as change of address or change in playing category/sub-category and availability status for the forthcoming Membership Year, and
- (b) agree to pay the subscription, if any, appropriate for the selected category/sub-category and availability status of membership.

The Committee shall have the authority to amend the category/sub-category and availability status selected by the Member in their renewal application should that selection be regarded as inappropriate, after consultation with the Member.

The Committee shall have at its discretion the authority to back-date the effective date of renewal of a Playing Member to the commencement of the Membership Year should that Member have reasonable grounds for being unable to renew their Membership on or before the first playing Saturday for grade competitions in that season, or in the case of Club Alumni and Non-Playing Club Supporters, at the Committee's discretion.

2.9 Life Membership

Any Member may propose that a person be made a Life Member of the Club. Every such proposal shall be made in writing to the Secretary setting out the basis upon which the proposer considers the person has rendered outstanding services to the Club. The application shall first be considered by the Committee and if approved by it, shall be put forward for consideration at a General Meeting of the Club. At any General Meeting where such a proposal is being considered, the proposal must be supported by a resolution passed at the meeting before life membership is conferred. Unless a Life Member's membership is terminated early in accordance with this Constitution, Life Members shall be Members of the Club for their lifetime without any need to comply with [Rule 2.8 \(Renewal of Membership\)](#), nor pay any further annual subscriptions. Life Members who are also Playing Members shall, however, update their playing status on the Club Website Renewal System.

2.10 Privacy Act 1993

It is a condition of membership of the Club that each Member provide certain personal information about themselves, or in the case of Members where their

Application for Membership is lodged on their behalf by their parent, guardian or caregiver, by that parent, guardian or caregiver. For the purposes of Principles 10-11 of the Privacy Act 1993, the use or disclosure of personal information shall be a use or disclosure of information authorised by the individual or a use or disclosure connected with or directly related to the purpose for which the information was obtained.

The Club will provide secure financial procedures for any credit card transactions undertaken through the Club website and the details of such credit cards will be deleted from the database as soon as practicable after the successful processing of the transaction.

2.11 Resignation & Termination of Membership

A member's membership of the Club shall end in any of the following circumstances:

- (a) Expiry of their membership at the end of the Membership Year, unless the person subsequently renews their membership in accordance with [Rule 2.8 \(Renewal of Membership\)](#);
- (b) Resignation of their membership by the member giving notice in writing to the Committee and by the payment of any outstanding subscriptions owing, or other outstanding financial obligations met. Resignations shall not be accepted from Members whose subscriptions, or any other amounts owing, are unpaid, until payment in full is received, or any goods owned by the Club, and in the possession of the member, are returned;
- (c) Termination for misconduct under [Rule 2.14 \(Misconduct and Complaints\)](#).

2.12 Subscriptions

The annual subscription due and payable to the Club by every Member (other than any Life Member or Club Alumni) shall be determined as follows:

- (a) The Committee shall recommend the annual subscription levels, including any variations for any sub-categories of membership, for consideration at the Annual General Meeting; and
- (b) The recommended annual subscription levels shall be approved at the Annual General Meeting and if they are not approved, the subscription levels shall remain the same as the previous year.

Each Member's applicable subscription shall be due and payable on or before the first playing Saturday for grade competitions in that season and the subscription will be in default should it remain unpaid, in full or in part, after the last playing Saturday in that season and that member shall be subject to [Rule 2.13 \(Subscriptions in Default\)](#).

The Committee shall have the power to reduce the subscription payable by any person seeking to join the Club after the Membership Year has commenced, or seeking to resign from the Club, or for any other reason whatever, although may choose not to do so, at its discretion.

The Committee shall have the power to offer reduced subscriptions to Members as incentives for introducing new persons to the Club, as awards for season performances (such as "Player-of-the-year"), as incentives for undertaking Club activities (such as performing specified coaching duties), or for any other reason, at its discretion.

The Committee shall have the power to determine an appropriate subscription, at its discretion, for any Member whose playing availability for the Club is significantly affected by being selected for representative duties, with each case being able to be determined on its own particular merits by the Committee.

2.13 Subscriptions in Default

A Member's subscription will be in default if their subscription is unpaid, in full or in part, after the last playing Saturday of the season, and will remain in default until all amounts owing have been paid in full, such amount being the subscription level originally applicable, together with any reasonable debt collection charges which, at the Committee's discretion, are incurred by the Club. Any such Member shall not be relieved from liability to pay the amount owed to the Club regardless of whether their Membership subsequently expires at the end of the Membership Year or is subsequently terminated for misconduct.

Any Member whose subscription is in default shall not be eligible to receive a clearance from the Club and this may cause him to be ineligible to join any other cricket club in New Zealand for a period of up to five years.

Any Member whose subscription is in default shall not be eligible for any of the privileges of Membership, including, but not limited to, their right to speak and vote at General Meetings, their election to any position on the Committee, their eligibility for any end-of-season Club awards or their nomination by the Club for any representative team or training squad, or any other privilege as determined by the Committee, at its discretion.

Any Member whose subscription remains in default at the end of the Membership Year shall not be eligible for Renewal of their Membership under [Rule 2.8 \(Renewal of Membership\)](#) and Membership will expire at the end of the Membership Year. Such person shall not be allowed to play in any Club team in any subsequent season nor a new application for membership be considered until such default is remedied and all conditions imposed on the application are fulfilled to the satisfaction of the Committee.

2.14 Misconduct and Complaints

Any Member or any person having any complaint to make concerning any Member, or Members, of the Club must state their complaint in writing, at the earliest opportunity, addressed to the Secretary stating fully the grounds of such complaint. The Secretary shall then call a meeting of the Committee and shall notify the Member or person making the complaint and shall also notify the Member(s) against whom such complaint is made to attend such meeting and thereupon such complaint will be considered by the Committee according to the evidence submitted to them by the Member or person making the complaint and the Member against whom such complaint is made.

The Committee shall be deemed to be acting with the full authority of the Committee provided not fewer than three (3) members of the Committee are present at such meeting but shall not include any member of the Committee who has brought the complaint or is the subject of such complaint.

Should a complaint of misconduct be brought by the Committee, on behalf of the Club against a Member, the Committee shall be acting with the full authority of

the Committee provided not fewer than any three (3) members of the Committee are present at such meeting.

The Committee shall have the power to discipline any Member, by censure or by written warning, and shall have the power to terminate the Membership of any Member, for conduct prejudicial to the good name and interests of the Club.

Upon receipt of any such complaint against any Member, the Committee shall have the power to suspend the Member pending the consideration by the Committee of such complaint, provided always that no such suspension under this Rule shall remain in force for a period exceeding twenty-one (21) days.

There shall be no right of appeal against the decision of the Committee by either the Member or person making the complaint or the Member against whom such complaint had been made, unless an appeal can be made on reasonable grounds that natural justice had not been followed by the Committee, such appeal must be made in writing to the Secretary within fourteen (14) days after the notification of the Committee's decision.

Termination of Membership will not relieve the member of their obligation to pay in full any subscription which remains unpaid at the date of termination, although the Committee may reduce the amount payable, at its discretion, if the season is only partially completed, nor will it relieve them of their obligation to pay in full any other amount owing to the Club or to return any items or goods that are in their possession that belong to the Club.

Any Member terminated under this Rule may be reinstated at the discretion of the Committee, which may impose such conditions as it determines.

Should the complaint be against the Club, rather than an individual Member, the matter shall be dealt with by the Committee at the next scheduled meeting of the Committee.

2.15 Club Alumni

Former Members of the Club who have completed their playing career but wish to retain their interest in the Club shall be entitled to apply for Membership of the Club under the category of Club Alumni, as set out in [Rule 2.1 \(Membership Categories\)](#).

Club Alumni shall be entitled to such benefits of Membership of the Club as determined by the Committee, at its discretion, but will not confer any rights to play in any Club team nor shall they be liable for an annual subscription. Applications for Membership may be accepted by the Committee provided the information as required by the Committee, as determined at its discretion, is submitted, and the Committee confirms that the applicant meets the general characteristics of this category. Such Membership will still be subject to [Rule 2.11 \(Resignation and Termination of Membership\)](#) and will still need to comply with [Rule 2.8 \(Renewal of Membership\)](#).

2.16 Non-Playing Club Supporters

Persons who wish to develop and maintain an interest in the Club or wish to show their support for the Club shall be entitled to apply for Membership of the Club under the category of Non-Playing Club Supporters as set out in [Rule 2.1 \(Membership Categories\)](#). Such persons would include current non-playing administrators, parents/guardians/caregivers of Members, general supporters of the Club, and former administrators.

Non-Playing Club Supporters shall be entitled to such benefits of Membership of the Club as determined by the Committee, at its discretion, but will not confer any rights to play in any Club team. Applications for Membership may be accepted by the Committee provided the information as required by the Committee, as determined at its discretion, is submitted, and the Committee confirms that the applicant meets the general characteristics of this category.

Such Membership will still be subject to [Rule 2.11 \(Resignation and Termination of Membership\)](#) and will still need to comply with [Rule 2.8 \(Renewal of Membership\)](#).

2.17 Obligation of Members

All Members shall promote the objects of the Club and shall do nothing to bring the Club into disrepute.

3. GOVERNANCE

3.1 Patron

The Committee shall recommend to the Members for consideration at the **Annual General Meeting (“AGM”)** a person to be the Patron of the Club for a specified period of time. Should such recommendation be approved by resolution at the AGM, then that person shall become the Patron of the Club for the period determined by the Club. At the end of this term the incumbent Patron may be proposed by the Committee at that AGM for election for a further term. The Patron shall not be a member of the Committee but may attend Committee meetings and shall have speaking rights but no voting rights. The Patron shall be entitled to receive notice of such meetings, and copies of the minutes, from the Secretary.

3.2 Committee

The Club shall be governed and its business and affairs managed by a Committee which shall consist of a minimum of eight (8) persons, and up to sixteen (16) persons, who have assumed office in accordance with [Rule 3.4 \(Election of Committee\)](#). The Committee shall consist of the following positions:

- (a) President
- (b) Secretary
- (c) Treasurer
- (d) Club Captain (Men’s Section)
- (e) Club Captain (Women’s Section)
- (f) Convenor (Junior Section), if required
- (g) Bar Manager, if required
- (h) Online Information Officer, and

- (i) up to eight (8) other persons for non-specific positions (up to nine (9) or more, if any of the positions referred to in [Rule 3.2 \(f\) or \(g\)](#) are not required, or if more than one of the specific positions listed above is filled by the same person).

3.3 Applications for Committee

Applications for positions on the Committee shall be submitted in writing, by e-mail, or verbally to the Secretary at least fourteen (14) days prior to the AGM and state whether applying for a specific position on the Committee or one of the non-specific positions. Only current Members of the Club shall be eligible to serve on the Committee.

All such applications shall be considered by the Committee prior to being submitted to the Members at the AGM and may be rejected by the Committee as unsuitable. Such rejection may only be made on lawful and reasonable grounds and by unanimous resolution of the Committee. The Committee is not required to give reasons for any rejected application but may choose to do so.

3.4 Election of Committee

The members of the Committee shall be elected at each AGM in accordance with this Constitution, except for any persons co-opted under [Rule 3.5 \(Co-option to Fill a Vacancy\)](#).

- 3.4.1** The following procedures relating to the election of applicants for the specific positions will apply:
 - (a) If no applications for a specific position on the Committee are received by the Club in advance of the AGM, that position shall remain vacant until filled by the Committee as allowed under [Rule 3.5 \(Co-option to Fill a Vacancy\)](#);
 - (b) If only one application for a specific position on the Committee is received then the chairperson of the AGM shall declare the applicant elected and there shall be no need of a vote;
 - (c) If more than one application for a specific position on the Committee is received then at the AGM a secret ballot shall be

taken amongst those Members present (and eligible to vote) and the highest polling candidate shall be declared elected.

- (d) Any elections to the Committee at an AGM shall be conducted and declared in the order in which the positions appear in [Rule 3.2 \(Committee\)](#).
- (e) Where there is an equality of votes between candidates for a specific position on the Committee a second ballot shall be held. Where there is still an equality of votes after the second ballot the outcome shall be determined by lot.

3.4.2 The following procedures relating to the election of applicants for the non-specific positions will apply:

- (a) If no applications for the non-specific positions on the Committee are received by the Club in advance of the AGM, these positions, or as many of these positions as the Committee deem necessary, will remain vacant until filled by co-option by the Committee as allowed under [Rule 3.5 \(Co-option to Fill a Vacancy\)](#);
- (b) If one or more applications (up to the maximum permitted positions) for the non-specific positions on the Committee are received in advance of the AGM then the chairperson of the AGM shall declare each of the applicants elected and there shall be no need of a vote. Any positions remaining vacant will remain vacant until filled by co-option by the Committee, as it deems necessary, and as allowed under [Rule 3.5 \(Co-option to Fill a Vacancy\)](#);
- (c) If more than the maximum permitted applications for the available non-specific positions on the Committee are received, then at the AGM a secret ballot shall be taken amongst those Members present (and eligible to vote) and the highest polling candidates shall be declared elected. Members present (and eligible to vote) shall be entitled to one vote only but may vote for any number of applicants, but only up to the maximum permitted positions available.

- (d) Where there is an equality of votes at the threshold of elimination between candidates a second ballot shall be held. In this second ballot Members present (and eligible to vote) shall be entitled to one vote only and shall vote for only one of the affected candidates. Where there is still an equality of votes after the second ballot the outcome shall be determined by lot.

3.5 Co-option to Fill a Vacancy

If any of the sixteen (16) positions on the Committee are unable to be filled at the AGM through there being insufficient applications for any of the Committee positions, or if a vacancy in any position arises on the Committee after an AGM for whatever reason, the Committee has the power to fill that vacancy by co-option until the next AGM, or the Committee may choose to leave the position vacant until the next AGM, although must use its best endeavours to co-opt sufficient Members to the Committee to meet the minimum number required of eight (8) persons.

3.6 Term of Office

The term of office of all elected members of the Committee shall be from the conclusion of the AGM at which their election is made through to the close of the next AGM. Each member of the Committee shall be eligible for re-election or co-option.

Should any member of the Committee be absent from three consecutive meetings without first requesting leave of absence and providing a reasonable explanation for such absence, that member shall be deemed to have vacated their office and shall have their position on the Committee terminated.

Should any member of the Committee have their Membership of the Club terminated under [Rule 2.11 \(Resignation and Termination of Membership\)](#) that Member shall also have their position on the Committee terminated.

3.7 Chairperson

The President shall act as Chairperson of the Committee. The President may opt not to act as Chairperson for one or more meetings, including for the full term of office, in which case the Committee shall select another member of the Committee to stand in his or her place as Chairperson during that period.

The Chairperson shall have a deliberative vote as well as a casting vote should there be an equality of votes.

Should there not be a suitably qualified person on the Committee to act as Chairperson, the Committee shall have the power to fill that position, and for the period required, by co-option, not-with-standing that this may increase the total number of persons on the Committee to seventeen (17) for that period.

3.8 Meetings

Meetings of the Committee may be called at any time by the Chairperson, but generally the Committee shall meet once in each month. Notice of the meetings shall be provided by the Secretary, by e-mail to each Committee member, and such notice shall also contain the minutes of the previous Committee Meeting and previous Treasurer's Report.

The Chairperson may choose to resolve a matter of urgency by forwarding an e-mail to each Committee member setting out the details of the matter, in such manner that the matter can be voted on with a simple yes or no. The Committee may vote on such matter by sending an e-mail reply to all Committee members setting out their vote, such matter to be settled by a majority of all Committee members, and not just by a majority of replies so far received.

3.9 Quorum

The quorum necessary for the transaction of business of the Committee shall be at least half of the Committee members.

3.10 Disclosure of Interests

Any Committee member who may derive some personal or financial advantage from any matter before the Committee shall disclose the nature and extent of their interest to the Committee.

3.11 Voting

Each Committee member present at any Committee Meeting may exercise one vote only. The Chairperson shall have a deliberative vote as well as a casting vote should there be an equality of votes.

3.12 Minutes

The Secretary shall ensure the proceedings of each Committee Meeting are properly recorded as soon as possible after the conclusion of each Committee Meeting and distributed to each Committee member before the following meeting. These minutes shall be confirmed at the next Committee Meeting. A copy of each set of confirmed minutes shall be archived in a permanent manner.

3.13 Powers and Duties of the Committee

The Committee shall govern the Club and be responsible for managing the business and affairs of the Club. The Committee may exercise all of the powers of the Club and do all things that are not expressly required to be undertaken at a General Meeting or are not otherwise in conflict with this Constitution.

Each Committee Member shall act in good faith and in the best interests of the Club at all times and shall not agree to allow the activities of the Club to be carried out in a manner likely to cause a substantial risk of serious loss to the Club's creditors, to the reputation of the Club, or to the reputation of the game of cricket generally.

The Committee has the general power to carry out the objects of the Club as it considers necessary and shall have the following specific powers:

- (a) Develop and implement strategies and procedures for the administration and development of cricket at the Club;
- (b) Create and enforce any By-Laws which it deems necessary for the smooth running of the Club;
- (c) Control, manage, borrow and expend the funds of the Club, in accordance with this Constitution;
- (d) Set the annual subscription fees payable by the Members and enforce payment of such fees in accordance with this Constitution;
- (e) Delegate specific areas of responsibility to specific Committee Members;
- (f) Engage people to work for the Club on terms determined by the Committee, provided that the payment for such services shall not exceed the market rate;
- (g) Appoint delegate(s) to represent the Club at meetings of other organisations;
- (h) Consider and make binding decisions on complaints about Members in accordance with [Rule 2.14 \(Misconduct and Complaints\)](#) of this Constitution;
- (i) Discipline Members in accordance with [Rule 2.14 \(Misconduct and Complaints\)](#) of this Constitution;
- (j) Fill vacancies on the Committee by co-opting persons in accordance with [Rule 3.5 \(Co-option to Fill a Vacancy\)](#) of this Constitution;
- (k) Establish any sub-committees, which must contain at least one Committee member, as it considers appropriate to assist it to carry out its responsibilities and to delegate to them such powers as it considers appropriate.

3.14 Authorised Officers of the Club

The following members of the Committee, and only these members, shall be authorised to sign, on behalf of the Club, any legal documents including, but not

limited to, documents requiring the affixation of the Common Seal, applications for opening, closing or amending bank accounts, the completion of any statutory form, the entering into of contracts with any third party, the entering into of lease agreements, the amendment of any insurance policy or making claims on such policies, or being an authorising signatory (including online authorisations) to any Club bank account:

- (a) President
- (b) Secretary
- (c) Treasurer
- (d) Chairperson (whenever the Chairperson has been appointed by the Committee under [Rule 3.7 \(Chairperson\)](#))

Whether one, or more, Authorised Officers are required to execute any legal document will depend on the requirements of any such document, or situation, but in no case should this number be in conflict with any other Rule under this Constitution.

Not-with-standing the requirements of this Rule, the Committee shall have the power to appoint a further member of the Committee, from time to time, as an Authorised Officer of the Club for the purpose of signing a specific document, or entering into a specific contract, on behalf of the Club, provided such authority is passed by resolution at a Committee Meeting and the transaction ratified at a subsequent Committee Meeting.

3.15 Annual General Meetings

An Annual General Meeting of the Club shall be held at a date in August of each year, as determined by the Committee.

The business of the AGM shall be:

- (a) Receiving the minutes of the previous AGM
- (b) The President's report of the year's activity of the Club
- (c) The Treasurer's report on the finances of the Club and the compiled Annual Financial Statements

- (d) Election of Patron (if necessary), the Auditor and Committee members.
- (e) Motions, as set out in the Notice of Meeting.
- (f) General Business, although items discussed under General Business will not be voted on.

Not less than fourteen (14) days' notice (notification sent by e-mail to the e-mail address currently recorded in the Club's Website Registration System, or by electronic notification via the Club's social media website(s) or by printed notice within the Club's Annual Report, shall be deemed sufficient to meet this requirement) to all Members of such Annual General Meeting and the business to be transacted thereat shall be given by the Secretary.

Any Member may request that a motion be voted on by giving written notice to the Secretary at least 60 days before the date of the next AGM provided such notice has been signed by that Member and at least nine (9) other Members. The Committee may also put forward any motions to be voted on provided they are set out in the Notice of Meeting.

The President, or in their absence, such other member of the Committee as shall be elected by the Members present, shall take the Chair and every Member present (and eligible to vote) shall be entitled on every motion to one vote exercised in person (proxies will not be allowed) and in the case of an equality of votes the Chairman shall have a deliberative as well as a casting vote, provided that for the election of persons to the Committee the procedure will follow that set out in [Rule 3.4 \(Election of Committee\)](#).

The Secretary, or in their absence, such other member of the Committee as directed by the Chair, shall record the minutes of the proceedings, resolutions proposed and the outcomes of any votes taken, and any matters raised under General Business. Such minutes shall be confirmed by resolution at the next Annual General Meeting.

The mode of voting (whether by voice, show of hands or secret ballot) on any matter (other than the election of Committee) at the AGM shall be decided by the Chairperson, acting in good faith. However, if any Member, eligible to vote, demands a secret ballot before a vote by voices or show of hands has begun, voting must be by secret ballot. In such case, the Chairperson shall have a deliberative as well as a casting vote.

Any motion proposing a change of any Constitutional Rule will require a two-thirds majority of votes cast, and the mode of such vote will not be by voice. Refer also [Rule 4.2 \(Alteration to the Rules\)](#).

The quorum at the Annual General Meeting shall be eighteen (18) Members present (and eligible to vote).

3.16 Special General Meetings

A Special General Meeting of the Club shall be called by the Secretary upon receiving a written request from any four (4) members of the Committee or any ten (10) Members (eligible to vote at General Meetings), such meeting to be called within fourteen (14) days of receipt of such written request and to be convened by notice as provided in [Rule 3.15 \(Annual General Meetings\)](#) specifying the business to be conducted. Any further items of General Business raised from the floor may be discussed but not voted on.

Any such meeting will be carried out in accordance with all the procedures and requirements set out in [Rule 3.15 \(Annual General Meetings\)](#) unless that procedure or requirement would be in conflict with this [Rule 3.16 \(Special General Meetings\)](#).

4. ADMINISTRATION

4.1 Common Seal

- (a) The Committee shall provide a Common Seal for the Club and may from time to time replace it with a new one. The Committee is responsible for the safe custody and control of the Common Seal.
- (b) Whenever the Common Seal of the Club is required to be affixed to any deed, document, writing or other instrument such Seal shall be affixed pursuant to a resolution of the Committee by any two Authorised Officers as set out in [Rule 3.14 \(Authorised Officers of the Club\)](#) and the persons so affixing the Seal shall at the same time sign the document to which the Seal is so affixed.

4.2 Alterations to the Rules

No Constitutional Rule may be altered, added to or rescinded except by resolution of a two-thirds majority of votes cast at the Annual General Meeting or a Special General Meeting called for such purpose. Any Special General Meeting must be convened as set out in [Rule 3.16 \(Special General Meetings\)](#).

When a Rule change is approved at a General Meeting no Rule change shall take effect until the change has been filed with the Registrar of Incorporated Societies.

4.3 By-laws

The Committee shall have the power to make, rescind and enforce by-laws for the good management of the Club and such by-laws shall be notified by

Members by notice affixed to the Club pavilion at Hagley Oval or shall notify Members of such by-laws in such other manner as the Committee shall see fit. A copy of the By-laws shall be available for inspection by any Member on request to the Committee, and publication of the By-laws on the Club's website shall be deemed to be adequate notice.

4.4 Financial Statements

- (a) The financial year of the Club shall commence on the 1st day of June each year and end on the 31st day of May of the following year.
- (b) A report on the year's activities together with Financial Statements shall be prepared by the Committee for presentation to the Annual General Meeting.
- (c) The Committee shall have the power to determine the appropriate standard of reporting of the Financial Statements for each financial year, based the current standards of financial reporting requirements for Incorporated Societies.
- (d) The Financial Statements shall be compiled prior to the Annual General Meeting.

4.5 Winding Up

The Club shall not be dissolved except upon a motion passed by a two-thirds majority of the votes recorded at a Special General Meeting called in the manner provided in these Rules.

Upon a dissolution, any surplus funds available after the payment of all liabilities of the Club shall be given to such sporting clubs or sporting organisations as the Club in a general meeting shall decide. Such sporting club or sporting organisation should be similar to the Club with reference to being an Incorporated Society pursuant to the Incorporated Societies Act 1908, or a Registered Society or Charity. No part of the income or other funds of the Club shall be used for the private pecuniary profit of any individual person, club member or privately held interest or body.

4.6 Club Funds

The Committee is responsible for the receipt and banking of all monies received by the Club and all sums paid out by the Club.

4.7 Banking

The Club's current bank account(s) shall be kept at a trading bank chosen by the Committee. All cheques and online transactions undertaken involving the Club's bank account(s) must be signed or otherwise approved by any two of the Authorised Officers of the Club, as set out in [Rule 3.14 \(Authorised Officers of the Club\)](#).

4.8 Accounting Records

The Committee shall ensure there are true and complete accounts kept of the income and expenditure and assets and liabilities of the Club. A Statement of Accounts and Balance Sheet (in the form approved by the Committee) shall be forwarded to each Member with the notice of the AGM.

4.9 Matters not provided for

If any matter arises which in the opinion of the Committee is not provided for in this Constitution, then it may be determined by the Committee in such manner as the Committee deems fit. Every such determination shall be binding upon Members unless and until set aside by Ordinary Resolution at an Annual General Meeting or Special General Meeting.